



July 30, 2025

Listing Department

Code: **531 335**

BSE LIMITED

P. J. Towers, Dalal Street, Fort,

Mumbai-400 001

Listing Department

Code: **ZYDUSWELL**

NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Exchange Plaza, C/1, Block G,

Bandra Kurla Complex,

Bandra (E),

Mumbai-400 051

Sub.: Sub-division / split of equity shares, Alternation in Memorandum of Association, appointment of Secretarial Auditor and re-appointment of Statutory Auditors

Ref.: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") read with the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 ("the SEBI Circulars")

Dear Sir / Madam,

The shareholders at the 31st Annual General meeting ("**AGM**") of the Company held today i.e. July 30, 2025, have inter-alia approved the following:

1. Sub-division / split of the existing equity shares of the Company, such that 1 (one) equity share having face value of ₹ 10/- (Rupees Ten only) each fully paid-up, be sub-divided / split into 5 (five) equity shares having face value of ₹ 2/- (Rupees Two only) each fully paid-up, by alteration of Capital Clause of the Memorandum of Association of the Company.

The Record Date for sub-division / split of existing equity shares shall be announced separately.

The details as required under clause 2 of Para A of Part A of Schedule III of the Listing Regulations read with the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated

Zydus Wellness Limited

Regd. Office : 'Zydus Corporate Park', Scheme No. 63, Survey No. 536, Khoraj (Gandhinagar), Nr. Vaishnodevi Circle, S. G. Highway, Ahmedabad 382 481. Phone : +91-79-71800000, +91-79-48040000
Website : www.zyduswellness.com CIN : L15201GJ1994PLC023490





November 11, 2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 (“SEBI Circulars”) are provided in **Annexure-“A”**.

2. Alteration of exiting clause V i.e. the Capital Clause of the Memorandum of Association of the Company on account of sub-division / split of existing Equity Shares as below:

The Authorised Share Capital of the Company is ₹ 100,00,00,000/- (Rupees One Hundred Crores only) divided into 50,00,00,000 (Fifty Crores) equity shares of ₹ 2/- (Rupees Two Only) each.

3. Appointment of Hitesh Buch & Associates, peer reviewed Company Secretaries, as the Secretarial Auditors of the Company for a term of 5 (five) consecutive years commencing from the financial year 2025-26 till the financial year 2029-30.

The details as required under clause 7 of Para A of Part A of Schedule III of the Listing Regulations read with the SEBI Circulars are provided in **Annexure-“B”**.

4. Re-appointment of Mukesh M. Shah & Company, Chartered Accountants (Firm Registration No. 106625W) as the Statutory Auditors of the Company, for the second term of 5 (five) consecutive years, who shall hold office from conclusion of Thirty First AGM till conclusion of Thirty Sixth AGM.

The details as required under clause 7 of Para A of Part A of Schedule III of the Listing Regulations read with the SEBI Circulars are provided in **Annexure-“C”**.

Thanking you,

Yours faithfully,

For, **ZYDUS WELLNESS LIMITED**

NANDISH P. JOSHI
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl.: As above

Zydus Wellness Limited

Regd. Office : 'Zydus Corporate Park', Scheme No. 63, Survey No. 536, Khoraj (Gandhinagar), Nr. Vaishnodevi Circle, S. G. Highway, Ahmedabad 382 481. Phone : +91-79-71800000, +91-79-48040000
Website : www.zyduswellness.com CIN : L15201GJ1994PLC023490



Annexure-“A”

Sr. No.	Particulars	Description																											
a.	Split / Consolidation ratio	1:5 i.e. existing 1 (one) equity share having face value of ₹ 10/- (Rupees Ten only) each fully paid-up, into 5 (five) equity shares having face value of ₹ 2/- (Rupees Two only) each, fully paid-up.																											
b.	Rationale behind the Split / Consolidation	It will make equity shares of the Company more accessible and is expected to encourage more participation of retail investors at large.																											
c.	Pre and Post share capital - Authorized, Subscribed and Paid-up	<table border="1"> <thead> <tr> <th rowspan="2">Type of Capital</th> <th colspan="3">Pre sub-division / split</th> <th colspan="3">Post sub-division / split</th> </tr> <tr> <th>No. of equity shares</th> <th>Face Value (₹)</th> <th>Total equity share capital (₹)</th> <th>No. of equity shares</th> <th>Face Value (₹)</th> <th>Total equity share capital (₹)</th> </tr> </thead> <tbody> <tr> <td>Authorized equity share capital</td> <td>10,00,00,000</td> <td>10</td> <td>100,00,00,000</td> <td>50,00,00,000</td> <td>2</td> <td>100,00,00,000</td> </tr> <tr> <td>Issued, Subscribed and Paid-up equity share capital</td> <td>6,36,32,144</td> <td>10</td> <td>63,63,21,440</td> <td>31,81,60,720</td> <td>2</td> <td>63,63,21,440</td> </tr> </tbody> </table>	Type of Capital	Pre sub-division / split			Post sub-division / split			No. of equity shares	Face Value (₹)	Total equity share capital (₹)	No. of equity shares	Face Value (₹)	Total equity share capital (₹)	Authorized equity share capital	10,00,00,000	10	100,00,00,000	50,00,00,000	2	100,00,00,000	Issued, Subscribed and Paid-up equity share capital	6,36,32,144	10	63,63,21,440	31,81,60,720	2	63,63,21,440
Type of Capital	Pre sub-division / split			Post sub-division / split																									
	No. of equity shares	Face Value (₹)	Total equity share capital (₹)	No. of equity shares	Face Value (₹)	Total equity share capital (₹)																							
Authorized equity share capital	10,00,00,000	10	100,00,00,000	50,00,00,000	2	100,00,00,000																							
Issued, Subscribed and Paid-up equity share capital	6,36,32,144	10	63,63,21,440	31,81,60,720	2	63,63,21,440																							
d.	Expected time of completion	Within 2 (two) months from today i.e. July 30, 2025.																											
e.	Class of shares which are Consolidated or Sub-Divided	Equity shares. The Company has only one class of equity shares.																											
f.	Number of shares of each class Pre and Post Split or Consolidation	Same as mentioned in sr. no. 'c' above. The Company has issued only one class of equity shares.																											



g.	Number of shareholders who did not get any shares in Consolidation and their Pre-Consolidation shareholding	Not applicable.
----	--	-----------------

Zydus Wellness Limited

Regd. Office : 'Zydus Corporate Park', Scheme No. 63, Survey No. 536, Khoraj (Gandhinagar), Nr. Vaishnodevi Circle, S. G. Highway, Ahmedabad 382 481. Phone : +91-79-71800000, +91-79-48040000
 Website : www.zyduswellness.com CIN : L15201GJ1994PLC023490



Annexure-“B”

Sr. No.	Particulars	Description
1.	Reason for change	Pursuant to the amended provisions of regulation 24A(1) of the Listing Regulations, 2015, appointment of Hitesh Buch & Associates, Company Secretaries, as the Secretarial Auditors of the Company.
2.	Date of appointment and term of appointment	The shareholders at the 31 st AGM held today i.e. July 30, 2025 approved appointment of Hitesh Buch & Associates, Company Secretaries as the Secretarial Auditors of the Company for a term of 5 (five) consecutive years commencing from the financial year 2025-26 till the financial year 2029-30.
3.	Brief profile (in case of appointment)	Hitesh Buch & Associates, a proprietorship firm of Company Secretaries was established by Mr. Hitesh Buch, a Fellow Company Secretary possessing more than 35 years of post qualification experience as a Company Secretary. He has experience of providing range of services such as Audit and Assurance, Corporate Legal Advisory, Mergers and Amalgamations related advisory and representation services, Due Diligence, Corporate Governance and litigations to the clients in varied sectors.
4.	Disclosure of relationship between Directors (in case of appointment of a Director)	Not applicable.



Annexure-“C”

Sr. No.	Particulars	Description
1.	Reason for change	<p>The first term of 5 (five) consecutive years of Mukesh M. Shah & Company (“MMSCO”), Chartered Accountants as the Statutory Auditors of the Company expired at the 31st AGM.</p> <p>The shareholders at the 31st AGM held today i.e. July 30, 2025 approved re-appointment of MMSCO as the Statutory Auditors of the Company, for the second term of 5 (five) consecutive years , who shall hold office from conclusion of Thirty First AGM till conclusion of Thirty Sixth AGM.</p>
2.	Date of re-appointment and term of re-appointment	As mentioned in point no. 1 above.
3.	Brief profile (in case of appointment)	Mukesh M. Shah & Co., Chartered Accountants was established in 1976 having experience of 49 years and has its office in Ahmedabad. The firm has around five decades of experience of providing range of services such as Auditing & Assurance, Domestic as well as International Taxation, Internal / Management Audit, Forensic and Investigation Services, FEMA advisory - inbound and outbound investment, Due Diligence, Corporate and Business Valuation, Intangible Assets Valuation to the clients in varied sectors.
4.	Disclosure of relationship between Directors (in case of appointment of a Director)	Not applicable.

