Dedicated To Life

August 11, 2026

BSE Limited *Code: 532321*	National Stock Exchange of India Limited *Code: Zyduslife*
P. J. Towers Dalal Street Mumbai-400 001	Exchange Plaza, C/1, Block G, Bandra-Kurla Complex, Bandra (East) Mumbai-400051

Re.: **Proceedings of the Thirty First Annual General Meeting of the Company held on August 11, 2026**

Dear Sir / Madam,

Please find enclosed the proceedings of the Thirty First Annual General Meeting of the Company held today i.e. August 11, 2026, pursuant to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find the same in order.

Thanking you,

Yours faithfully,
For, **Zydus Lifesciences Limited**

DHAVAL NARENDRA SONI
Digitally signed by DHAVAL NARENDRA SONI
Date: 2026.08.11 19:58:13 +05'30'

Dhaval N. Soni
Company Secretary and Compliance Officer
Membership No. FCS7063

Encl.: As above

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Proceedings of the Thirty First Annual General Meeting ("AGM") of the members of Zydus Lifesciences Limited (the "Company") held on Tuesday, August 11, 2026, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), which commenced at 10:00 a.m. (IST) and concluded at 11.16 a.m. (IST)

Following Directors / Key Managerial Personnel / Auditors of the Company attended the AGM through VC / OAVM:

1.	Mr. Pankaj R. Patel	Chairman
2.	Dr. Sharvil P. Patel	Managing Director
3.	Mr. Ganesh N. Nayak	Director
4.	Mr. Bhadresh K. Shah	Independent Director and Chairman of the Nomination and Remuneration Committee
5.	Ms. Shelina P. Parikh	Independent Woman Director
6.	Mr. Akhil A Monappa	Independent Director and Chairman of the Audit Committee
7.	Mr. Kulin S. Lalbhai	Independent Director
8.	Mr. Mukesh M. Patel	Non-Executive Director and Chairman of Stakeholders' / Investors' Relationship Committee
9.	Mr. Tushar D. Shroff	Chief Financial Officer
10.	Mr. Dhaval N. Soni	Company Secretary
11.	Mr. Kartikeya Raval	Partner-Deloitte Haskins & Sells LLP, Statutory Auditors
12.	Mr. Ashish Doshi	Secretarial Auditor and Scrutinizer appointed for Submitting his report on remote e-voting and e-voting during the AGM

Members Attendance

Representations under section 113 of the Companies Act, 2013, ("the **Act**") for a total of 74,79,96,033 shares aggregating to 74.99% of the total paid-up equity share capital were received.

106 members attended the meeting in person including bodies corporate through their representatives.

Mr. Pankaj R. Patel, the Chairman of the Board of Directors, occupied the position of Chairman and welcomed the members and other invitees to the AGM of the Company.

The Chairman also introduced, the Directors and KMP attending the AGM.

After ascertaining that requisite quorum for the meeting was present and that the meeting is validly constituted, the Chairman called the meeting to order.

The Chairman briefed the members about the business performance, financial highlights of the Company and other major developments during the financial year ended on March 31, 2026.

The Chairman informed that this AGM is being held through VC / OAVM as per the circulars issued by MCA and SEBI.

The Chairman acknowledged the presence of Mr. Kartikeya Raval, Partner representing Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors and Mr. Ashish Doshi, Practicing Company Secretary of the Company.

The Notice convening the AGM of the members of the Company dated May 19, 2026, as circulated to the members of the Company, was taken as read. Further, the Chairman informed that there was no qualification(s) or adverse remark(s) in the Auditor's Report that require its reading during the AGM, pursuant to the provisions of the section 145 of the Companies Act, 2013.

The members asked various questions, amongst others, pertaining to plan to expland capacity, lower standalone results, shareholding of the Company in Assertio, the acquired entity, growth prospects of domestic business, export turnover and hedge strategy, global biosimilar strategy plans to reduce debt, plan to handle the US-pricing, regulatory and other market pressures, USFDA inspection at various manufacturing facilities, plan to make any further acquisitions (inorganic growth), overall R&D spends and plan to repay the debt, effect of US tarrif on the business of the Company, etc.

