



25th February 2026

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Scrip Code: 544250

The Secretary
National Stock Exchange of India Limited
C-1, Block G, Exchange Plaza,
Bandra-Kurla Complex,
Bandra East, Mumbai - 400 051
Symbol: SANOFICONR

Sub.: Outcome of Board Meeting held on Wednesday, 25th February 2026

Dear Sir/Madam,

In furtherance to our intimations dated 17th February 2026 and 20th February 2026 and pursuant to Regulation 30 and 33 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board of Directors at its meeting held today i.e., Wednesday, 25th February 2026, inter-alia transacted the following:

1. Considered and approved the Audited Standalone Financial Statements of the Company for the quarter and financial year ended 31st December 2025. Accordingly, a copy of the Audited Standalone Financial Statements and Auditor's Report for the financial year ended 31st December 2025 along with Statement of Assets and Liabilities as on that date and Standalone Statement of Cashflows for the year ended 31st December 2025 is enclosed.

Extract of the aforesaid results will be published in the newspapers in the format prescribed under Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The aforesaid financial results will also be available on the Company's website on www.sanofi.in

Further, pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a declaration w.r.t. the Auditors Report with Unmodified opinion is also enclosed.

2. Recommended a final dividend of Rs. 75/- per equity share having face value of Rs.10/- each for the Financial Year ended 31st December 2025, subject to approval by shareholders of the Company at the ensuing Annual General Meeting (AGM). The Company shall inform in due course the record date / book closure for payment of dividend.
3. Considered and approved the re-appointment of M/s. Kishore Bhatia & Associates, Cost Accountants (Firm Registration Number – 00294) as Cost Auditor of the Company for the Financial Year ending 31st December 2026 and remuneration to be paid subject to ratification of the shareholders.

The details as required under Clause 7 of Para A of Part A of Schedule III of the Listing Regulations and SEBI Master Circular bearing Ref. No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 is enclosed as 'Annexure-I' to this letter.



The meeting of Board of Directors commenced at 2:00 p.m. and concluded at 5:20 p.m.

Kindly take the above information on record.

Thanking you.

Yours faithfully,

For **Sanofi Consumer Healthcare India Limited**

Nikunj Kumar Savaliya

Company Secretary and Compliance Officer

Membership No.: F7048

INDEPENDENT AUDITOR'S REPORT

**TO THE BOARD OF DIRECTORS
OF SANOFI CONSUMER HEALTHCARE INDIA LIMITED**

Report on the Audit of the Financial Results

Opinion

We have audited the accompanying Annual Financial Results of **Sanofi Consumer Healthcare India Limited** (“the Company”) for the year ended December 31, 2025, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“LODR Regulations”).

In our opinion and to the best of our information and according to the explanations given to us, these financial results:

- i. are presented in accordance with the requirements of Regulation 33 of the LODR Regulations in this regard; and
- ii. gives a true and fair view in conformity with the applicable accounting standards (“Ind AS”) and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the year ended December 31, 2025.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (“SAs”) specified under section 143(10) of the Companies Act, 2013 (“the Act”). Our responsibilities under those Standards are further described in the *Auditor’s Responsibilities for the Audit of the Financial Results* section of our report. We are independent of the Company, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (“the ICAI”) together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 11 to the financial results, which states that the Company, pursuant to the approval of the Audit Committee and the Board of Directors, had obtained shareholders’ approval for material related party transactions for export of goods to Opella Healthcare International SAS up to INR 1,100 million. During the year, the Audit Committee and the Board approved an enhancement of the aforesaid limit by INR 900 million, subject to shareholders’ approval.

Pending receipt of such shareholders’ approval, the Company exported goods amounting to INR 111 million to Opella Healthcare International SAS during the period from October 10 to October 28, 2025, which approval was obtained on October 29, 2025.

In the opinion of Management, the transactions for export of goods amounting to INR 111 million to Opella Healthcare International SAS during the period from October 10 to October 28, 2025, do not require prior shareholder approval since they fall within the threshold of material modification as prescribed in the Company’s Related Party Transactions Policy formulated in accordance with Regulation 23 of the SEBI Listing Regulations.

Our opinion is not modified in respect of this matter.

Board of Director's Responsibilities for the Financial Results

These financial results have been prepared on the basis of the annual financial statements. The Company's Board of Directors are responsible for the preparation and presentation of these financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the LODR Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Results

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

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

- Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

The figures for the quarters ended December 31, of the respective financial years as reported in these financial results are the balancing figures between the audited figures in respect of the full financial year ended December 31 and the published year to date figures up to the end of the third quarter of the relevant financial year. The figures up to the end of the third quarter have only been reviewed and not subjected to an audit.

Our opinion on these financial results is not modified in respect of the above matter.

