



12<sup>th</sup> February, 2025

<b>To,</b> <b>Department of Corporate Services</b> <b>BSE Ltd.</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.	<b>To,</b> <b>The Manager,</b> <b>Listing Department,</b> <b>National Stock Exchange of India Ltd.</b> “Exchange Plaza”, C-1, Block G, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051.
<b>Ref.: Scrip Code No. : 540701 (Equity)</b> <b>: 974556 and 975834 (Debt)</b>	<b>Ref. : (i) Symbol – DCAL</b> <b>(ii) Series – EQ</b>

**SUB.: UN-AUDITED FINANCIAL RESULTS AND STATUTORY AUDITORS’ LIMITED REVIEW REPORT FOR THE THIRD QUARTER ENDED 31/12/2024**

**REF.: i) DISCLOSURE UNDER REGULATIONS 30, 33, 51 AND 52 OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**ii) OUR LETTER REGARDING REGULATIONS 29 AND 50: INTIMATION OF BOARD MEETING DATED 8<sup>TH</sup> FEBRUARY, 2025**

Dear Sir,

With reference to the above, we hereby inform and submit that:

- 1) the Board of Directors of the Company in their meeting held today i.e. on Wednesday, the 12<sup>th</sup> day of February, 2025 which was commenced at 03:00 P.M. and concluded at 05:30 P.M., *inter alia*, have approved the Un-Audited Financial Results (Standalone and Consolidated) of the Company for the third quarter ended 31<sup>st</sup> December, 2024.
- 2) the said Un-Audited Financial Results (Standalone and Consolidated) of the Company for the third quarter ended 31<sup>st</sup> December, 2024 prepared in terms of Regulations 33 and 52 of SEBI (LODR) Regulations, 2015, along with Statutory Auditors’ Limited Review Report dated 12<sup>th</sup> day of February, 2025 issued by M/s. T R Chadha & Co. LLP, Chartered Accountants in respect of the Un-audited Financial Results (Standalone and Consolidated) for the third quarter ended 31<sup>st</sup> December, 2024 are enclosed herewith.





- 3) Also, Certificate on Security Cover in the format prescribed by SEBI vide its circular no. SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2022/67 dated 19<sup>th</sup> May, 2022 is enclosed herewith for the Non-Convertible Debentures issued under ISIN INE385W07018 and INE385W07034.

Kindly take this on your record.

Thanking you.

For, Dishman Carbogen Amcis Limited

  
Shrima Dave  
Company Secretary



Encl.: As above

**DISHMAN CARBOGEN AMCIS LIMITED**

**Part I : Statement of Unaudited Standalone Results for the Quarter and Nine months Ended 31-12-2024**  
(Rupees in Crores / in Ten Million, except per share amounts)

STANDALONE	Three Months Ended			Nine Months Ended		Year Ended
	December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Total Income from operations (net)	97.04	93.29	86.82	293.74	216.09	327.35
Other Income	(8.01)	23.93	13.11	27.51	66.26	63.05
<b>Total Income</b>	<b>89.03</b>	<b>117.22</b>	<b>99.93</b>	<b>321.25</b>	<b>282.35</b>	<b>390.40</b>
<b>Expenses</b>						
Cost of materials consumed	28.46	33.55	31.52	94.26	81.22	107.70
Changes in inventories of finished goods, work-in-progress and stock-in-trade	(3.53)	(1.46)	10.89	4.26	(5.77)	8.27
Employee benefits expense	23.43	22.66	23.55	69.06	68.32	91.54
Finance costs	17.77	15.59	17.14	49.09	52.32	68.19
Depreciation and amortisation expense	16.48	16.30	26.22	49.10	75.49	101.61
Other Expenditure	25.72	25.14	17.69	74.90	77.09	113.04
<b>Total expenses</b>	<b>108.33</b>	<b>111.78</b>	<b>127.01</b>	<b>340.67</b>	<b>348.67</b>	<b>490.35</b>
Profit / (Loss) before share of profit from associate & joint ventures, exceptional items and Tax	(19.30)	5.44	(27.08)	(19.42)	(66.32)	(99.95)
Profit/(Loss) from ordinary activities after finance costs but before exceptional items	(19.30)	5.44	(27.08)	(19.42)	(66.32)	(99.95)
Exceptional items	-	-	-	-	(3.05)	(3.05)
Profit/(Loss) before tax	(19.30)	5.44	(27.08)	(19.42)	(69.37)	(103.00)
Tax expense	(6.02)	(8.81)	(8.90)	(16.92)	(24.08)	(26.59)
Current Tax	-	-	-	-	-	-
Deferred tax Expenses/(Income)	(6.02)	(8.81)	(8.90)	(16.92)	(24.08)	(37.65)
(Excess)/Short provision of income Tax of earlier years	-	-	-	-	-	11.06
<b>Net Profit/(Loss) after tax from Continued Business</b>	<b>(13.28)</b>	<b>14.25</b>	<b>(18.18)</b>	<b>(2.50)</b>	<b>(45.29)</b>	<b>(76.41)</b>
Net Profit/(Loss) after tax from Discontinued Business	-	-	-	-	-	-
<b>Net Profit/(Loss) after tax</b>	<b>(13.28)</b>	<b>14.25</b>	<b>(18.18)</b>	<b>(2.50)</b>	<b>(45.29)</b>	<b>(76.41)</b>
Other Comprehensive Income (Net of Tax)						
Other Comprehensive Income / (expenses) not to be reclassified to profit or loss						
Re measurement gains/ (Losses) on defined benefit plans	(0.03)	(0.02)	0.12	(0.07)	0.37	(0.09)
Income Tax effect on above	-	0.01	(0.04)	0.02	(0.13)	0.03
Changes in fair value of FVTOCI equity instruments	0.25	0.06	0.03	0.30	0.17	0.27
Income Tax effect on above	(0.08)	(0.02)	(0.01)	(0.10)	(0.06)	(0.10)
Other Comprehensive Income / (expenses) to be reclassified to profit or loss						
Foreign exchange fluctuation in respect of cash flow hedge	7.75	(28.65)	(51.68)	(20.03)	(38.87)	22.42
Income Tax effect on above	(2.71)	10.01	18.06	7.00	13.58	(7.84)
<b>Total Comprehensive Income for the period / year (Comprising Profit/ (Loss) and Other Comprehensive Income for the period)</b>	<b>(8.10)</b>	<b>(4.36)</b>	<b>(51.70)</b>	<b>(15.38)</b>	<b>(70.23)</b>	<b>(61.72)</b>
<b>Earning per equity share (face value of Rs. 2/-)</b>						
Basic (not annualised (except year end) for the quarter)	(0.85)	0.91	(1.16)	(0.16)	(2.89)	(4.87)
Diluted (not annualised (except year end) for the quarter)	(0.85)	0.91	(1.16)	(0.16)	(2.89)	(4.87)
<b>Paid up equity share capital (face value of Rs. 2/- each)</b>	<b>31.36</b>	<b>31.36</b>	<b>31.36</b>	<b>31.36</b>	<b>31.36</b>	<b>31.36</b>
<b>Other equity (excluding revaluation reserve) as at 31st March</b>						<b>4,021.22</b>