The Chairman thanked the shareholders for participating and asking questions during the AGM. The Chairman responded to all the questions of the above members, giving adequate details / replies thereof. The Managing Director also provided general guidance on the future prospects.

The Chairman informed that as per section 108 of the Act read with rule 20 (Voting through electronic means) of the Companies (Management and Administration) Rules, 2014, standard 7.2 of the Secretarial Standard-2 on General Meetings and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has availed the remote e-voting platform of Central Depository Services (India) Limited ("**CDSL**") to the members for exercising their voting rights.

The Chairman further informed that the resolutions prescribed in the Notice of AGM will be passed through e-voting process by the members / representatives who did not participate in remote e-voting and who participated in the meeting.

The Chairman informed that pursuant to the provisions of section 109 of the Act, Mr. Ashish Doshi, Practicing Company Secretary (Membership No. 3544) is appointed as Scrutinizer for both, remote e-voting and e-voting process during the AGM, to conduct in a fair and transparent manner, scrutinize the voting and submit his report.

The Company Secretary explained the procedure for exercising the votes by the members and representatives through e-voting during the meeting.

The following resolutions as set out at Item Nos. 1 to 9 of the Notice of AGM were open for e-voting during the AGM:

Ordinary business:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2026, and the reports of the Board of Directors and the Auditors thereon.

2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2026, and the report of the Auditors thereon.

3. To declare Final Dividend of Re. 1.00/- (i.e. 100%) per equity share for the Financial Year ended on March 31, 2026.

4. To re-appoint Mr. Pankaj R. Patel (DIN: 00131852), who retires by rotation and being eligible, offers himself for re-appointment.

5. To re-appoint Mr. Mukesh M. Patel (DIN: 00053892), who retires by rotation and being eligible, offers himself for re-appointment.

Special business:

6. To ratify remuneration to Cost Auditors.

7. To re-appoint Dr. Sharvil P. Patel (DIN: 00131995) as the Managing Director.

8. To appoint Mr. Kulin S. Lalbhai (DIN: 05206878) as an Independent Director.

9. To pay commission to non-executive directors.

The Chairman informed that the results of voting on each resolution shall be determined by adding the votes cast by the members through remote e-voting.

The Chairman concluded the meeting informing the members that the result will be declared upon receipt of Consolidated Scrutinizer's Report within statutory time period. He further informed that the results shall also be uploaded on the Company's website www.zyduslife.com together with the consolidated report of the Scrutinizer and shall be available at the Registered Office of the Company.

Mr. Mukesh M. Patel was appointed as the Chairperson for resolution Nos. 4 and 7, and Mr. Ganesh N. Nayak was appointed as the Chairperson for resolution No. 9, as Mr. Pankaj R. Patel is considered as interested.

The Chairman then announced formal closure of the Thirty First Annual General Meeting of the Company.

E-voting during the Thirty First AGM:

The Company Secretary explained in detail the procedure for e-voting during AGM.

Result of the remote e-voting and e-voting during AGM on the Ordinary and Special Businesses at the Thirty First Annual General Meeting of the Company held on Tuesday, August 11, 2026:

On the basis of the Consolidated Scrutinizer's Report, the summary of voting is mentioned in the following table. The Chairman announced the results of voting on August 11, 2026, that all the resolutions for the Ordinary and Special businesses as set out at Item Nos. 1 to 9 in the Notice of AGM have been duly passed by the requisite majority.

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Item No. of Notice	Particulars of business	Voting in favour of the resolution		Votes against the resolution	
		Nos.	%	Nos.	%
Item No. 1 of the Notice (As an Ordinary Business)	Remote e-voting	917774025	99.9999	865	0.0001
	E-voting during AGM	33397	99.9940	2	0.0060
	Total	**917807422**	**99.9999**	**867**	**0.0001**
Item No. 2 of the Notice (As an Ordinary Business)	Remote e-voting	917774025	99.9999	865	0.0001
	E-voting during AGM	33397	99.9940	2	0.0060
	Total	**917807422**	**99.9999**	**867**	**0.0001**
Item No. 3 of the Notice (As an Ordinary Business)	Remote e-voting	918088144	99.9999	1174	0.0001
	E-voting during AGM	33397	99.9940	2	0.0060
	Total	**918121541**	**99.9999**	**1176**	**0.0001**
Item No. 4 of the Notice (As an Ordinary Business)	Remote e-voting	914419832	99.6349	3350818	0.3651
	E-voting during AGM	33397	99.9940	2	0.0060
	Total	**914453229**	**99.6349**	**3350820**	**0.3651**
Item No. 5 of the Notice (As an Ordinary Business)	Remote e-voting	906281500	98.7123	11738815	1.2787
	E-voting during AGM	33397	100.0000	0	0
	Total	**906314897**	**98.7213**	**11738815**	**1.2787**
Item No. 6 of the Notice (As a Special Business)	Remote e-voting	918018085	99.9997	2308	0.0003
	E-voting during AGM	33397	99.9940	2	0.0060
	Total	**918051482**	**99.9997**	**2310**	**0.0003**
Item No. 7 of the Notice (as a Special Business)	Remote e-voting	878157565	95.6685	39759989	4.3315
	E-voting during AGM	33397	99.9940	2	0.0060
	Total	**878190962**	**95.6686**	**39759991**	**4.3314**
Item No. 8 of the Notice (as a Special Business)	Remote e-voting	830266137	90.4409	87754174	9.5591
	E-voting during AGM	33397	100.0000	0	0
	Total	**830299534**	**90.4413**	**87754174**	**9.5587**
Item No. 9 of the Notice (as a Special Business)	Remote e-voting	917787902	99.9859	128981	0.0141
	E-voting during AGM	33397	99.9940	2	0.0060
	Total	**917821299**	**99.9859**	**128983**	**0.0141**

The following resolutions for the ordinary and special businesses as set out in Item Nos. 1 to 9 in the Notice of AGM, duly approved by the members with requisite majority, are recorded hereunder as part of the proceedings of Thirty First Annual General Meeting held on Tuesday, August 11, 2026:

Item No. 1: Ordinary Resolution to receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2026, and the reports of the Board of Directors and the Auditors thereon:

"**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2026, together with the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby received, considered and adopted."

Item No. 2: Ordinary Resolution to receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2026, and the report of the Auditors thereon:

"**RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2026, together with the report of the Auditors thereon, as circulated to the members, be and are hereby received, considered and adopted."

Item No. 3: Ordinary Resolution for Declaration of Final Dividend of ₹ 1.00/- (100%) per equity share for the Financial Year ended on March 31, 2026:

"**RESOLVED THAT** approval of the members be and is hereby accorded to declare and pay final dividend of ₹ 1/- (Rupee One only) (100%) per equity share of the face value of ₹ 1/- (Rupee One only) each fully paid up, of the Company, as recommended by the Board of Directors for the Financial Year ended on March 31, 2026."

Item No. 4: Ordinary Resolution for re-appointment of Mr. Pankaj R. Patel (DIN: 00131852), who retires by rotation and being eligible, offers himself for re-appointment:

"**RESOLVED THAT** pursuant to the provisions of section 152(6) and other applicable provisions, if any, of The Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) and / or re-enactment(s) thereof, for the time being in force) read with article 66 of the Articles of Association of the Company, as recommended by the Board of Directors, Mr. Pankaj R. Patel (DIN: 00131852) who, retires by rotation at this Annual General Meeting and being eligible, seeks re-appointment, be and is hereby re-appointed as a director of the Company liable to retire by rotation."

Item No. 5: Ordinary Resolution for re-appointment of Mr. Mukesh M. Patel (DIN: 00053892), who retires by rotation and being eligible, offers himself for re-appointment:

"**RESOLVED THAT** pursuant to the provisions of section 152(6) and other applicable provisions, if any, of The Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) and / or re-enactment(s) thereof, for the time being in force) read with article 66 of the Articles of Association of the Company, as recommended by the Board of Directors, Mr. Mukesh M. Patel (DIN: 00053892) who, retires by rotation at this Annual General Meeting and being eligible, seeks re-appointment, be and is hereby re-appointed as a director of the Company liable to retire by rotation."

Item No. 6: Ordinary Resolution for ratification of remuneration of the Cost Auditors:

"**RESOLVED THAT** pursuant to the provisions of section 148(3) and other applicable provisions, if any, of The Companies Act, 2013 read with rule 14(a)(ii) of The Companies (Audit and Auditors) Rules, 2014 and applicable provisions, if any, of The Companies (Cost Records and Audit) Rules, 2014, (including any statutory modification(s) and / or re-enactment(s) thereof, for the time being in force) based on the recommendation of the Audit Committee and the Board of Directors ("the **Board**"), consent of the members of the Company be and is hereby accorded to ratify the remuneration of ₹ 1 million (Rupees One Million only) plus applicable Goods and Services Tax and out of pocket expenses at actuals for the Financial Year ending on March 31, 2027, to R. Nanabhoy & Co., Cost Accountants (Firm Registration No. 000010), who are appointed as cost auditors to conduct the audit of cost records maintained by the Company pertaining to drugs and pharmaceuticals being manufactured by the Company for the Financial Year ending on March 31, 2027.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take such steps as may be necessary to give effect to this resolution."

Item No. 7: Ordinary Resolution for re-appointment of Dr. Sharvil P. Patel (DIN: 00131995) as the Managing Director:

"**RESOLVED THAT** pursuant to the provisions of sections 2(51), 2(54), 196, 197, 203 and other applicable provisions, if any, of The Companies Act, 2013, ("the **Act**") read with Schedule V of the Act and rules framed thereunder, applicable provisions, if any, of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the **Listing Regulations**") (including any statutory modification(s) and / or re-enactment(s) thereof, for the time being in force) and articles 89 and 90 of the Articles of Association of the Company, as recommended by the Nomination and Remuneration Committee ("the **NRC**") and Board of Directors ("the **Board**"), consent of the members be and is hereby accorded to re-appoint Dr. Sharvil P. Patel (DIN: 00131995), whose existing term expires on March 31, 2027, who is also one of the promoters of the Company, as the Managing Director (Designated as a Key Managerial Personnel) of the Company ("the **Managing Director**") for a further period of 5 (five) years effective April 1, 2027 to March 31, 2032, whose appointment shall be liable to retire by rotation, on payment of remuneration and perquisites as may be recommended by the NRC and approved by the Board based on the performance of the Company and his individual performance, which shall be always within the limits prescribed under the Act and the Listing Regulations, and upon such terms and conditions as set out in the draft agreement proposed to be executed between the Company and the Managing Director, with an authority to the Board or any committee constituted or to be constituted by the Board to alter and vary the terms and conditions of the said re-appointment and / or agreement in such a manner as may be agreed to between the Board and the Managing Director.

RESOLVED FURTHER THAT the remuneration payable to the Managing Director, in each financial year during the currency of his tenure of appointment shall not exceed the overall ceiling of the total managerial remuneration as provided under the provisions of section 197 read with Schedule V of the Act and the Listing Regulations, or such other limits as may be prescribed from time to time.

RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, wherein in any financial year during the currency of tenure of the Managing Director, the Company has no profits or the profits are inadequate, the Managing Director will be paid minimum remuneration within the ceiling limit prescribed under section II of part II of Schedule V of the Act or any modification(s) and / or re-enactment(s) thereof subject to requisite compliance and disclosure.