For KALYANIWALLA & MISTRY LLP CHARTERED ACCOUNTANTS

Firm Registration No. 104607W / W100166

Damarla Sai

Venkata Ramana

Sai Venkata Ramana Damarla

Partner

Membership. No. 107017

UDIN: 26107017JBJFQC1483

Place: Gurugram

Dated: February 25, 2026.

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Sanofi Consumer Healthcare India Limited

Registered Office : Unit 1104, 11th Floor, Godrej Two Pirojshanagar, Eastern Express Highway, Vikhroli East, Mumbai, Maharashtra, India, 400079

Corporate Identity Number: L21002MH2023PLC402652

Tel no: (91-22) 45288555

Website: www.sanofi.in Email: igrc.schil@sanofi.com

STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED DECEMBER 31, 2025

Particulars	₹ in Million				
	Quarter ended 31.12.2025 (Unaudited) (Refer Note 12)	Quarter ended 30.09.2025 (Unaudited)	Quarter ended 31.12.2024 (Unaudited) (Refer Note 12)	Year ended 31.12.2025 (Audited)	Year ended 31.12.2024 (Audited)
1. Revenue from Operations (Refer note 10)	2,510	2,339	1,707	8,784	7,245
2. Other Income	46	30	50	184	130
3. Total Income (1+2)	2,556	2,369	1,757	8,968	7,375
4. Expenses					
(a) Cost of Materials Consumed	499	365	148	1,607	1,274
(b) Purchases of stock in trade	61	260	184	702	421
(c) Changes in Inventories of work-in-progress, stock-in-trade and finished goods	123	(7)	87	(8)	166
(d) Employee benefits expense (Refer note 5)	355	317	276	1,288	1,027
(e) Finance costs	5	6	4	20	39
(f) Depreciation and amortisation expense	34	33	10	117	45
(g) Other expenses	574	554	391	2,105	1,651
Total Expenses	1,651	1,528	1,100	5,831	4,623
5. Profit before exceptional items and tax (3-4)	905	841	657	3,137	2,752
6. Exceptional items (Refer note 4)	-	-	(29)	66	(284)
7. Profit before tax (5+6)	905	841	628	3,203	2,468
8. Tax expense					
Current Tax	241	225	176	820	696
Deferred Tax	(1)	(13)	9	(18)	(38)
9. Profit for the period /year (7-8)	665	629	443	2,401	1,810
10. Other comprehensive income (OCI)					
Items that will not be reclassified to the statement of profit and loss					
- Remeasurements of post-employment benefit obligations	(19)	-	(19)	(19)	(19)
- Income Tax impact relating to these items	5	-	5	5	5
11. Total comprehensive income for the period/year (9+10)	651	629	429	2,387	1,796
12. Paid-up equity share capital (Face Value of ₹ 10 per share)	230	230	230	230	230
13. Other equity	-	-	-	3,610	2,500
14. Basic and diluted earnings per share (not annualised) (in ₹)	28.87	27.31	19.25	104.27	78.59

The statutory auditors have digitally signed this statement for identification purposes only and this Statement should be read in conjunction with our LODR Regulations audit report dated February 25, 2026.

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Venkata
Ramana

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Sanofi Consumer Healthcare India Limited

AUDITED STATEMENT OF ASSETS AND LIABILITIES

₹ in Million

Particulars	As at December 31, 2025 (Audited)	As at December 31, 2024 (Audited)
ASSETS		
Non-current assets		
Property, plant and equipment	138	97
Capital work in progress	*	7
Right-of-use assets	213	175
Intangible assets	8	19
Financial assets		
Other financial assets	32	36
Income tax assets (net)	51	-
Deferred tax assets (net)	85	62
Total non-current assets	527	396
Current assets		
Inventories	619	409
Financial assets		
(i) Trade receivables	296	137
(ii) Cash and cash equivalents	3,748	3,269
(iii) Bank Balances other than (ii) above	4	-
(iv) Loans	1	6
(v) Other financial assets	-	38
Other current assets	275	58
Total current assets	4,943	3,917
TOTAL ASSETS	5,470	4,313
EQUITY AND LIABILITIES		
Equity		
Equity share capital	230	230
Other equity	3,610	2,500
Total equity	3,840	2,730
LIABILITIES		
Non-current liabilities		
Financial liabilities		
Lease liabilities	171	166
Employee benefit obligations	175	111
Total non-current liabilities	346	277
Current liabilities		
Financial liabilities		
(i) Lease liabilities	77	37
(ii) Trade payables		
(a) Total outstanding dues of micro enterprises and small enterprises	52	33
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	744	670
(iii) Other financial liabilities	23	-
Employee Benefit Obligations	246	244
Other current liabilities	30	141
Provisions	112	178
Current tax liabilities (net)	-	3
Total current liabilities	1,284	1,306
Total liabilities	1,630	1,583
TOTAL EQUITY AND LIABILITIES	5,470	4,313

*denotes figure less than a million

The statutory auditors have digitally signed this statement for identification purposes only and this Statement should be read in conjunction with our LODR Regulations audit report dated February 25, 2026.

