April 8, 2026

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

Sub: **Public Announcement for the buyback of equity shares of Aurobindo Pharma Limited ("Company")**

Ref: **Regulation 7 of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018.**

Dear Sir / Madam,

This has reference to our letter dated April 6, 2026, wherein it was intimated that the Board of Directors of the Company have approved the buyback of up to 54,23,728 (Fifty Four Lakh Twenty Three Thousand Seven Hundred And Twenty Eight) fully paid-up equity shares of the Company, having a face value of ₹ 1/- (Rupees One only) each ("**Equity Shares**"), at a price of ₹ 1,475/- (Rupees One Thousand Four Hundred And Seventy Five only) per Equity Share payable in cash, for an aggregate amount up to ₹ 800,00,00,000/- (Rupees Eight Hundred Crore only), on a proportionate basis through the tender offer route ("**Buyback**"), in accordance with the Companies Act, 2013, as amended, and rules made thereunder, and the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("**Buyback Regulations**") and other applicable laws.

Please note that, in compliance with Regulation 7(i) of the Buyback Regulations, the public announcement dated April 7, 2026 ("**Public Announcement**") pertaining to the Buyback has been published on April 8, 2026 in the following newspapers:

Publication	Language	Editions
Financial Express	English	All editions
Jansatta	Hindi	All editions
Nava Telangana	Telugu*	Hyderabad edition

**Telugu being regional language wherein the registered office of the Company is located*.

The copy of the said Public Announcement is enclosed as **Annexure 1**. The aforementioned is also available on the Company's website (www.aurobindo.com).

Further, in compliance with Regulation 5(vii) of the Buyback Regulations, a certified copy of the resolutions passed by the Board of Directors of the Company at the meeting held on April 6, 2026, approving the Buyback is enclosed as **Annexure 2**.

We request you to kindly take the above on record.

This is for your information and records.

Thanking you,
For **AUROBINDO PHARMA LIMITED**

Digitally signed by ADI REDDY BADDIGAM
Date: 2026.04.08 12:04:51 +05'30'

B Adi Reddy
Company Secretary & Compliance Officer

Encl.: as above

AUROBINDO PHARMA LIMITED

Corporate Identity Number (CIN): L24239TG1988PLC081010
Registered Office: Plot No. 2, Maitrivihar, Ameerpet, Hyderabad- 500 038, Telangana, India
Corporate Office: Galaxy, Floors, 22-24, Plot No.1, Survey No.83/1, Hyderabad Knowledge City, Raidurg Panmaktha, Ranga Reddy District, Hyderabad - 500032, Telangana, India
Tel.: +91 40 2373 6376/ 2374 7540, Fax: +91 40 2374 6460, Website: www.aurobindo.com, Email: cs@aurobindo.com
Contact Person: Mr. B. Adi Reddy, Company Secretary and Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF AUROBINDO PHARMA LIMITED ("COMPANY") FOR THE BUYBACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH TENDER OFFER ROUTE USING STOCK EXCHANGE MECHANISM AS PRESCRIBED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED FROM TIME TO TIME ("BUYBACK REGULATIONS").

This public announcement ("Public Announcement"/ "PA") is being made pursuant to Regulation 7(i) of the Buyback Regulations, in relation to the buyback of fully paid-up equity shares, having a face value of ₹ 1/- (Rupee One only) each ("**Equity Share**"), by the Company from its Equity Shareholders/ Beneficial Owners through the Tender Offer route using the stock exchange mechanism in accordance with Securities and Exchange Board of India ("**SEBI**") circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with the circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and circular SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 8, 2023, including any further amendments thereof ("**SEBI Circulars**"), and contains the disclosures as specified in Schedule II to the Buyback Regulations.