**DISHMAN CARBOGEN AMCIS LIMITED**

Additional information pursuant to Regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended for the Quarter and Nine Months Ended 31-12-2024:

STANDALONE	UoM	Three Months Ended			Nine Months Ended		Year Ended
		December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
Debt-equity ratio (Total Deb/Total Equity)	Times	0.15	0.15	0.15	0.15	0.15	0.13
Debt service coverage ratio* ^ (Net profit+non cash expenses+Interest on term loan)/(Interest on term loan+current maturity of Long term borrowing)	Times	1.04	0.69	1.04	1.04	1.04	0.76
Interest service coverage ratio* (Net profit+non cash expenses+interest paid)/(Interest paid)	Times	1.83	1.44	1.71	1.83	1.71	1.60
Outstanding redeemable preference shares (quantity and value)		NA	NA	NA	NA	NA	NA
Capital redemption reserve/debenture redemption reserve		NA	NA	NA	NA	NA	NA
Net worth	(Rs. in Crores / in Ten Million)	4,037.20	4,045.30	4,044.09	4,037.20	4,044.09	4,052.58
Net profit after tax	(Rs. in Crores / in Ten Million)	(13.28)	14.25	(18.18)	(2.50)	(45.29)	(76.41)
Earnings per share		(0.85)	0.91	(1.16)	(0.16)	(2.89)	(4.87)
Current ratio (Current assets/Current Liabilities)	Times	0.94	0.94	0.95	0.94	0.95	0.95
Long term debt to working capital (Non current borrowing/current borrowing) (Working capital has been considered as short term borrowings)	Times	1.00	0.92	0.58	1.00	0.58	0.65
Bad debts to Account receivable ratio* (Bad Debt+Provision for doubtful trade and other receivables, loans and advances /Average account receivable)	Percentage	0.61%	0.78%	0.00%	0.61%	0.00%	0.00%
Current liability ratio (Total current liabilities/Total Non current Liabilities)	Times	1.63	1.64	1.68	1.63	1.68	1.53
Total debts to total assets	Times	0.12	0.12	0.12	0.12	0.12	0.10
Debtors' turnover* (Credit Sales/Average Accounts Receivable)	Times	2.24	2.06	2.32	2.24	2.32	1.98
Inventory turnover* (Sales/Average Inventory)	Times	2.43	2.40	1.70	2.43	1.70	1.86
Operating margin percent (EBITDA/Revenue from Operations)	Percentage	23.66%	14.36%	3.65%	17.45%	(2.21%)	2.08%
Net profit margin percent (Net profit/Revenue from Operations)	Percentage	(13.69%)	15.27%	(20.94%)	(0.85%)	(20.96%)	(23.34%)

\*Annualised based on trailing 12 months

^ DSCR is 1.61 post considering fund infusion from Group Entities in form of long term supplies advance



**DISHMAN CARBOGEN AMCIS LIMITED**

**Part I : Statement of Unaudited Consolidated Results for the Quarter and Nine months Ended 31-12-2024**  
(Rupees in Crores / in Ten Million, except per share amounts)

CONSOLIDATED	Three Months Ended			Nine Months Ended		Year Ended
	December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Total Income from operations (net)	682.34	789.04	651.09	1,995.16	1,961.06	2,615.77
Other Income	5.63	6.65	6.05	13.71	21.05	28.21
<b>Total Income</b>	<b>687.97</b>	<b>795.69</b>	<b>657.14</b>	<b>2,008.87</b>	<b>1,982.11</b>	<b>2,643.98</b>
Expenses						
Cost of materials consumed	161.58	216.09	202.53	438.81	442.49	601.21
Changes in inventories of finished goods, work-in progress and stock-in-trade	(62.75)	(25.53)	(84.41)	(83.07)	(26.71)	(4.02)
Employee benefits expense	332.08	319.73	309.20	968.63	887.39	1,208.16
Finance costs	48.78	36.63	33.08	117.34	89.02	119.97
Depreciation and amortisation expense	71.97	72.09	80.37	214.65	225.86	310.86
Other Expenditure	110.77	130.29	181.20	352.28	425.62	514.74
SaaS IT project cost	0.53	1.31	1.46	2.26	8.45	9.18
<b>Total expenses</b>	<b>662.96</b>	<b>750.61</b>	<b>723.43</b>	<b>2,010.90</b>	<b>2,052.12</b>	<b>2,760.10</b>
Profit / (Loss) before share of profit from associate & joint ventures, exceptional items and Tax	25.01	45.08	(66.29)	(2.03)	(70.01)	(116.12)
Share of Profit from associates and Joint Ventures	-	-	-	-	-	-
Profit/(Loss) from ordinary activities after finance costs but before exceptional items	25.01	45.08	(66.29)	(2.03)	(70.01)	(116.12)
Exceptional Items (refer note no. 8)	2.04	(2.96)	-	(6.36)	(3.05)	(6.14)
<b>Profit/(Loss) before tax</b>	<b>27.05</b>	<b>42.12</b>	<b>(66.29)</b>	<b>(8.39)</b>	<b>(73.06)</b>	<b>(122.26)</b>
Tax expense	22.42	9.03	(6.66)	31.46	10.47	31.19
Current Tax	26.64	21.00	0.80	48.57	27.87	54.15
Deferred tax	(4.22)	(11.97)	(7.46)	(17.11)	(17.40)	(34.02)
(Excess)/Short provision of Income Tax of earlier years	-	-	-	-	-	11.06
<b>Net Profit/(Loss) after tax</b>	<b>4.63</b>	<b>33.09</b>	<b>(59.63)</b>	<b>(39.85)</b>	<b>(83.53)</b>	<b>(153.45)</b>
Other Comprehensive Income / Loss (Net of Tax)						
Other Comprehensive Income / (expenses) not to be reclassified to profit or loss						
Remeasurement gains/ (Losses) on defined benefit plans	(0.29)	(86.53)	(0.03)	(86.79)	(20.78)	(134.39)
Income Tax effect	0.08	11.14	(0.10)	11.23	2.51	17.34
Changes in fair value of FVTOCI equity instruments	0.25	0.06	0.03	0.30	0.17	0.27
Income tax effect	(0.08)	(0.02)	(0.01)	(0.10)	(0.06)	(0.10)
Other Comprehensive Income / (expenses) to be reclassified to profit or loss						
Movement in Foreign currency translation reserve	(164.06)	227.04	308.44	68.35	303.30	73.55
Foreign exchange fluctuation in respect of cash flow hedge	(6.52)	(13.93)	(51.62)	(19.58)	(38.87)	22.42
Income tax relating to above	(2.71)	10.01	18.06	7.00	13.58	(7.84)
<b>Total Comprehensive Income for the period / year (Comprising Profit/ (Loss) and Other Comprehensive Income for the period)</b>	<b>(168.70)</b>	<b>180.86</b>	<b>215.14</b>	<b>(59.44)</b>	<b>176.32</b>	<b>(182.20)</b>




**DISHMAN CARBOGEN AMCIS LIMITED**

**Part I : Statement of Unaudited Consolidated Results for the Quarter and Nine months Ended 31-12-2024**  
(Rupees in Crores / in Ten Million, except per share amounts)

CONSOLIDATED	Three Months Ended			Nine Months Ended		Year Ended
	December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Profit / (Loss) for the period attributable to :						
Owners of the company	4.63	33.09	(59.63)	(39.85)	(83.53)	(153.45)
Non Controlling Interest	-	-	-	-	-	-
Profit for the period/year	4.63	33.09	(59.63)	(39.85)	(83.53)	(153.45)
Other Comprehensive Income for the period/year attributable to:						
Owners of the company	(173.33)	147.77	274.77	(19.59)	259.85	(28.75)
Non Controlling Interest	-	-	-	-	-	-
Other Comprehensive Income	(173.33)	147.77	274.77	(19.59)	259.85	(28.75)
Total Comprehensive Income for the period/year attributable to:						
Owners of the company	(168.70)	180.86	215.14	(59.44)	176.32	(182.20)
Non Controlling Interest	-	-	-	-	-	-
Total Comprehensive Income	(168.70)	180.86	215.14	(59.44)	176.32	(182.20)
Earning per equity share (face value of Rs. 2/-)						
Basic (not annualised (except year-end) for the quarter)	0.30	2.11	(3.80)	(2.54)	(5.33)	(9.79)
Diluted (not annualised (except year end) for the quarter)	0.30	2.11	(3.80)	(2.54)	(5.33)	(9.79)
Paid up equity share capital (face value of Rs. 2/- each)	31.36	31.36	31.36	31.36	31.36	31.36
Other equity (excluding revaluation reserve) as at 31st March						5,596.14

For and on behalf of the board



  
**Arpit Vyas**  
 Global Managing Director  
 DIN : 01540057



Place: Ahmedabad  
Date: 12th Feb, 2025

CIN : L74900GJ2007PLC051338    Email ID : grievance@imdcal.com    Web : www.imdcal.com  
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**DISHMAN CARBOGEN AMCIS LIMITED**

Additional information pursuant to Regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended for the Quarter and Nine months Ended 31-12-2024:

CONSOLIDATED	UoM	Three Months Ended			Nine Months Ended		Year Ended
		December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
Debt-equity ratio (Total Debt/Total Equity)	Times	0.36	0.38	0.35	0.36	0.35	0.35
Debt service coverage ratio* (Net profit+non cash expenses+Interest on term loan)/(Interest on term loan+current maturity of Long term borrowing)	Times	1.73	1.36	1.83	1.73	1.83	1.51
Interest service coverage ratio* (Net profit+non cash expenses+Interest paid)/(Interest paid)	Times	2.80	2.43	3.08	2.80	3.08	2.75
Outstanding redeemable preference shares (quantity and value)		NA	NA	NA	NA	NA	NA
Capital redemption reserve/debenture redemption reserve		NA	NA	NA	NA	NA	NA
Net worth	(Rs. In Crores / In Ten Million)	5,568.04	5,736.75	5,985.99	5,568.04	5,985.99	5,627.50
Net profit after tax	(Rs. In Crores / In Ten Million)	4.63	33.09	(59.63)	(39.85)	(83.53)	(153.45)
Earnings per share		0.30	2.11	(3.80)	(2.54)	(5.33)	(9.79)
Current ratio (Current assets/Current Liabilities)	Times	1.02	1.04	1.14	1.02	1.14	0.75#
Long term debt to working capital (Non current borrowing/current borrowing) (working capital has been considered as short term borrowing)	Times	1.98	1.69	1.56	1.98	1.56	0.21
Bad debts to Account receivable ratio* (Bad Debt+Provision for doubtful trade and other receivables, loans and advances /Average account receivable)	Percentage	2.09%	1.18%	0.00%	2.09%	0.00%	1.81%
Current liability ratio (Total current liabilities/Total Non current Liabilities)	Times	0.82	0.87	0.80	0.82	0.80	1.83
Total debts to total assets	Times	0.21	0.21	0.21	0.21	0.21	0.21
Debtors' turnover* (Credit Sales/Average Accounts Receivable)	Times	6.05	4.40	5.76	6.05	5.76	4.98
Inventory turnover* (Sales/Average Inventory)	Times	2.89	2.93	2.99	2.89	2.99	3.10
Operating margin (EBITDA/Revenue from Operations)	Percentage	20.61%	18.82%	6.54%	15.96%	11.84%	11.30%
Net profit margin (Net profit/Revenue from Operations)	Percentage	0.68%	4.19%	(9.16%)	(2.00%)	(4.26%)	(5.87%)

\* Annualised based on trailing 12 months

# Due to covenant breach March 31, 2024, in one of the subsidiaries resulting in loan reclassification from non-current to current as per applicable accounting standard excluding which the current ratio of the previous year ended March 31, 2024 would have been 1.14



Notes:

1. The Financial results (standalone and consolidated) have been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on 12<sup>th</sup> February, 2025.
2. These financial results (standalone and consolidated) have been prepared in compliance with Ind AS as notified by the Ministry of Corporate Affairs and prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other accounting pronouncements generally accepted in India, to the extent applicable.
3. Statutory Auditors have carried out limited review of standalone as well as consolidated financial results of the Company for the quarter and nine months ended 31<sup>st</sup> December, 2024.
4. The excess amount of consideration payable over net assets acquired had been recorded as goodwill amounting to INR 1,326.86 crores in the amalgamation held between Dishman Pharmaceuticals and Chemical Limited and Dishman Care Limited into Dishman Carbogen Amcis Limited accounted in the year 2016-17 as per the Scheme of Amalgamation approved by the Hon'ble High Court, Gujarat, which is different from Ind AS 103 "Business Combinations". The same was represented by underlying intangible assets acquired on amalgamation and was being amortized over the period of 15 years from the Appointed Date i.e. 1<sup>st</sup> January, 2015.

The value of the Goodwill had already been reduced by Rs. 641.28 crores by March 31, 2022, the Board re-assessed the life of the Goodwill looking at the expected growth and benefits available to the Company. Taking a conservative view, considering the possible impact of COVID and the delay in clearance of EDQM observations for the Bavla site, the Board revised the useful life of goodwill to 15 years starting from 1<sup>st</sup> April 2022 instead of the remainder useful life of 7 years, with a next time frame to further re-assess the same after COVID and major regulatory clearance.

After successfully completing all major regulatory audit in last six to twelve months and the impact of COVID having phased out, the Board now expects the performance of the India business to improve and the current value of Goodwill as on 1<sup>st</sup> April, 2024 of INR 594.17 Crores as reflecting a fair value of the intangible assets for a sustainably long period. The robust outlook in the CDMO sector also supports the company's path for growth.

Considering all above factors, Board has decided to keep the current goodwill value of INR 594.17 Crores till perpetuity i.e. 99 years considering life with effect from January 1, 2015. This change in estimate of life will be applicable prospectively over the remaining useful life starting from 1<sup>st</sup> April, 2024. The goodwill will be tested for impairment at the end of every financial year.

Had the goodwill not been amortized as required under Ind AS 103, the Depreciation and Amortization expense for the quarter ended 31<sup>st</sup> December, 2024, 30<sup>th</sup> September, 2024, 31<sup>st</sup> December, 2023, for the nine months ended 31<sup>st</sup> December, 2024, nine months ended 31<sup>st</sup> December, 2023 and for the year ended 31<sup>st</sup> March, 2024 would have been lower by INR 1.66 crores, INR 1.66 crores, INR 11.49 crores, INR 4.97 crores, INR 34.34 crores and INR 45.71 crores, respectively, and the Profit Before Tax for the corresponding periods would have been higher by an equivalent amount.

5. The financial results are available for perusal on the Company's website: [www.imdcal.com](http://www.imdcal.com) as well as on the Stock Exchange's websites i.e. on [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).
6. Group is required to disclose segment information based on the 'management approach' as defined in Ind AS 108- Operating Segments, which is how the Chief Operating Decision Maker (CODM) evaluates the Group's performance and allocates resources based on the analysis of the various performance indicators. CODM reviews the results of the Group engaged in the business of Contract Research and Manufacturing Services (CRAMS), quats, specialty chemicals, Vitamins D3 and its analogues, cholesterols, disinfectants etc. Accordingly, Group as a



whole is a single segment. The information as required under Ind AS 108 is available directly from the financial statements, hence no separate disclosure has been made.

7. Consolidated financial results comprise the results of the parent Company, Dishman Carbogen Amcis Limited and its subsidiaries (together referred as "the Group") viz. Dishman CARBOGEN AMCIS (Europe) Ltd., Dishman USA Inc., Dishman International Trading (Shanghai) Co. Ltd, CARBOGEN AMCIS Holdings AG., Switzerland; CARBOGEN AMCIS (Shanghai) Co. Ltd.; CARBOGEN AMCIS BV, Carbogen Amcis Ltd., U.K., CARBOGEN AMCIS AG ("CGAM AG"), Switzerland, CARBOGEN AMCIS SAS, Dishman Carbogen Amcis (Japan) Ltd., Dishman Carbogen Amcis (Singapore) Pte. Ltd.; Dishman Biotech Ltd.; CARBOGEN AMICS Specialities AG.; CARBOGEN AMICS Innovations AG.; DISHMAN CARBOGEN AMCIS AG.; CARBOGEN AMCIS Real Estate, Dishman Medicare Limited (formerly known as Visible Investment Limited) and Dishman Carbogen AMCIS Technology AG.
8. In Q2 2024-25, the one of the subsidiaries had provided for material obsolescence, however the part material was used in Q3 2024-25 resulting reversal of the provision of INR 2.04 crores.
9. The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits has received Presidential assent and has been published in the Gazette of India. However, the effective date of the Code and final rules for quantifying the financial impact are yet to be notified. The Group will assess the impact of the Code when relevant provisions are notified and will record related impact, if any, in the period the Code becomes effective.
10. (a) The Company had issued senior, secured, rated, listed, redeemable, principal protected, market linked, non-convertible debentures of INR 50.00 crores (Indian Rupees Fifty Crores only) having ISIN INE385W07018 and has maintained security cover more than 1.10 times of the principal amount and interest amount as on 31<sup>st</sup> December, 2024 by creating first ranking exclusive charge on identified land parcel being Freehold Non Agricultural land belonging to the Dishman Infrastructure Limited. There was no interest or principal payment falling due during the quarter ended 31<sup>st</sup> December, 2024.  
(b) the Company had also issued senior, secured, rated, listed, taxable, redeemable, transferable, non-convertible debentures of INR 49.99 crores (Indian Rupees Forty Nine Crore and Ninety Nine Lakh only) having ISIN INE385W07034 and has maintained 100% security cover of the principal and interest amount as on 31<sup>st</sup> December, 2024 by creating first ranking exclusive charge on identified land parcel being Freehold Non Agricultural land belonging to the Dishman Infrastructure Limited. There was no interest or principal payment falling due during the quarter ended 31<sup>st</sup> December, 2024.
11. The previous quarter / year figures have been re-grouped, re-cast and re-arranged wherever considered necessary to make it comparable.

Place: Ahmedabad  
Date: 12<sup>th</sup> February, 2025



On behalf of the Board of Directors

  
Arpit Vyas  
Global Managing Director  
DIN - 01540057



**Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

**TO THE BOARD OF DIRECTORS OF  
DISHMAN CARBOGEN AMCIS LIMITED**

1. We have reviewed the accompanying "Statement of Unaudited Standalone Financial Result of **Dishman Carbogen Amcis Limited** ("the Company") for the quarter and nine months ended December 31, 2024" ("the statement") attached herewith, being submitted by the company Pursuant to the requirement of Regulation 33 of The SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, as amended ('the Listing Regulation'), read with SEBI Circular No. CIRICFD/CMD1/44/2019 dated March 29, 2019 ('the Circular').
2. The preparation of the Statement is in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, read with the Circular is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.
  - a) We draw attention to Note 4 of the Statement detailing the accounting treatment relating to the scheme Involving merger of Dishman Pharmaceuticals and Chemicals Limited and Dishman Care Limited with Dishman Carbogen Amcis Limited, which has been accounted in

the year 2016-17 under the "Purchase Method" as per the then prevailing Accounting Standard 14 - Accounting for Amalgamation (AS 14) in compliance with scheme of Amalgamation pursuant to Section 391 to 394 of Companies Act, 1956 Approved by Hon'ble High Court of Gujarat in accordance with the scheme, the company had recognized goodwill on Amalgamation amounting to ₹ **1,326.86 Crores** which is amortized over the period of 15 years from the appointed date i.e., January 01, 2015 to March 31, 2022 and revised life of 22 years during April 01, 2022 to March 31, 2024.