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Sanofi Consumer Healthcare India Limited

AUDITED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2025

₹ in Million

Particulars	As at December 31, 2025 (Audited)	As at December 31, 2024 (Audited)
Cash flows from Operating activities	3,203	2,468
Profit before tax		
Adjustment for :		
Depreciation and amortization expenses	117	45
Unrealised exchange (gain)	(28)	(1)
Finance costs	20	39
Interest income	(152)	(118)
Equity Settled Share based payment	(10)	10
Provision for bad and doubtful debts (net)	10	1
Impairment on Intangible Asset Under development classified under exceptional item	-	29
Loss on sale/Write-off of property, plant and equipment and asset held for sale (net)	*	-
Operating profit before working capital changes	3,160	2,473
Adjustments for (increase) / decrease in operating assets		
Non-current financial assets	4	(28)
Inventories	(210)	557
Trade receivables	(140)	179
Current financial assets	38	2,010
Loans	5	(1)
Unpaid dividend accounts	(4)	
Other current assets	(217)	(57)
Adjustments for increase / (decrease) in operating liabilities		
Employee benefit obligations	48	128
Trade payables	93	103
Other financial Liability	23	-
Other current liabilities & provisions	(178)	270
Cash generated from operations	2,622	5,634
Taxes paid (net of refunds)	(874)	(1,244)
Net Cash inflow / (outflow) from Operating activities (A)	1,748	4,390
Cash flows from Investing activities		
Interest received	152	118
Purchase of property, plant and equipment and Intangible assets including Capital work-in-progress	(76)	(99)
Net cash inflow from Investing activities (B)	76	19
Cash flows from financing activities		
Principal elements of lease payments	(58)	-
Interest paid on lease	(20)	(4)
Dividend paid	(1,267)	(1,152)
Net cash used in financing activities (C)	(1,345)	(1,156)
Net increase in cash and cash equivalents (A+B+C)	479	3,253
Cash and Cash Equivalents at the beginning of the period	3,269	16
Cash and Cash Equivalents at the end of the period	3,748	3,269
Non- cash financing and investing activities		
Acquisition of Right-of-use assets	103	198

*denotes figure less than a million

The statutory auditors have digitally signed this statement for identification purposes only and this Statement should be read in conjunction with our LODR Regulations audit report dated February 25, 2026.

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Notes:

1. These audited financial results have been prepared in accordance with recognition and measurement principles of the Indian Accounting Standards ("Ind AS"), as prescribed under section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and the other accounting principles generally accepted in India.
2. The statutory auditors have issued audit report with unmodified opinion on the above audited financial results for year ended December 31, 2025. The audited financial results which are published in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been reviewed by the Audit Committee in their meeting and approved by the Board of Directors of the Company at its meeting held on February 25, 2026.
3. The Company had during the previous year voluntarily decided to recall Depura Adult, Depura Kids, Allegra Suspension and Combiflam Suspension from distributors, hospitals, and retailers as a precautionary measure. Subsequently, the Company has successfully relaunched Depura Adult in quarter ended March 2025, Combiflam Suspension during the quarter ended June 2025 and Allegra Suspension and Depura Kids in quarter ended September 2025. To that effect, the results are not comparable with the corresponding quarter of the previous year and full year as the product recall and subsequent relaunches had an impact on the domestic business.
4. Exceptional items for year ended December 31, 2025 pertain to a reversal of ₹66 million related to demerger provisions made in the previous year. Exceptional item for the year ended December 31, 2024, was ₹ 284 million which includes product recall related cost towards Sales return and inventory write off ₹ 108 million, expenses towards listing formalities amounting to ₹ 77 million, demerger expenses amounting to ₹ 70 million and Intangible asset under development (acquired under the Scheme of Arrangement) written off amounting to ₹ 29 million
5. The Government of India notified four Labour Codes ('New Labour Codes') effective November 21, 2025 replacing the existing 29 Labour laws. The Ministry of Labour & Employment has also issued draft Central Rules and FAQs to help assess the financial impact of these changes. The Company has ascertained its estimated obligations under the New Labour Codes based on actuarial valuation, best estimates and consistent with guidance provided by the Institute of Chartered Accountants of India.

The Company has recognised an incremental financial impact of ₹ 24 million as past service cost resulting in an increase in gratuity liability and compensated absences, arising due to change in the definition of wages, under Employee Benefits Expense in the current year. The Company will continue to monitor the finalization of the relevant Central and State Rules and will evaluate impact, if any, on the measurement of employee benefits and will provide appropriate accounting treatment in the period in which such rules or related clarifications are notified.

