

May 26, 2026

To Listing Department, NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Bandra Kurla Complex, Bandra (E), MUMBAI -400 051 Company Code No. AUROPHARMA	To The Corporate Relations Department BSE LIMITED Phiroze Jeejeebhoy Towers, 25 th floor, Dalal Street, MUMBAI -400 001 Company Code No. 524804
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Dear Sir / Madam,

Sub: Annual Secretarial Compliance Report for the financial year ended 31.03.2026

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the Annual Secretarial Compliance Report for the financial year ended March 31, 2026 issued by a Practicing Company Secretary.

Please take the information on record.

Thanking you,

Yours faithfully,
For **AUROBINDO PHARMA LIMITED**

B. Adi Reddy
Company Secretary

Encl: as above.

(CIN : L24239TG1986PLC015190)

AUROBINDO PHARMA LIMITED
www.aurobindo.com

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Tel : +91 40 6672 5000 / 6672 1200 Fax: +91 40 6707 4044.

Regd. off.: Plot No. 2, Maithrivihar, Ameerpet, Hyderabad - 500 038, Telangana., India. Tel: +91 40 2373 6370/ 2374 7340 Fax: +91 40 2374 1080 / 2374 6833
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MRR & ASSOCIATES

Company Secretaries

Mobile: 98480 34425 / 98480 67500 || E-mail: anderam@rediffmail.com / cs.anderam@gmail.com

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Secretarial Compliance Report of
Aurobindo Pharma Limited for the financial year ended March 31, 2026
(Pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015)

We, MRR & Associates, Practicing Company Secretaries, conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Aurobindo Pharma Limited** [CIN: L24239TG1986PLC015190] (hereinafter referred as the "listed entity"), having its Registered Office at Plot No.2, Maithrivihar, Ameerpet, Hyderabad-500 038. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts /statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2026, complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

We, MRR & Associates, Practicing Company Secretaries, have examined:

- (a) All the documents and records made available to me and explanations provided by **Aurobindo Pharma Limited** (the "listed entity"),
- (b) The filings / submissions made by the listed entity to the stock exchanges,
- (c) Website of the listed entity and,
- (d) Other documents / filings, as are relevant, which have been relied upon to make this report,

for the financial year ended March 31, 2026 (the "Review Period") in respect of compliance with the provisions of:

- (a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, and guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars and guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, including:

- a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations, 2015");
- b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; *(Not applicable during the year under review)*
- c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (*Not applicable during the year under review*);
- e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (*Not applicable during the year under review*)
- f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (*Not applicable during the year under review*)
- g) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- h) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/guidelines issued thereunder, and based on the above examination, we hereby report that during the review period:

I (a). The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Compliance Requirement (Regulations/ circulars/ guidelines including specific	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
NONE									

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
<i>There was no observation made in the previous reports.</i>									

II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

I further report that M/s. Deloitte Haskins & Sells, Chartered Accountants, (Firm's Registration No. 008072S) were appointed as the Statutory Auditors of the Company to hold office from the conclusion of the 35th Annual General Meeting held on August 2, 2022 until the conclusion of 40th Annual General Meeting of the Company. There was no event of re-appointment/resignation of statutory auditors of the Company.

Eugia Pharma Specialities Limited, a wholly owned material subsidiary of the Company ("Eugia") has appointed M/s. M S K A & Associates LLP (formerly known as M/s. M S K A & Associates), Chartered Accountants, (a member firm of BDO International), (Firm Registration No.105047W) as its Statutory Auditors, to hold office for a term of 5 (five) consecutive years from the conclusion of 12th Annual General Meeting held on September 8, 2025 till the conclusion of 17th Annual General Meeting of Eugia to be held in the year 2030, in place of M/s. Walker Chandiok & Co., LLP, Chartered Accountants, whose maximum permissible tenure expired at the conclusion of the 12th Annual General Meeting of Eugia. There was no event of re-appointment/resignation of statutory auditors in other material subsidiaries of the Company during the year under review.



