

KHANDELWAL JAIN & CO.

CHARTERED ACCOUNTANTS

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To,
The Board of Directors
Kopran Laboratories Limited
Mumbai.

Independent Auditor's Certificate certifying the proposed accounting treatment (in the books of Transferor Company) contained in the Scheme of Amalgamation of Kopran Laboratories Limited ("Transferor Company") with Kopran Limited ("Transferee Company") and their respective shareholders and creditors under Section 230 to 232, read with other applicable provisions of the Companies Act, 2013 and rules framed thereunder

1. This certificate is issued in accordance with the terms of our engagement letter dated March 20, 2025.
2. We, **Khandelwal Jain & Co., Chartered Accountants (Firm Registration Number: 105049W)**, the Statutory Auditors of **Kopran Laboratories Limited** having its Registered Office at Parijat House, 1076 Dr. E. Moses Rd Worli, Mumbai, Maharashtra, India, 400018, have examined the proposed accounting treatment specified in **Clause 6 "Accounting Treatment"** of the Scheme of Amalgamation, for amalgamation of **Kopran Laboratories Limited with Kopran Limited** and their respective shareholders and creditors under Section 230 to 232 read with other applicable provisions of the Companies Act, 2013 and rules framed thereunder (hereinafter referred as "the Scheme"), with reference to its compliance with the **Companies (Indian Accounting Standards) Rules, 2015**, notified under Section 133 of the Companies Act, 2013 and other generally accepted accounting principles in India, as applicable. The above scheme has been approved in the Board Meeting dated March 20, 2025.

Management's Responsibility

3. The responsibility for the preparation of the Scheme and its compliance with the relevant laws and regulations, including Section 133 of the Companies Act, 2013, read with the rules made there under and other generally accepted accounting principles as aforesaid, is that of the Board of Directors of the **Transferor Company** involved. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Scheme and applying an appropriate basis of preparation and making estimates that are reasonable in the circumstances and includes the compliance with other relevant provisions of the Companies Act, 2013 and applicable laws and regulations.

Auditor's Responsibility

4. Our responsibility is only to examine and report whether the proposed accounting treatment in the books of the **Transferor Company** mentioned in Clause 6 of the Scheme referred to above complies with the **Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013**, read with the rules made thereunder and other generally accepted accounting principles in India, as applicable, and does not include examination of compliance of the Scheme with other relevant provisions of the Companies Act, 2013 and applicable laws and regulations. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the **Transferor Company**.
5. We carried out our examination in accordance with the **Guidance Note on Reports or Certificates for Special Purposes**, issued by the **Institute of Chartered Accountants of India** and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate. This Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
6. We have complied with the relevant applicable requirements of **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**. Further, our examination did not extend to any other parts and aspects of a legal or proprietary nature in the aforesaid Scheme.

Opinion

7. The Scheme has been approved by the Board of Directors of the **Transferor Company** in its meeting held on March 20, 2025.
8. Based on our examination and according to the information and explanations provided to us by the Management of the **Transferor Company**, in our opinion, the proposed accounting treatment contained in **Clause 6 of the Scheme**, in so far as it relates to the proposed accounting in the books of the **Transferor Company**, is in compliance with the **Companies (Indian Accounting Standards) Rules, 2015**, notified under Section 133 of the Companies Act, 2013 and other generally accepted accounting principles in India, as applicable.
9. For ease of reference, Clause 6 of the Scheme, duly authenticated by the Director of the Transferor Company, is reproduced in **Annexure I** to this Certificate and is stamped and initialed by us only for the purposes of identification.

Restriction on Use

10. This certificate is issued at the request of the Company pursuant to the requirements of **Section 230 to 232 of the Companies Act, 2013** for onward submission by the Company to the **National Company Law Tribunal, Registrar of Companies**, Jurisdictional Regional Director and other regulatory authorities as applicable in connection with the Scheme. This Certificate should not be used for any other purpose, other than for onward submission to the specified regulatory bodies named above, without our prior written consent. 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 KHANDELWAL JAIN & CO.
Chartered Accountants
Firm Registration No.: 105049W

(BHUPENDRA KARKHANIS)
PARTNER
Membership No.: 108336
UDIN: 26108336WLSDAU8978

Place: Mumbai
Date: March 19, 2026