6. The Board has recommended a final dividend of ₹ 75 per equity share of ₹ 10 for the year ended December 31, 2025, which would be paid after approval of shareholders at the ensuing Annual General Meeting of the Company
7. The Company has a single business segment namely 'Pharmaceutical Business'. Therefore, disclosure relating to segments under Ind AS 108 is not applicable and accordingly not made
8. The Company does not have any subsidiary, associates or joint ventures as on December 31, 2025.
9. On April 30, 2025, Sanofi globally closed the sale to Clayton, Dubilier & Rice Fund XII, L.P. of a 50% controlling stake of Opal JVco S.a.r.l (i.e. Opella group), with Sanofi keeping a significant shareholding of 48.2% stake and Bpifrance owning a 1.8% stake. Consequently, the ultimate Parent of the Company, is now Opal JVco S.a.r.l instead of Sanofi.

10. Revenue from operations includes sales of products as under:

₹ in Million

Particulars	Quarter ended			Year ended	
	31.12.2025	30.09.2025	31.12.2024	31.12.2025	31.12.2024
	(Unaudited)			(Audited)	(Audited)
Sales of Product	2,330	2,132	1,572	8,045	6,689

For the quarter ended December 31, 2025, Domestic sales grew by 23% and Export sales grew by 932% on lower base as compared to quarter ended December 31, 2024. For the year ended December 31, 2025, Domestic sales grew by 7% and Export sales grew by 158% on a low base, as compared to year ended December 31, 2024.

11. On December 12, 2024, the Audit Committee and Board of Directors approved material related party transactions for Export of Goods to be undertaken in financial year 2025 with Opella Healthcare International SAS up to ₹ 1,100 Million subject to shareholders approval which was obtained on March 29, 2025 through postal ballot. On August 04, 2025, the Audit Committee and the Board approved the management proposal to enhance the transaction limits for the Export of goods to Opella Healthcare International SAS by ₹ 900 Million, subject to shareholder approval. On September 29, 2025, a second postal ballot notice was issued to obtain shareholders' approval for the revised limit of ₹ 2,000 million. The transactions for export of goods amounting to ₹ 111 million to Opella Healthcare International SAS during the period from October 10 to October 28, 2025 were conducted, impending shareholder approval, which was obtained on October 29, 2025, since they fall within the threshold of material modification as prescribed in the Company's Related Party Transactions Policy in line with SEBI Listing Regulations. The transactions were undertaken at Arm's length and in the ordinary course of business which have been validated by an independent third-party firm.

12. The figures for the quarter ended December 31, 2025 and December 31, 2024 are the balancing figures between audited figures in respect of the full financial year up to December 31, 2025 and December 31, 2024 and the unaudited published year-to-date figures up to September 30, 2025 and September 30, 2024 respectively, which were subject to a limited review, being the date of the end of the third quarter of the said financial year.

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Place: Gurugram
February 25, 2026

SANOFI CONSUMER HEALTHCARE INDIA LIMITED

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Himanshu Bakshi
Managing Director
DIN: 08188412



25th February 2026

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Scrip Code: 544250

The Secretary
National Stock Exchange of India Limited
C-1, Block G, Exchange Plaza,
Bandra-Kurla Complex,
Bandra East, Mumbai - 400 051
Symbol: SANOFICONR

Sub.: Declaration in respect of Unmodified Opinion on Audited Financial Statements for the Financial Year ended 31st December 2025

Dear Sir/Madam,

Pursuant to Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby declare that the Statutory Auditors of the Company, M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants (Firm Registration Number 104607W / W100166), have issued an Audit Report with Unmodified Opinion on Audited Financial Statements of the Company for the Financial Year ended 31st December 2025.

We kindly request you to take this information on record.

Thanking you.

Yours faithfully,
For **Sanofi Consumer Healthcare India Limited**

Himanshu Bakshi
Managing Director
DIN: 08188412

Annexure – I

**Information as required under Regulation 30 read with Schedule III - Para A of Part A of SEBI
(Listing Obligations and Disclosure Requirements) Regulations 2015**

Sr. No.	Particulars	Remark
1.	Reason for change	Re-Appointment of M/s. Kishore Bhatia & Associates, Cost Accountants (Firm Registration Number – 00294) as Cost Auditor of the Company
2.	Date of re-appointment & term of re-appointment	25 th February 2026 for the Financial Year 2026
3.	Brief profile	M/s. Kishore Bhatia & Associates have been present in the accounting & financial field for more than three decades. They believe in ‘substance over style’ and have been delivering top of the line quality output to the clients. They also believe in adhering to the work schedules and delivering the work within the time committed.
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable