

Company Registration No. 03062051

RANBAXY HOLDINGS (U.K.) LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2017

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COMPANY INFORMATION

DIRECTORS

Mr Neeraj Sharma
Mr Prashant Lakhamshi Savla

REGISTERED OFFICE

5th Floor
Hyde Park Hayes 3,
11 Millington Road
Hayes UB3 4AZ

AUDITORS

Kingston Smith LLP
Devonshire House
60 Goswell Road
London, EC1M 7AD

COMPANY NUMBER

03062051

STRATEGIC REPORT

REVIEW OF BUSINESS AND FUTURE DEVELOPMENT

Business overview

The Company is an investment holding company of a group of subsidiary companies. The company is currently not engaged in any trading activities.

Financial Overview

Net operating expenses for the year ended 31 March 2017 were £11,474 (2016: £9,317).

During the year the company made a new investment of £8 for 100% of the Share capital of Sun Pharmaceutical Holdings USA Inc. Further, during the year, 13,000,000 shares of \$1 par value per share in Ranbaxy Inc, a group undertaking, were transferred to Sun Pharmaceutical Holdings USA Inc. for an equivalent increase in additional paid in capital of Sun Pharmaceutical Holdings USA Inc.

Future Developments

The Company will continue to act as a holding and investment company and undertake management of any assets in line with its primary objective.

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risks arise from the fluctuation in the value of investments in group undertakings. Significant investment value emanates from the group subsidiary Sun Pharmaceutical Holdings USA Inc. Consistent results posted by the group undertaking in the USA in which Sun Pharmaceutical Holdings USA Inc. has invested leads to a reasonable deduction of relative stability, certainty and management of risks.

This report was approved by the Board on 10 August 2017.

By Order of the Board

Neeraj Sharma

Director

DIRECTORS' REPORT

The directors submit their report and the audited financial statements for the year ended 31 March 2017.

1. PRINCIPAL ACTIVITY

The principal activity is that of a holding company.

2. RESULTS AND DIVIDENDS

The results of the company for the year under review are as stated on page 8 of the financial statements.

The directors do not recommend the payment of a dividend. The loss for the financial year of £ 11,474 (2016: £9,317) will be transferred to reserves.

3. DIRECTORS AND DIRECTORS' INTERESTS

The present directors of the company are set out on page 2.

The directors who held office during the year are as follows:

Mr Neeraj Sharma
Mr Prashant Lakhamshi Savla

4. STRATEGIC REPORT

In accordance with section 414c (11) of the Companies Act 2006, the information relating to future developments and financial risk management are included in the Strategic Report.

5. AUDITORS

Pursuant to Section 487 (2) of the Companies Act 2006, the auditors will be deemed to be reappointed and Kingston Smith LLP will therefore continue in office.

6. DISCLOSURE OF INFORMATION TO AUDITORS

The directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

DIRECTORS' REPORT (Continued)

7. STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE STRATEGIC AND DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

The directors are responsible for preparing the Strategic and Directors' Reports and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial period. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

This report was approved by the Board on 10 August 2017.

On behalf of the Board

Neeraj Sharma

Director

Ranbaxy Holdings (U.K.) Limited

5th Floor, Hyde Park Hayes 3

11 Millington Road, Hayes, UB3 4AZ

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RANBAXY HOLDINGS (U.K.) LIMITED

We have audited the financial statements of Ranbaxy Holdings (U.K.) Limited for the year ended 31 March 2017 set out on pages 8 to 14. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) including FRS 102 "The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland."

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' Report and the Strategic Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2017 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion based on the work undertaken in the course of the audit, the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements, and the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the company and its environment obtained in the course of our audit, we have not identified material misstatements in the Strategic Report or the Directors' Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RANBAXY HOLDINGS (U.K.) LIMITED....CONTINUED

- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

**Janice Riches (Senior Statutory Auditor)
for and on behalf of Kingston Smith LLP**

Chartered Accountants
Statutory Auditor
Devonshire House
60 Goswell Road
London
EC1M 7AD
10 August 2017

STATEMENT OF INCOME AND RETAINED EARNINGS
for the year ended 31 March 2017

	Notes	2017 £	2016 £
Net Operating Expenses - continuing activities		11,474	9,317
Loss on ordinary activities before taxation		<u>(11,474)</u>	<u>(9,317)</u>
Tax on loss on ordinary activities	3	-	-
Retained Loss on ordinary activities after taxation for the year		<u>(11,474)</u>	<u>(9,317)</u>
Accumulated profit at the start of the year		<u>1,394,426</u>	<u>1,403,743</u>
Accumulated profit at the end of the year		<u><u>1,382,952</u></u>	<u><u>1,394,426</u></u>

There were no recognised gains or losses other than the loss for the financial year

The notes on pages 10 to 14 form an integral part of these financial statements.

STATEMENT OF FINANCIAL POSITION
as at 31 March 2017

	Notes	2017 £	2016 £
FIXED ASSETS			
Investments	4	<u>32,030,078</u>	<u>32,030,070</u>
CURRENT ASSETS			
Cash at bank		11,434	10,799
CREDITORS: amounts falling due within one year	5	(102,359)	(90,242)
NET CURRENT LIABILITIES		<u>(90,925)</u>	<u>(79,443)</u>
NET ASSETS		<u><u>31,939,153</u></u>	<u><u>31,950,627</u></u>
CAPITAL AND RESERVES			
Share capital	6	30,556,201	30,556,201
Profit & Loss Account		1,382,952	1,394,426
EQUITY SHAREHOLDERS' FUNDS		<u><u>31,939,153</u></u>	<u><u>31,950,627</u></u>

These financial statements were approved by the Board of Directors and authorised for issue on 10 August 2017

Neeraj Sharma
Director

The notes on pages 10 to 14 form an integral part of these financial statements.

1 ACCOUNTING POLICIES

1.1 Company information

Ranbaxy Holdings (U.K.) Limited is a private company limited by shares which is domiciled and incorporated in England and Wales. The registered office is 5th Floor, Hyde Park Hayes 3, 11 Millington Road, Hayes, Middlesex, UB34AZ.

Accounting Convention

The financial statements have been prepared under the historical cost convention, and in accordance with the Financial Reporting Standard 102 (FRS 102) 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', and the requirements of the Companies Act 2006.

The financial statements have been prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest pound.

1.2 Consolidation

The company is exempt by virtue of Section 401 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the company as an individual undertaking and not about its group.

1.3 Cash flow statement

Under FRS 102 the Company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements.

1.4 Going Concern

The directors have reviewed the financial position of the company and note that at 31 March 2017 the current liabilities are in excess of its current assets. As a holding company with no independent source of income, it is therefore dependent on the wider group for funding. On the basis of their assessment of the company's financial position and of the enquiries made of the directors of the immediate and intermediate parent companies, the company's directors have a reasonable expectation that the company will be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

1.5 Investments

Investments are shown at historic cost less provision for impairment. The directors are of the opinion that the holding value does not exceed open market valuation.

1.6 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Deferred Tax

Deferred tax liabilities are generally recognised for all timing differences.

Deferred tax assets are recognised in the income statement to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or future taxable profits.

The carrying amount of the deferred tax asset is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is measured using rates of tax that have been enacted or substantively enacted by the balance sheet date.

NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 March 2017

Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from the net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using the rates that have been enacted or substantively enacted by the reporting end date.

1.7 Cash and cash equivalents

Cash and cash equivalents include deposits held at call with banks.

1.8 Financial instruments

Basic financial instruments are measured at cost. The company has no other financial instruments or basic financial instruments measured at fair value.

1.9 Equity Instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs.

Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.10 Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All exchange differences are recognised in the income statement.

2 LOSS ON ORDINARY ACTIVITIES

The loss on ordinary activities is stated after charging :

	2017	2016
	£	£
Auditors remuneration		
Amounts payable to the auditors in respect of :		
Audit of these financial statements	4,000	500

The average monthly number of employees, including directors was 2 (2016 : 2).

None of the directors received any emoluments from the company during the year.

Directors were remunerated by fellow group companies. Where remuneration was paid to directors by fellow group companies, it did not include any amounts in respect of qualifying services in respect of Ranbaxy Holdings (U.K.) Limited.

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2017

3	TAX ON PROFIT ON ORDINARY ACTIVITIES	2017	2016
		£	£
	The corporation tax comprises:-		
	UK corporation tax at 20%	-	-
	Factors affecting future tax charges		
	The standard rate of corporation tax effective from 1 April 2015 was 20%. Effective from 1 April 2017 the enacted standard rate of corporation tax is 19%. This rate will remain unchanged until 2020.		
4	FIXED ASSET INVESTMENTS	2017	2016
		£	£
	Investment in subsidiaries	32,030,078	32,030,070
		32,030,078	32,030,070