RESOLVED FURTHER THAT in addition to the above, the Managing Director shall also be entitled to the following perquisites, which shall not be included in the computation of the ceiling of minimum remuneration stated hereinabove;

(a) Contribution to provident fund, superannuation fund or annuity fund, if any, to the extent these either singly or put together are not taxable under the Income Tax Act, 2025,

(b) Gratuity payable as per Company policy at the rate not exceeding half a month's salary for each completed year of service,

(c) Encashment of leave at the end of the tenure, and

(d) (i) personal accident insurance policy as per Company policy, (ii) medical premiums for self and family as per Company policy, (iii) car with driver for official and personal purposes and (iv) any other benefits as per Company policy.

RESOLVED FURTHER THAT the Board or any committee constituted or to be constituted by the Board be and is hereby authorised to delegate the powers to any officer of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution or otherwise considered by the Board in the best interest of the Company, as it may deem fit."

Item No. 8: Special Resolution for appointment of Mr. Kulin S. Lalbhai (DIN: 05206878) as an Independent Director:

"**RESOLVED THAT** pursuant to the provisions of sections 2(47), 149(4), 150, 152 and 160 and other applicable provisions, if any, of The Companies Act, 2013, ("the **Act**"), The Companies (Appointment and Qualification of Directors) Rules, 2014, Schedule IV of the Act and regulations 16(1)(b), 17(1C) and 25(2A) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the **Listing Regulations**"), (including any statutory modification(s) and / or re-enactment(s) thereof for the time being in force) applicable provisions of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors ("the **Board**"), Mr. Kulin S. Lalbhai (DIN: 05206878), who was appointed by the Board as an Additional Director as well as an Independent Director ("**ID**") of the Company and who has submitted a declaration that he meets the criteria for independence as provided in the Act and the Listing Regulations and who holds the office till the conclusion of the Thirty First Annual General Meeting in terms of section 161(1) of the Act and in respect of whom the Company has received a notice in writing from a member under section 160(1) of the Act, proposing his candidature for the office of director, be and is hereby appointed as an ID of the Company, for the term of 5 (five) years from the date of approval of Board i.e. May 19, 2026, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take such steps as may be necessary to give effect to this resolution."

Item No. 9: Special Resolution for payment of commission to non-executive directors:

"**RESOLVED THAT** pursuant to the provisions of section 197(1) and other applicable provisions, if any, of The Companies Act, 2013, ("the **Act**") and rules framed thereunder, regulation

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17(6)(a) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the **Listing Regulations**") (including any statutory modification(s) and / or re-enactment(s) thereof, for the time being in force) and article 76(a) of the Articles of Association of the Company, as recommended by the Nomination and Remuneration Committee and Board of Directors ("the **Board**"), a sum not exceeding 1% (one percent) per annum of the net profits of the Company calculated in accordance with the provisions of section 198 of the Act be paid and distributed amongst the non-executive directors of the Company or some or any of them in such amounts or proportion and in such manner and in all respects as may be decided and directed by the Board and such payments shall be made in respect of the profits of the Company for each financial year, for a period of 5 (five) years commencing from April 1, 2026 upto and including financial year ending on March 31, 2031, provided that the commission to all the non-executive directors shall not exceed in aggregate ₹ 40 million (Rupees Forty Million only) in any financial year.

RESOLVED FURTHER THAT the above commission shall be in addition to the fees payable to the directors for attending the meetings of the Board or any committee thereof or for any other purpose whatsoever as may be decided by the Board and reimbursement of expenses for participation in the Board and other meetings."

All the above resolutions were passed with requisite majority through remote e-voting and e-voting during the AGM.

PANKAJ RAMANBHAI PATEL

Digitally signed by PANKAJ RAMANBHAI PATEL
Date: 2026.08.11 19:58:42 +05'30'

PANKAJ R. PATEL
DIN: 00131852
CHAIRMAN OF THE THIRTY FIRST ANNUAL GENERAL MEETING

Place: Ahmedabad
Date: August 11, 2026