Further, Board of directors has re-assessed the life of goodwill during Q1 FY 25, considering the benefits to be available to the company going forward due to reasons given in aforesaid note, has decided to amortize the carrying value of ₹ **594.17 Crores** as on April 01, 2024 over a revised life of 99 Years, starting from January 01, 2015. This change in estimate of life has been made prospectively over the remaining useful life starting from 1st April, 2024. Had the useful life of the Goodwill not been revised by the Board of Directors, the Depreciation and Amortization expense for the quarter and nine month ended December 31, 2024 would have been higher by ₹ **9.82 Crores, ₹ 29.37 Crores** and profit before tax for the quarter and nine month ended December 31, 2024 would have been lower by equivalent amount.

Had the goodwill not been amortized as required under Ind AS 103, the Depreciation and Amortization expense for the quarter and nine month ended December 31, 2024, would have been lower by ₹ **1.66 crores, ₹ 4.97 Crores** and the Profit Before Tax for the corresponding periods would have been higher by an equivalent amount. Goodwill amounting to ₹ **589.19 Crores** is outstanding as on December 31, 2024. Had the goodwill not been amortized, assets of the company would have been higher by ₹ **737.68 Crores**.

Our opinion is not modified in respect of these matters.

**For, T R Chadha & Co LLP**  
**Chartered Accountants**  
**Firm Regn. No: 006711N / N500028**

  
**Brijesh Thakkar**  
**(Partner)**  
**M. No.: 135556**



**UDIN: - 25135556BMIIHQ8495**  
**Place: Ahmedabad**  
**Date: February 12, 2025**

**Independent Auditor's Review Report on Quarterly and year to date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

**TO THE BOARD OF DIRECTORS OF DISHMAN CARBOGEN AMCIS LIMITED**

1. We have reviewed the accompanying statement of Unaudited Consolidated Financial Results of **Dishman Carbogen Amcis Limited** ("the Holding Company") and its subsidiaries (the Holding Company and its Subsidiaries together referred to as "the Group"), for the quarter and nine month ended December 31, 2024 ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, as amended ('the Listing Regulation') read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29,2019 ('the Circular').
2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting standard 34 (Ind AS 34) "Interim Financial Reporting", prescribed under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the statement based on our review.
3. We conducted our review of the statement in accordance with the standard on review Engagements (SRE) 2410 "Review of interim Financial Information performed by the Independent Auditor of the Entity.", issued by the Institute of Chartered accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular No. CIR/CFD/CMDI/44/2019 dated March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33 (8) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 as amended to the extent applicable.

4. The statement includes the results of the following entities;

<b>Holding Company</b>	Dishman Carbogen Amcis Limited
<b>Subsidiary Companies</b>	Dishman USA Inc., Dishman Carbogen Amcis (Europe) Ltd, Carbogen Amcis Holding AG, Dishman International Trading (Shanghai) Co. Ltd., Dishman Biotech Ltd, Dishman Medicare Limited (Formerly Known as Visible Investment Pvt Limited), Dishman Carbogen Amcis Technology AG
<b>Stepdown Subsidiary Companies</b>	Carbogen Amcis Specialities AG, Carbogen Amcis Innovations AG, Dishman Carbogen Amcis AG, Dishman Carbogen Amcis (Singapore) Pte Ltd
<b>Step Stepdown Subsidiary Companies</b>	Carbogen Amcis B.V., Carbogen Amcis Real Estate, Carbogen Amcis AG, Carbogen Amcis SAS, Carbogen Amcis Ltd, Carbogen Amcis (Shanghai) Co Ltd, Dishman Carbogen Amcis (Japan) Ltd

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the information given by management referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting standard ('Ind AS') and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligation and disclosure Requirements) Regulations 2015, as amended including the manner in which it is to be disclosed, or that it contain any material misstatement.
6. The accompanying statement includes interim financial results / financial information in respect of 18 subsidiaries whose interim financial results / financial information reflects total revenues of ₹ **857.44 Crores** and ₹ **2,531.78 Crores**, total net profit/(loss) after tax of ₹ **22.04 Crores** and ₹ **20.97 Crores** and total comprehensive Income of ₹ **18.71 Crores** and ₹ **(42.96) Crores** for the quarter ended December 31, 2024 and for the period from 1st April 2024 to 31st December 2024. These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the management and our report on the statement, in so far it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

Certain of these subsidiaries are located outside India whose financial results have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been reviewed by their respective independent auditors under generally accepted auditing standards applicable in their respective countries. The Holding company's management has converted the financial results of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of their respective independent auditors and the conversion adjustments prepared by the management of the Holding Company and reviewed by us.

Our report on the statement is not modified in respect of the above matters.

## 7. Other Matters

- a) We draw attention to Note 4 of the Statement detailing the accounting treatment relating to the scheme Involving merger of Dishman Pharmaceuticals and Chemicals Limited and Dishman Care Limited with Dishman Carbogen Amcis Limited, which has been accounted in the year 2016-17 under the "Purchase Method" as per the then prevailing Accounting Standard 14 - Accounting for Amalgamation (AS 14) in compliance with scheme of Amalgamation pursuant to Section 391 to 394 of Companies Act, 1956 Approved by Hon'ble High Court of Gujarat in accordance with the scheme, the company had recognized goodwill on Amalgamation amounting to ₹ **1,326.86 Crores** which is amortized over the period of 15 years from the appointed date i.e., January 01, 2015 to March 31, 2022 and revised life of 22 years during April 01, 2022 to March 31, 2024.

Further, Board of directors has re-assessed the life of goodwill during Q1 FY 25, considering the benefits to be available to the company going forward due to reasons given in aforesaid note, has decided to amortize the carrying value of ₹ **594.17 Crores** as on April 01, 2024 over a revised life of 99 Years, starting from January 01, 2015. This change in estimate of life has been made

prospectively over the remaining useful life starting from 1st April, 2024. Had the useful life of the Goodwill not been revised by the Board of Directors, the Depreciation and Amortization expense for the quarter and nine month ended December 31, 2024 would have been higher by ₹ **9.82 Crores**, ₹ **29.37 Crores** and profit before tax for the quarter and nine month ended December 31, 2024 would have been lower by equivalent amount.

Had the goodwill not been amortized as required under Ind AS 103, the Depreciation and Amortization expense for the quarter and nine month ended December 31, 2024, would have been lower by ₹ **1.66 crores**, ₹ **4.97 Crores** and the Profit Before Tax for the corresponding periods would have been higher by an equivalent amount. Goodwill amounting to ₹ **589.19 Crores** is outstanding as on December 31, 2024. Had the goodwill not been amortized, assets of the company would have been higher by ₹ **737.68 Crores**.

Our report on the statement is not modified in respect of the above matters.

For, T R Chadha & Co LLP  
Chartered Accountants  
Firm Regn. No: 006711N / N500028



Brijesh Thakkar  
(Partner)  
M. No.: 135556

UDIN: - 25135556 BMII HS 1642

Place: Ahmedabad  
Date: February 12, 2025

Ref: - 277/AHD/2024-2025

To,  
The Board of Directors,  
Dishman Carbogen Amcis Limited,  
Dishman Corporate House, Iscon Bopal Road,  
Ambli, Ahmedabad – 380058

To,  
The Catalyst Trusteeship Limited,  
604, Windsor Building, Kalina,  
Santacruz East Mumbai-400098.

## Independent Auditor's report on Statement of a certificate on Security Cover Ratio as on December 31, 2024

1. This certificate is issued in accordance with the terms of our engagement letter dated June 13, 2024 with Dishman Carbogen Amcis Limited ('the Company').
2. We T R Chadha & Co LLP, Chartered Accountants, the statutory auditors of the Company have been requested by the management of the Company to certify the accompanying Statement containing Security Coverage Ratio for Secured Debt Securities as on December 31, 2024 ('the SCR for Secured Debt Securities') as given in Annexure I, prepared by the Company, pursuant to the requirements in terms of Regulation 54 read with 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (as amended) (referred to as 'the Regulations') as mentioned in the Debenture Trust Deed entered between the Company and Catalyst Trusteeship Limited ('the Debenture Trustee') on January 23, 2023 ('the Debenture Trust Deed');
3. The aforesaid Statement has been prepared by the management and initialed by us for identification purposes only.

## Management's Responsibility

4. The management of the Company is responsible for the preparation of the said Statement including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes design, implementation, and maintenance of internal controls relevant to the preparation and presentation of the said Annexure and applying an appropriate basis of preparation and making estimates that are reasonable in the circumstances.
5. The management responsibility includes w.r.t the SCR for Secured Debt Securities as under:
  - a) Ensuring that the calculation of Security Coverage Ratio for Secured Debt Securities is mathematically correct.
  - b) Ensuring that the Company complies with the applicable requirements of the Debenture Trust Deed from time to time, including legal representation of the aforesaid requirements and providing all relevant information to the debenture trustees and to us in this regard.
  - c) Ensuring that the assets offered as security are accurately identified and the book value of such asset as mentioned in the Annexure, I is based on the certificate issued by the statutory auditors of Dishman Infrastructure Limited ("DIL") dated May 20, 2023.



- d) Ensuring that the fair value of such asset as mentioned in the Annexure I is based on the valuation report taken from M/s. Ameer Engineers dated May 30, 2024.
- e) Ensuring preparation of the Annexure I to the statement in a specified format prescribed by the SEBI and complies with all the requirements of the SEBI.

## Auditors' Responsibility

6. Pursuant to the requirements of Circular no. SEBI / HO / MIRSD / MIRSD CRADT / CIR / P / 2022 / 67 dated May 19, 2022 issued by Securities and Exchange Board of India, our responsibility for the purpose of this certificate is to provide a limited assurance on the details given in Statement of Security Cover in respect of Non-Convertible Debentures of the Company for the quarter ended December 31, 2024 have been accurately extracted and ascertained from the certificate from the statutory auditor of DIL, Fair Valuation Report of the security offered and other relevant records and documents maintained by the Company.
7. The engagement involves performing procedures to obtain sufficient appropriate evidence to provide limited assurance on the Statement as mentioned in paragraph 6 above. The procedures performed vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Accordingly, we have performed the following procedures in relation to the statement:

- a) Obtained the Statement from the management.
  - b) Verified that the information contained in the statement have been accurately extracted and ascertained from the certificate given by statutory auditor of DIL, Fair Valuation Report of the security offered and other relevant records and documents maintained by the Company.
  - c) Verified the arithmetical accuracy of the information included in the statement.
  - d) Reviewed the terms of issue / Offer Document / Information Memorandum / Debenture Trust Deed to understand the nature of charge (viz. exclusive charge or pari-passu charge) on assets of DIL.
  - e) Obtained Register of Charges maintained by DIL as per the requirements of the Companies Act, 2013 to understand the composition of charges created on assets of DIL.
  - f) Made necessary inquiries with the management and obtained relevant representations in respect of matters relating to the Statement.
8. We conducted our examination and obtained the explanations in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India (ICAI). This Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
  9. 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.



## Opinion

10. Based on the procedures performed as referred to in paragraph 7 above and according to the information and explanations provided to us by the Management of the Company, nothing has come to our attention that causes us to believe that the Book Value & Fair Value of Assets of DIL contained in the Statement of Security Cover have not been accurately extracted from the certificate from the statutory auditor of DIL, Fair Valuation Report of the security offered and other relevant records and documents maintained by the Company.

Further, we have examined the compliances made by the listed entity in respect of the financial covenants of the listed debt securities applicable as on date and certify that the such financial covenants have been complied by the listed entity as on March 31, 2024 and next testing of covenants will be carried out on the basis of last date of financial year ended on March 31, 2025.

## Restriction on Use

11. This certificate is addressed to and provided to the Board of Directors of the Company solely for the purpose of submission to Catalyst Trusteeship Limited (the Debenture Trustee) and further submission to Stock Exchanges and should not be used by any other person or for any other purposes without our prior consent in writing. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For T R Chadha & Co LLP  
Chartered Accountants  
FRN: - 006711N \ N500028



Brijesh Thakkar  
(Partner)  
Mem No: -135556



UDIN: - 25135556 BM II HR6316  
Date: - February, 12 2025

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 relate	Exclusive Charge	Exclusive Charge	Part Passu Charge	Part Passu Charge	Part Passu Charge	Assets not offered as Security	Elimination (amount in negative)	Total C to M	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 passu debt holder (includes debt for which this certificate is issued & other debt with part-passu charge)	Other assets on which there is part Passu charge (excluding items covered in column F)		debt amount considered more than once (due to exclusive plus part passu charge)		Market Value for Assets charged on Exclusive basis	Carrying Book value for exclusive charge (minus market value to the extent available for applicable LORAs such as LORR, LORR market value is not applicable)	Market Value for Part passu charge Assets	Carrying value Book value for part passu charge (minus market value to the extent available for applicable LORAs such as LORR, LORR market value is not applicable)	Total Value=(K+L+M+N)
		Book Value	Book Value	Yes/ No	Book Value	Book Value								
ASSETS														
Property, Plant and Equipment	Refer Note 1			No		676.08	119.83	#	795.91	68.64				68.64
Capital Work-in- Progress				No		51.91			51.91					
Right of Use Assets				No				12.63	12.63					
Goodwill				No				589.19	589.19					
Intangible Assets				No				3.92	3.92					
Intangible Assets under Development				No				0.83	0.83					
Investments				No		15.81	2,834.56		2,850.37					
Loans				No			213.86		213.86					
Inventories				No		153.56			153.56					
Trade Receivables				No		214.97			214.97					
Cash and Cash Equivalents			No		2.12			2.12						



Bank Balances other than Cash and Cash Equivalents				No		12.78			12.78					
Others				No		202.92			202.92					
<b>Total</b>				<b>No</b>		<b>1,330.14</b>	<b>3,774.82</b>		<b>5,104.96</b>	<b>68.64</b>				<b>68.64</b>
<b>LIABILITIES</b>														
Debt securities to which this certificate pertains	Listed Secured Market Linked Non Convertible Debenture	59.31	49.99	Yes					109.30	As the columns K, L, M and N pertain to Bookvalue/Market value of Assets, the amount of liabilities are not shown here				
Other debt sharing pari-passu charge with above debt	Other Secured Borrowing			No										
Other Debt				No										
Subordinated debt				No										
Borrowings Bank*		<i>not to be filled</i>		No		490.12			490.12					
Debt Securities				No										
Others				No										
Trade payables				No		80.49			80.49					
Lease Liabilities				No		8.88			8.88					
Provisions				No		9.97			9.97					
Others				No		369.03			369.03					
<b>Total</b>		<b>59.31</b>	<b>49.99</b>			<b>490.12</b>	<b>468.37</b>		<b>1,067.80</b>					
Cover on Book Value		1.16	1.08											1.16
Cover on Market Value														
		Exclusive Security Cover Ratio				Part-Passu Security Cover Ratio								

\*Includes borrowings from Banks, Fis

# This amount includes assets amounting to ₹.22.99 which has been given under sale and lease back transaction and the said transaction has been recorded as per applicable IND AS considering it as a finance arrangement

- Company has issued Listed Non-Convertible Debentures (ISIN: INE385W07018) amounting to ₹. 50.00 Crores against the Security of the Assets i.e., Freehold non-agricultural identified land parcel situated at Survey No. 1376, 1380, 1384, 1386, 1387, 1388 and 1392 Mouje : Gangad, Sub District : Bavla, District : Ahmedabad of Promoter owned Entity i.e., Dishman Infrastructure Limited (DIL) having book value of ₹.3.13 Crores and market value of ₹. 68.64 Crores with an exclusive charge.
- The Market Value of the freehold Land of DIL as at December 31, 2024 have been considered based on the valuation report of Government registered valuer as of May 30, 2024. The Statutory Auditor have not performed any independent procedures in this regards.
- The financial information as on December 31, 2024 has been extracted from the unaudited books of accounts as on December 31, 2024 and other relevant records and documents of the Company. The statement is prepared in accordance with Regulation 54 read with Regulations 56(1)(d) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and SEBI Circular on Monitoring and Disclosure by Debenture Trustee(s) number: SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2020/67 dated May 19, 2022 ("the Regulations").
- Cover on Book Value is not applicable as the assets offered is of the promoter Company.
- Exclusive Security Cover ratio is calculated only on Debt for which this certificate is being issued as per offer document.
- Financial covenants have been complied by the Company in-line with the clause 4 of Section B of the Debenture Trust Deed dated January 23, 2023 between the Company and Catalyst Trusteeship Limited, Consent Letter for the amendment for terms related to financial covenants vide letter ref no CTI./NCD/24-25/07546/6658 dated May 24, 2024 and e-mail confirmation dated May 29, 2024 for the covenants as on 31st March 2024. Next covenant testing will be carried out on the basis of financial year ended 31st March 2025.



Ref: - 278/AHD/2024-2025

To,  
The Board of Directors,  
Dishman Carbogen Amcis Limited,  
Dishman Corporate House, Iscon Bopal Road,  
Ambli, Ahmedabad – 380058

To,  
The Catalyst Trusteeship Limited,  
604, Windsor Building, Kalina,  
Santacruz East Mumbai-400098.

## Independent Auditor's report on Statement of a certificate on Security Cover Ratio as on December 31, 2024

1. This certificate is issued in accordance with the terms of our engagement letter dated June 13, 2024 with Dishman Carbogen Amcis Limited ('the Company').
2. We T R Chadha & Co LLP, Chartered Accountants, the statutory auditors of the Company have been requested by the management of the Company to certify the accompanying Statement containing Security Coverage Ratio for Secured Debt Securities as on December 31, 2024 ('the SCR for Secured Debt Securities') as given in Annexure I, prepared by the Company, pursuant to the requirements in terms of Regulation 54 read with 56(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (as amended) (referred to as 'the Regulations') as mentioned in the Debenture Trust Deed entered between the Company and Catalyst Trusteeship Limited ('the Debenture Trustee') on July 12, 2024 ('the Debenture Trust Deed');
3. The aforesaid Statement has been prepared by the management and initialed by us for identification purposes only.

## Management's Responsibility

4. The management of the Company is responsible for the preparation of the said Statement including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes design, implementation, and maintenance of internal controls relevant to the preparation and presentation of the said Annexure and applying an appropriate basis of preparation and making estimates that are reasonable in the circumstances.
5. The management responsibility includes w.r.t the SCR for Secured Debt Securities as under:
  - a) Ensuring that the calculation of Security Coverage Ratio for Secured Debt Securities is mathematically correct.
  - b) Ensuring that the Company complies with the applicable requirements of the Debenture Trust Deed from time to time, including legal representation of the aforesaid requirements and providing all relevant information to the debenture trustees and to us in this regard.
  - c) Ensuring that the assets offered as security are accurately identified and the book value of such asset as mentioned in the Annexure, I is based on the certificate issued by the statutory auditors of Dishman Infrastructure Limited ("DIL") dated November 13, 2024.



- d) Ensuring that the fair value of such asset as mentioned in the Annexure I is based on the valuation report taken from M/s. Ameer Engineers dated June 07, 2024.
- e) Ensuring preparation of the Annexure I to the statement in a specified format prescribed by the SEBI and complies with all the requirements of the SEBI.

## Auditors' Responsibility

6. Pursuant to the requirements of Circular no. SEBI / HO / MIRSD / MIRSD CRADT / CIR / P / 2022 / 67 dated May 19, 2022 issued by Securities and Exchange Board of India, our responsibility for the purpose of this certificate is to provide a limited assurance on the details given in Statement of Security Cover in respect of Non-Convertible Debentures of the Company for the quarter ended December 31, 2024 have been accurately extracted and ascertained from the certificate from the statutory auditor of DIL, Fair Valuation Report of the security offered and other relevant records and documents maintained by the Company.
7. The engagement involves performing procedures to obtain sufficient appropriate evidence to provide limited assurance on the Statement as mentioned in paragraph 6 above. The procedures performed vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Accordingly, we have performed the following procedures in relation to the statement:

  - a) Obtained the Statement from the management.
  - b) Verified that the information contained in the statement have been accurately extracted and ascertained from the certificate given by statutory auditor of DIL, Fair Valuation Report of the security offered and other relevant records and documents maintained by the Company.
  - c) Verified the arithmetical accuracy of the information included in the statement.
  - d) Reviewed the terms of issue / Offer Document / Information Memorandum / Debenture Trust Deed to understand the nature of charge (viz. exclusive charge or pari-passu charge) on assets of DIL.
  - e) Obtained Register of Charges maintained by DIL as per the requirements of the Companies Act, 2013 to understand the composition of charges created on assets of DIL.
  - f) Made necessary inquiries with the management and obtained relevant representations in respect of matters relating to the Statement.
8. We conducted our examination and obtained the explanations in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India (ICAI). This Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.



9. 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.

## Opinion

10. Based on the procedures performed as referred to in paragraph 7 above and according to the information and explanations provided to us by the Management of the Company, nothing has come to our attention that causes us to believe that the Book Value & Fair Value of Assets of DIL contained in the Statement of Security Cover have not been accurately extracted from the certificate from the statutory auditor of DIL, Fair Valuation Report of the security offered and other relevant records and documents maintained by the Company.

Further, financial covenants of the un-listed debt securities are due for testing on the basis of last date of financial year ended on March 31, 2025, hence no review has been carried out as on December 31, 2024.

## Restriction on Use

11. This certificate is addressed to and provided to the Board of Directors of the Company solely for the purpose of submission to Catalyst Trusteeship Limited (the Debenture Trustee) and further submission to Stock Exchanges and should not be used by any other person or for any other purposes without our prior consent in writing. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For T R Chadha & Co LLP  
Chartered Accountants  
FRN: - 006711N \ N500028



Brijesh Thakkar  
(Partner)  
Mem No: -135556



UDIN: - 25135556 BMIIHT6236

Date: - February, 12 2025

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 relate	Exclusive Charge	Exclusive Charge	Part- Passu Charge	Part- Passu Charge	Part- Passu 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 passu debt holder (includes debt for which this certificate is issued & other debt with part passu charge)	Other assets on which there is part Passu charge excluding items covered in column F)			debt amount considered more than once (due to exclusive plus part passu charge)		Market Value for Assets charged on Exclusive basis	Market value for exclusive charge assets where market value not ascertainable or applicable (For Eg. Bank balance, DSR, realtor, etc. is not applicable)	Market Value for Part passu charge Assets	Carrying value of part passu charge assets where market value is not ascertainable or applicable (For Eg. Bank balance, DSR, etc.)	Total Value=(K+L+M+N)
		Book Value	Book Value	Yes/ No	Book Value	Book Value									
<b>ASSETS</b>															
Property, Plant and Equipment	Refer Note 1			No		676.08	119.83	#	795.91	53.84				53.84	
Capital Work-in-Progress				No		51.91			51.91						
Right of Use Assets				No				12.63		12.63					
Goodwill				No			589.19		589.19						
Intangible Assets				No			3.92		3.92						
Intangible Assets under Development				No				0.83		0.83					
Investments				No		15.81	2,834.56		2,850.37						
Loans				No			213.86		213.86						
Inventories				No		153.56			153.56						
Trade Receivables				No		214.97			214.97						
Cash and Cash Equivalents			No		2.12			2.12							



Bank Balances other than Cash and Cash Equivalents			No		12.78			12.78					
Others			No		202.92			202.92					
<b>Total</b>			<b>No</b>		<b>1,330.14</b>	<b>3,774.82</b>		<b>5,104.96</b>	<b>53.84</b>				<b>53.84</b>
<b>LIABILITIES</b>													
Debt securities to which this certificate pertains	Listed Secured Market Linked Non Convertible Debenture	49.99	59.31	Yes				109.30	As the columns K, L, M and N pertain to Bookvalue/Market value of Assets, the amount of liabilities are not shown here				
Other debt sharing pari-passu charge - with above debt	Other Secured Borrowing	not to be filled		No									
Other Debt			No										
Subordinated debt			No										
Borrowings			No										
Bank*			No			490.12		490.12					
Debt Securities			No										
Others			No										
Trade payables			No				80.49	80.49					
Lease Liabilities			No				8.88	8.88					
Provisions			No				9.97	9.97					
Others			No				369.03	369.03					
<b>Total</b>			<b>49.99</b>	<b>59.31</b>		<b>490.12</b>	<b>468.37</b>	<b>1,067.80</b>					
<b>Cover on Book Value</b>													
<b>Cover on Market Value</b>		<b>1.08</b>	<b>1.16</b>										<b>1.08</b>
		<b>Exclusive Security Cover Ratio</b>				<b>Parl-Passu Security Cover Ratio</b>							

\*Includes borrowings from Banks, Fis

# This amount includes assets amounting WDV Rs.22.99 which has been given under sale and lease back transaction and the said transaction has been recorded as per applicable IND AS considering it as a finance arrangement

1. Company has issued Listed Non-Convertible Debentures (ISIN: INE385W07034) amounting to Rs. 49.99 Crores against the Security of the Assets i.e., Freehold non-agricultural identified land parcel situated at Survey No.862, 793, 792 and 807 (Old Survey No.1377/1, 1379, 1381 and 1401) Mouje : Gangad and Survey No.663 (Old Survey No.288/3) Kalyangadh, Sub District : Bavla, District: Ahmedabad of Promoter owned Entity i.e. Dishman Infrastructure Limited (DIL) having book value of Rs.5.38 Crores and market value of Rs. 53.84 Crores with an exclusive charge.
2. The Market Value of the freehold Land of DIL as at December 31, 2024 have been considered based on the valuation report of Government registered valuer as of June 07, 2024. The Statutory Auditor have not performed any independent procedures in this regards.
3. The financial information as on December 31, 2024 has been extracted from the unaudited books of accounts as on December 31, 2024 and other relevant records and documents of the Company. The statement is prepared in accordance with Regulation 54 read with Regulations 56(1)(d) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and SEBI Circular on Monitoring and Disclosure by Debenture Trustee(s) number : SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2020/67 dated May 19, 2022 ("the Regulations").
4. Cover on Book Value is not applicable as the assets offered is of the promoter Company.
5. Exclusive Security Cover ratio is calculated only on Debt for which this certificate is being issued as per offer document.
6. Financial covenants compliance has to be tested on the basis of financial statement at the end of 31st March 2025. Accordingly, no testing has been carried out as on 31st December, 2024.