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

Name of Company	Registered Office	Class	Shares Held
Sun Pharmaceutical Holdings USA, Inc.	The Corporation Trust Company Corporation Trust Center 1209 Orange St Wilmington, DE 19801, USA	Common Stock	100.00%
Ranbaxy Europe Limited	Hyde Park Hayes 3, Middlesex, England, UB3 4AZ	Ordinary Shares	100.00%
Ranbaxy Inc.	The Corporation Trust Company Corporation Trust Center 1209 Orange St Wilmington, DE 19801, USA	Common Stock	100.00%*
2 Independence Way LLC	Corporation Service Company 820 Bear Tavern Road West Trenton, NJ 08628, USA	N/A	100.00%*
Ranbaxy Laboratories Inc. ¹	Corporation Service Company 251 Little Falls Drive Wilmington, DE 19808 USA	Common Stock	100.00%*
Ranbaxy Pharmaceuticals Inc. ²	Corporation Service Company 1201 Hays Street Tallahassee, FL 32301, USA	Common Stock	100.00%*

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2017

FIXED ASSET INVESTMENTS.... CONTINUED

Ohm Laboratories Inc.	1385 Livingston Avenue North Brunswick, NJ 08902, USA	Class A Common Voting Stock Class B Common Voting Stock	100.00%*
Ranbaxy Signature LLC	Corporation Service Company 251 Little Falls Drive Wilmington, DE 19808 USA	N/A	66.67%*
InSite Vision Incorporated	The Corporation Trust Company Corporation Trust Center 1209 Orange St Wilmington, DE 19801, USA	Common Stock	100.00%*
Sun Pharmaceutical Industries, Inc.	The Corporation Trust Company 40600 Ann Arbor Road East Suite 201 Plymouth, MI 48170, USA	Common Stock	82.12%*
Caraco Pharmaceuticals Pvt Ltd	F P 145 Ram Mandir Road Vile Parle East Mumbai Mumbai City MH 400057 India	Common Stock	100.00%*
Chattem Chemicals, Inc.	Corporation Service Company 251 Little Falls Drive Wilmington, DE 19808 USA	Common Stock	100.00%*
DUSA Pharmaceuticals, Inc.	Corporation Service Company 820 Bear Tavern Road West Trenton, NJ 08628, USA	Series A Preferred Stock	100.00%*
Taro Development Corporation	3 Skyline Drive Hawthorne, NY 10532 ,USA ³	Common Stock	100.00%*
Morley & Company Inc.	270 Prospect Plains Road ⁴ Cranbury, NJ 08512, USA	Class A Common Stock Class B Common Stock	100.00%*
Pharmalucence Inc.	The Corporation Trust Company Corporation Trust Center 1209 Orange St Wilmington, DE 19801, USA	Common Stock	100.00%*

*- Indirect Holding

¹ Merged into Sun Pharmaceutical Industries, Inc. as of August 1, 2017.² Merged into Sun Pharmaceutical Industries, Inc. as of August 1, 2017. A formal confirmation from Florida Secretary of State to this effect is still awaited.^{3&4} This represents the principal business address, as it is not a mandatory requirement to have a registered office address in the respective states.

Movements in fixed asset investments

Cost

At 1 April 2016

Additions

Shares
£3,203,070
8

Carrying Amount

At 31 March 2017

32,030,078

At 31 March 2016

32,030,070

NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 March 2017

During the year the company acquired 100% of the ordinary share capital of Sun Pharmaceutical Holdings USA Inc., a company incorporated and operating as a holding company for group undertakings in the state of Delaware, United States of America. During the year, 13,000,000 shares of common stock \$1 par value per share in Ranbaxy Inc., a group undertaking were transferred to Sun Pharmaceutical Holdings USA Inc. for an equivalent increase in additional paid in capital of Sun Pharmaceutical Holdings USA Inc.

5 CREDITORS: amounts falling due within one year	2017	2016
	£	£
Amounts owed to group undertakings	97,109	86,642
Accruals	5,250	3,600
	<u>102,359</u>	<u>90,242</u>

6 SHARE CAPITAL	2017	2016
	£	£
Called up, allotted and fully paid	<u>30,556,201</u>	<u>30,556,201</u>
(30,556,201 Ordinary shares of £1 each)		

7 TRANSACTIONS WITH RELATED PARTIES

The company is exempt from the requirement to disclose transactions with other group companies on the grounds that all of its voting rights are controlled by Sun Pharmaceutical Industries Ltd. and Ranbaxy Holdings (U.K.) Limited's results are consolidated within the financial statements of Sun Pharmaceutical Industries Ltd. There are no other related party transactions.

8 ULTIMATE HOLDING COMPANY

The Company's shares are wholly owned by Ranbaxy (Netherlands) BV. whose ultimate parent company is Sun Pharmaceutical Industries Ltd.

The smallest and largest group in which the results of the company are consolidated is that of Sun Pharmaceutical Industries Ltd, incorporated in India. The consolidated financial statements of this group are available to the public and Sun Pharma Advanced Research Centre (SPARC), Tandalja, Akota Road, Vadodra - 390020, Gujarat, India. The directors regard Sun Pharmaceutical Industries Ltd as the ultimate controlling party.