III. We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS
1	<p><u>Secretarial Standards:</u></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).</p>	Yes	None
2	<p><u>Adoption and timely updation of the Policies:</u></p> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of the Board of Directors of the listed entity • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars/guidelines issued by SEBI 	Yes Yes	None
3	<p><u>Maintenance and disclosures on Website:</u></p> <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the 	Yes Yes Yes	None
4	<p><u>Disqualification of Director:</u></p> <p>None of the Director(s) of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	None
5	<p><u>Details related to Subsidiaries of listed entities have been examined wrt:</u></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	Yes Yes	None



	<p><u>Preservation of Documents:</u></p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>	Yes	None
7	<p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees during the financial year as prescribed in SEBI Regulations.</p>	Yes	None
8	<p><u>Related Party Transactions:</u></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions.</p> <p>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved / ratified / rejected by the Audit committee.</p>	Yes Yes	None
9	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	Yes	None
10	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	None
11	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>No actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder.</p>	Yes	<p>i) During the Review Period there was no action taken by SEBI / Stock Exchange(s).</p> <p>ii) However, there is a pending matter under SEBI (PIT) Regulations, 2015 against one of the promoters and some of the promoter group and not against the Company.</p> <p>Details as per Annexure.</p>



12	Additional non-compliances, if any: No additional non-compliance observed for all SEBI regulation/circular/guidance note, etc.	Yes	None
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Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Place: Hyderabad
Date : 21.05.2026



**For MRR & ASSOCIATES
Company Secretaries**

A. MOHAN RAMI REDDY
Proprietor

PRC No.6773 /2025
FCS No. 2147 II C. No.16660
UDIN: F002147H000425108

ANNEXURE

In the secretarial compliance report issued under Regulation 24A of SEBI (LODR) Regulations, 2015 for the year ended March 31, 2025, it was reported that during the financial year 2008-09, the Company in the ordinary course of its business, entered into several Licensing and Supply Agreements with Pfizer Inc. ("Pfizer"). The Company issued a Press Release consistent with the Pfizer Press Release on March 3, 2009 to avoid any conjecture in the market. When things stand as above, some trades in the shares of the Company were undertaken by one of the promoters and some of the promoters group ("Promoter Group) to consolidate their shareholding in the Company as per the amendments brought in by SEBI to Takeover Code Regulations. However, the above act of Promoter Group has been considered by SEBI as violation of Insider Trading Regulations of SEBI.

The contentions of the Company and Promoter Group were not accepted by the Adjudicating Officer (AO) and on September 23, 2019, an order was passed by the AO and levied a penalty of Rs.10 million under Section 23 E of SCRA for violation of Clause 36 of the Equity Listing Agreement read with Section 21 of the SCRA and Rs.10 million under Section 15HB for violation of Regulation 12 (1) read with Clause 3.2.1 of Schedule I of the PIT Regulations, 1992 read with regulation 12 (2) of the PIT Regulations, 2015 and Regulation 12 (2) read with Clause 2.1 of Schedule II of the PIT Regulations, 1992 read with Regulation 12 (2) of the PIT Regulations, 2015 on the Company and Rs.132 million under Section 15G for violation of Regulations 3 and 4 of PIT Regulations on the Promoter Group of the Company.

Thereafter, the Company and the said Promoter Group filed an Appeal before the Securities Appellate Tribunal in the above matter. Meanwhile, the Company and the Promoter Group made settlement application on October 25, 2019 before SEBI without admitting or denying any violation for settlement of the matter. Accordingly, a meeting with Internal Committee of SEBI was held on February 5, 2020. The SEBI on April 16, 2020 communicated its acceptance to the settlement proposal of the Company and its Promoter Group. Accordingly, on April 30, 2020 the Company paid Rs.22 million and Promoter Group cumulatively paid Rs.198.2 million to SEBI towards settlement amount for settlement of the above matter.

SEBI vide settlement order dated May 6, 2020 disposed of all the enforcement proceedings of SEBI in respect of the aforesaid allegations against the Company and the Promoter Group and the matter was closed.

However, SEBI on October 23, 2020 informed some of the Promoter Group that there are some calculation errors in the Settlement amounts and asked them to make good certain amounts for which the said Promoter Group filed a writ petition before Hon'ble High Court of Telangana, at Hyderabad. The Hon'ble High Court on November 18, 2020 granted an interim relief to the said Promoter Group by way of suspension of the SEBI direction dated October 23, 2020, subject to depositing of around Rs. 17.5 million with SEBI. Accordingly, the said amount was deposited by the Promoter Group.

It is understood that during the current financial year, the Hon'ble High Court of Telangana at Hyderabad, dismissed the above petition of the Promoter Group.

There were no proceedings in the above matter against the Company with SEBI.

