

To,
 Manager - Listing Compliance
 National Stock Exchange of India Limited
 Listing Department
 Exchange Plaza, 5th floor,
 Plot no. C/1, G Block,
 Bandra Kurla Complex, Bandra (East),
 Mumbai - 400 051

To,
 Listing Department
 BSE Limited
 Phiroze Jeejeebhoy Towers,
 Dalal Street, Mumbai - 400 001

Sub: Compliance Report

Dear Sir/Madam,

It is hereby certified that the draft scheme of arrangement involving Cipla Limited (“**Demerged Company**”), Cipla BioTec Limited (“**Resulting Company 1**”) and Cipla Health Limited (“**Resulting Company 2**”) does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular dated 22nd December 2020 (“SEBI Circular”) including the following:

Sr.No	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements – Yes, Complied
2	Regulation 11 of LODR Regulations	Compliance with securities laws – Yes, Complied
Requirements of this circular		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges – Yes, Complied
(b)	Para (I)(A)(3)	<p>Conditions for schemes of arrangement involving unlisted entities.</p> <p>Conditions as stated in Part (I)(A)(3) (a) of SEBI Circular relating to submission of information in specified format in the explanatory statement will be complied with at the time of sending the notice to shareholders.</p> <p>Conditions as stated in Part (I)(A)(3) (b) and Part (I)(A)(3) (c) of SEBI Circular are not applicable since the Scheme does not involve merger of unlisted entity with a listed entity.</p>

(c)	Para (I)(A)(4) (a)	Submission of Valuation Report – Yes, Complied
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards - Yes, Complied
(e)	Para (I)(A)(9)	<p>Provision of approval of public shareholders through e-voting.</p> <p>The Scheme specifically provides that it is conditional upon the approval by the requisite majority of the shareholders of the Company. E-voting facility will be provided to the shareholders and relevant steps and procedures will be outlined in the notice for the shareholders' meeting.</p> <p>Also, Auditor's certificate stating non-applicability of Part (I)(A)(10)(a) read with Part (I)(A)(10)(b) is enclosed with the application.</p>

Rajendra Chopra
Company Secretary

Umang Vohra
Managing Director & Global
Chief Executive Officer

Certified that the transactions / accounting treatment provided in the draft scheme of arrangement involving Demerged Company and Resulting Company 1 and Resulting Company 2 are in compliance with all the Accounting Standards applicable to a listed entity.

Kedar Upadhye
Global Chief Financial Officer

Umang Vohra
Managing Director & Global
Chief Executive Officer