OFFER TO BUYBACK UP TO 54,23,728 (FIFTY FOUR LAKH TWENTY THREE THOUSAND SEVEN HUNDRED AND TWENTY EIGHT) EQUITY SHARES AT A PRICE OF ₹ 1,475/- (RUPEES ONE THOUSAND FOUR HUNDRED AND SEVENTY FIVE ONLY) PER EQUITY SHARE, PAYABLE IN CASH, ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM FOR AN AGGREGATE CONSIDERATION OF UP TO ₹ 800,00,00,000/- (RUPEES EIGHT HUNDRED CRORE ONLY)

1 DETAILS OF THE BUYBACK OFFER AND BUYBACK PRICE

1.1 At the meeting held on Monday, April 6, 2026 ("**Board Meeting**"), the Board of Directors of the Company (hereinafter referred to as the "**Board**", which expression shall include any committee constituted by the Board to exercise its powers, including the powers conferred by the resolution passed by the Board at the Board Meeting), subject to such approvals of regulatory and/or statutory authorities as may be required under applicable laws, has approved the buyback of up to 54,23,728 (Fifty Four Lakh Twenty Three Thousand Seven Hundred and Twenty Eight) Equity Shares, representing approximately 0.93% of the total number of outstanding Equity Shares of the Company, at a price of ₹ 1,475/- (Rupees One Thousand Four Hundred and Seventy Five Only) per Equity Share ("**Buyback Price**"), subject to any increase to the Buyback Price as may be approved by the Board, payable in cash for an aggregate amount up to ₹ 800,00,00,000/- (Rupees Eight Hundred Crore Only) ("**Buyback Size**"), excluding transaction costs, applicable taxes and other incidental and related expenses, from all of the equity shareholders/ beneficial owners of the Company, including the members of the promoter and promoter group of the Company ("**Promoter & Promoter Group**"), who hold Equity Shares as of the **Record Date** (as defined below) on a proportionate basis through the "**Tender Offer**" route in accordance with the provisions of the Buyback Regulations, Companies Act, 2013, as amended ("**Companies Act**"), rules framed thereunder including the Companies (Share Capital and Debentures) Rules, 2014, as amended ("**Share Capital Rules**") and the Companies (Management and Administration) Rules, 2014, as amended ("**Management Rules**"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing Regulations**"), to the extent applicable, and the SEBI Circulars (hereinafter referred to as "**Buyback**").

1.2 The Buyback Size constitutes 3.93% and 2.62% of the aggregate of the total paid-up equity share capital and free reserves (including securities premium) of the Company as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2025, respectively, and is within the statutory limit of 10% of the aggregate of the total paid-up equity share capital and free reserves (including securities premium) of the Company based on the audited standalone and consolidated financial statements of the Company as at March 31, 2025, under the board approval route as per Section 68 and other applicable provisions of the Companies Act and Regulation 5 and other applicable provisions of the Buyback Regulations. Further since the Equity Shares proposed to be bought back represent approximately 0.93% of the total number of outstanding Equity Shares of the Company as of March 31, 2025 and December 31, 2026, the same is within the 25% limit as per the provisions of the Companies Act and Regulation 4(i) of the Buyback Regulations.

1.3 The Buyback is in accordance with Article 40(b) of the Articles of Association of the Company and Sections 68, 69, 70 and all other applicable provisions, if any, of the Companies Act, and rules framed thereunder, including the Share Capital Rules, the Management Rules, the Listing Regulations to the extent applicable, Buyback Regulations read with SEBI Circulars, subject to such other approvals, permissions, consents, exemptions and sanctions as may be necessary and subject to any modifications and conditions, if any, as may be prescribed by SEBI, Registrar of Companies, Telangana at Hyderabad, National Stock Exchange of India Limited ("**NSE**"), BSE Limited ("**BSE**") and/ or other authorities, institutions or bodies, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions, sanctions and exemptions, which may be agreed by the Board.

1.4 In terms of Regulation 5(via) of the Buyback Regulations, the Board or the committee constituted by the Board, may till 1 (One) working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buyback Size.

1.5 The Buyback Size does not include transaction costs viz. brokerage costs, fees, turnover charges, applicable taxes such as securities transaction tax, goods and services tax, stamp duty, etc., expenses incurred or to be incurred for the Buyback like filing fees payable to SEBI, advisors/ legal fees, public announcement publication expenses, printing and dispatch expenses for Letter of Offer and other incidental and related expenses, etc. ("**Transaction Costs**").

1.6 The Equity Shares of the Company are listed on NSE and BSE ("**Stock Exchanges**"). The Buyback shall be undertaken on a proportionate basis (subject to reservation for small shareholders) from all the equity shareholders/ beneficial owners of the Company, including the members of the Promoter & Promoter Group, who hold Equity Shares as at **Friday, April 17, 2026** (the "**Record Date**") (such shareholders "**Eligible Shareholders**") through the Tender Offer process prescribed under Regulation 4(iv)(a) of the Buyback Regulations and shall be implemented using the stock exchange mechanism as specified in the SEBI Circulars. In this regard, the Company will request BSE to provide the acquisition window for facilitating tendering of Equity Shares under the Buyback and, for the purposes of this Buyback, BSE will be the designated stock exchange.

1.7 The Buyback from the Eligible Shareholders who are residents outside India including non-resident Indians, foreign nationals, foreign corporate bodies (including erstwhile overseas corporate bodies), foreign institutional investors/ foreign portfolio investors, shall be subject to such approvals, if any, and to the extent necessary or required from the concerned authorities including approvals from the Reserve Bank of India ("**RBI**") under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, and that such approvals shall be required to be taken by such non-resident shareholders.

1.8 In terms of the Buyback Regulations, under Tender Offer route, the members of the Promoter & Promoter Group and persons in control of the Company have the option to participate in the Buyback. In this regard, the members of the Promoter & Promoter Group *vide* their letters dated April 7, 2026, have expressed their intention to participate in the Buyback. The extent of their participation in the Buyback has been detailed in Paragraph 6.3 of this Public Announcement.

1.9 The Buyback will not result in any benefit to Promoter & Promoter Group or persons in control of the Company or any directors of the Company except to the extent of the cash consideration received by them from the Company pursuant to their respective participation in the Buyback in their capacity as equity shareholders of the Company, and the change in their shareholding as per the response received in the Buyback, as a result of the extinguishment of Equity Shares, which will lead to reduction in the equity share capital of the Company post Buyback. The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the Listing Regulations. Any change in voting rights of the Promoter & Promoter Group of the Company pursuant to completion of Buyback will not result in any change in control over the Company.

1.10 Participation in the Buyback by Eligible Shareholders may trigger capital gains taxation in India and in their country of residence. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, Eligible Shareholders are advised to consult their own legal, financial and tax advisors for the applicable tax implications prior to participating in the Buyback.

A copy of this Public Announcement is available on the website of the Company (www.aurobindo.com), the website of Manager to the Buyback (www.axiscapital.co.in) and is expected to be available on the website of SEBI (www.sebi.gov.in) during the period of the Buyback and on the website of NSE (www.nseindia.com) and BSE (www.bseindia.com).

2 NECESSITY FOR THE BUYBACK

The Buyback is being undertaken, *inter-alia*, for the following reasons:

2.1 The Buyback will help the Company to reward its shareholders and enhance the overall return to shareholders.

2.2 The Buyback is expected to improve earnings per share and other key ratios such as return on net worth and return on assets over a period of time; and

2.3 The Buyback, which is being implemented through the Tender Offer route as prescribed under the Buyback Regulations, would involve allocation of number of Equity Shares as per their entitlement or 15% of the number of Equity Shares to be bought back, whichever is higher, reserved for small shareholders. The Company believes that the reservation for small shareholders would benefit a large number of public shareholders, who would get classified as "small shareholders" as per Regulation 2(i)(n) of the Buyback Regulations.

3 MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUYBACK

The Company proposes to buyback up to 54,23,728 (Fifty Four Lakh Twenty Three Thousand Seven Hundred and Twenty Eight) Equity Shares, representing 0.93% of the total number of outstanding Equity Shares of the Company as of March 31, 2025 and as of December 31, 2025.

4 MAXIMUM PRICE FOR BUYBACK OF THE EQUITY SHARES AND BASIS OF ARRIVING AT THE BUYBACK PRICE

4.1 The Equity Shares are proposed to be bought back at a price of ₹ 1,475/- (Rupees One Thousand Four Hundred and Seventy Five Only) per Equity Share.

4.2 The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average prices and the closing price of the Equity Shares at the Stock Exchanges.

4.3 The Buyback Price represents:

4.3.1 premium of 20.86% and 21.82% over the volume weighted average market price of the Equity Share on BSE and NSE, respectively, during the 3 (three) months preceding Tuesday, March 31, 2026, being the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback ("**Intimation Date**");

4.3.2 premium of 13.18% and 14.21% over the volume weighted average market price of the Equity Share on BSE and NSE, respectively, during the 2 (two) weeks preceding the Intimation Date;

4.3.3 premium of 13.18% and 13.08% over the closing price of the Equity Share on BSE and NSE, respectively, as on the trading day immediately preceding the Intimation Date, i.e., Monday, March 30, 2026;

4.3.4 premium of 10.09% and 10.04% over the closing price of the Equity Share on BSE and NSE, respectively, as on Monday, April 6, 2026, being the date of the Board Meeting.

4.4 The closing market price of the Equity Shares on the trading day immediately preceding the Intimation Date, i.e., Monday, March 30, 2026, was ₹ 1,303.20/- and ₹ 1,304.40/- and as on the date of the Board Meeting was ₹ 1339.80/- and 1340.40/- on BSE and NSE, respectively.

4.5 As required under Section 68(2)(d) of the Companies Act and Regulation 4(ii) (a) of Buyback Regulations, the ratio of the aggregate of secured and unsecured debts owed by the Company will not be more than twice the paid-up equity share capital and free reserves (including securities premium) after the Buyback based on standalone and consolidated financial statements of the Company as on March 31, 2025, whichever sets out a lower amount.

4.6 In terms of Regulation 5(via) of the Buyback Regulations, the Board may, till 1 (One) working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buyback Size.

5 MAXIMUM AMOUNT OF FUNDS REQUIRED FOR THE BUYBACK, ITS PERCENTAGE OF THE TOTAL PAID-UP CAPITAL AND FREE RESERVES AND SOURCES OF FUNDS FROM WHICH BUYBACK WOULD BE FINANCED

5.1 The maximum amount required for the Buyback will not exceed ₹ 800,00,00,000/- (Rupees Eight Hundred Crore Only) (excluding Transaction Costs). The Buyback Size constitutes 3.93% and 2.62% of the aggregate of the total paid-up share capital and free reserves (including securities premium), as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2025, respectively, which is within the statutory limit of 10% of the total paid-up equity capital and free reserves (including securities premium) of the Company as at March 31, 2025, under the Board approval route as per Section 68 and other applicable provisions of the Companies Act and Regulation 5 and other applicable provisions of the Buyback Regulations.

5.2 The funds for implementation of this proposed Buyback will be sourced out of the free reserves (including securities premium) of the Company and/ or such other sources as may be permitted by Buyback Regulations or the Companies Act. Funds borrowed from banks and financial institutions, if any, will not be used for the Buyback.

5.3 The Company shall transfer from its free reserves and/ or such other sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statements.

6 DETAILS OF HOLDING AND TRANBACTIONS IN THE EQUITY SHARES BY THE MEMBERS OF THE PROMOTER & PROMOTER GROUP, PERSONS IN CONTROL, DIRECTORS/ TRUSTEES OF MEMBERS OF THE PROMOTER & PROMOTER GROUP, DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY AND INTENTION OF MEMBERS OF THE PROMOTER & PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO PARTICIPATE IN THE BUYBACK

6.1 The aggregate shareholding in the Company of (a) the members of the Promoter & Promoter Group and persons in control of the Company; (b) director(s)/ trustee(s) of the companies/ trusts forming part of the Promoter & Promoter Group; (c) the directors (other than members of the Promoter & Promoter Group) and key managerial personnel, as on the date of the Board Meeting, i.e., (Monday, April 6, 2026) and the date of this Public Announcement, are as follows:

6.1.1 Aggregate shareholding of the members of the Promoter & Promoter Group and persons in control of the Company in the Company:

Sr. No.	Name	Category	Number of Equity Shares held	% shareholding
1.	Venkata Ramprasad Reddy Penaka	Promoter	1,78,33,646	3.07
2.	K Nithyananda Reddy	Promoter	2,53,59,572	4.37
	Total (A)		**4,31,93,218**	**7.44**
3.	M Sivakumaran	Promoter Group	1,43,57,432	2.47
4.	K Rajeshwari	Promoter Group	18,08,631	0.31
5.	Suneela Rani Penaka	Promoter Group	1,28,799	0.02
6.	Prasada Reddy Kambham	Promoter Group	2,98,373	0.05
7.	K Suryaprakash Reddy	Promoter Group	7,380	0.00
8.	M Sumanth Kumar Reddy	Promoter Group	15,85,214	0.27
9.	Kirthi Reddy Kambam	Promoter Group	2,00,62,852	3.45
10.	Kambam Spoorthi	Promoter Group	69,39,173	1.19
11.	Penaka Neha Reddy	Promoter Group	Nil	Nil
12.	Trident Chemphar Limited	Promoter Group	7,82,241	0.13
13.	Axis Clinicals Limited	Promoter Group	6,51,920	0.11
14.	RPR Sons Advisors Private Limited, Suneela Rani (joint holding)	Promoter Group	19,45,61,357	33.50
15.	Axis Clinicals Limited, Trident Chemphar Limited, RPR Sons Advisors Private Limited (joint holding)	Promoter Group	1,85,72,131	3.65
	Total (B)		**26,77,55,503**	**44.38**
	Total (A+B)		**30,09,48,721**	**51.82**

6.1.2 Aggregate shareholding of the director(s)/ trustee(s) of the companies/ trusts forming part of the Promoter & Promoter Group in the Company:

Sr No	Name of Company/ Trust forming part of the Promoter & Promoter Group	Name of the Director/ Trustee	No. of Equity Shares	% shareholding
1	Axis Clinicals Limited	Jayachandra Reddy Alluri	29,000	0.01
2	RPR Sons Advisors Private Limited	Venkata Ramprasad Reddy Penaka	1,78,33,646	3.07
		Suneela Rani Penaka	1,28,799	0.02

6.1.3 Aggregate shareholding of the directors and key managerial personnel of the Company (other than members of the Promoter & Promoter Group) in the Company:

Sr. No.	Name	Number of Equity Shares held	% shareholding
1.	S Subramanyam	7,063	Negligible
2.	M Madan Mohan Reddy	2,010	Negligible
	Total	**9,073**	**Negligible**

6.2 No Equity Shares or other specified securities in the Company were either purchased or sold by (a) the members of the Promoter & Promoter Group and persons who are in control of the Company; (b) the director(s)/ trustee(s) of the companies/ trusts forming part of the Promoter & Promoter Group; and (c) directors and key managerial personnel of the Company, during a period of 6 (six) months preceding the date of the Board Meeting where the Buyback was approved and until the date of this Public Announcement, except as set out below:

Name	Aggregate no. of Equity Shares allotted / transferred	Nature of transaction	Maximum price per Equity Share (₹)*	Date of maximum price	Minimum price per Equity Share (₹)*	Date of minimum price
Jayachandra Reddy Alluri	1,480	Sale	1,270	March 10, 2026	1,268	March 10, 2026

* Excluding transaction costs such as brokerage, securities transaction tax etc.

6.3 Intention of members of the Promoter & Promoter Group and persons in control of the Company to participate in the Buyback:

In terms of the Buyback Regulations, under Tender Offer route, the members of the Promoter & Promoter Group and persons in control of the Company have the option to participate in the Buyback. In this regard, the members of the Promoter & Promoter Group vide their letters dated April 7, 2026, have expressed their intention to participate in the Buyback and tender up to the number of Equity Shares set out in the table below, or such lower number of Equity Shares as permitted under the applicable law:

Sr. No.	Name	Number of Equity Shares held	Maximum number of Equity Shares intended to be tendered up to
1.	Venkata Ramprasad Reddy Penaka	1,78,33,646	3,22,000
2.	K Nithyananda Reddy	2,53,59,572	4,58,000
3.	M Sivakumaran	1,43,57,432	2,60,000
4.	K Rajeshwari	18,08,631	33,000
5.	Suneela Rani Penaka	1,28,799	3,000
6.	Prasada Reddy Kambham	2,98,373	6,000
7.	K Suryaprakash Reddy	7,380	Nil
8.	M Sumanth Kumar Reddy	15,85,214	29,000
9.	Kirthi Reddy Kambam	2,00,62,852	3,62,000
10.	Kambam Spoorthi	69,39,173	1,26,000
11.	Trident Chemphar Limited	7,82,241	15,000
12.	Axis Clinicals Limited	6,51,920	12,000
13.	RPR Sons Advisors Private Limited, Suneela Rani (joint holding)	19,45,61,357	35,07,000
14.	Axis Clinicals Limited, Trident Chemphar Limited, RPR Sons Advisors Private Limited (joint holding)	1,85,72,131	3,00,000
	Total	**30,09,48,721**	**54,33,000**

6.4 The entire shareholding of the members of the Promoter & Promoter Group is in demat mode. The details of the date and price of acquisition of the Equity Shares proposed to be tendered in the Buyback by the members of the Promoter & Promoter Group and persons in control of the Company who intend to participate in the Buyback are set out below.

6.4.1 Venkata Ramprasad Reddy Penaka

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	3,22,000	Nil

Note: (1) Received a total of 90,00,000 equity shares pursuant to the bonus issuance, of which 1,66,354 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.2 K Nithyananda Reddy

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	4,58,000	Nil

Note: (1) Received a total of 1,37,62,350 equity shares pursuant to the bonus issuance.

6.4.3 M Sivakumaran

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	2,60,000	Nil

Note: (1) Received a total of 73,45,680 equity shares pursuant to the bonus issuance, of which 1,33,926 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.4 K Rajeshwari

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	33,000	Nil

Note: (1) Received a total of 9,47,750 equity shares pursuant to the bonus issuance, of which 16,869 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.5 Suneela Rani Penaka

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	September 30, 2021[1]	Gift from member of Promoter & Promoter Group	1	3,000	Nil

Note: (1) Received a total of 1,30,000 equity shares from Penaka Neha Reddy, a member of the Promoter & Promoter Group, of which 1,201 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.6 Prasada Reddy Kambham

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	6,000	Nil

Note: (1) Received a total of 2,00,576 equity shares pursuant to the bonus issuance, of which 2,753 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.7 M Sumanth Kumar Reddy

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	29,000	Nil

Note: (1) Received a total of 5,00,000 equity shares pursuant to the bonus issuance, of which 14,786 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

Contd.

6.4.8 Kirthi Reddy Kambam

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	3,62,000	Nil

Note: (1) Received a total of 1,03,60,000 equity shares pursuant to the bonus issuance, of which 1,87,148 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024

6.4.9 Kambam Spoorthi

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	1,26,000	Nil

Note: (1) Received a total of 38,00,000 equity shares pursuant to the bonus issuance, of which 80,827 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024

6.4.10 Trident Chemphar Limited

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	March 18 2020[1]	Market purchase	1	15,000	392.82

Note: (1) Acquired a total of 1,30,000 equity shares through market purchase at a weighted average price of ₹ 392.82/- of which 2,296 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024

6.4.11 Axis Clinicals Limited

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	12,000	Nil

Note: (1) Received a total of 28,19,745 equity shares pursuant to the bonus issuance, of which 6,099 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024

6.4.12 RPR Sons Advisors Private Limited, Sunsela Rani (Joint holding)

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	January 19, 2017[1]	Contribution by partners through an off-market transfer	1	35,07,000	12.12

Note: (1) 18,63,76,250 Equity Shares of the Company were contributed by Sunsela Rani Penaka, a member of the Promoter & Promoter Group, at a weighted average price of ₹ 12.12/- per equity share, of which 18,14,893 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024

6.4.13 Axis Clinicals Limited, Trident Chemphar Limited, RPR Sons Advisors Private Limited (Joint holding)

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	March 30, 2017[1][2]	Contribution by partners through an off-market transfer	1	3,00,000	32.64

Note: (1) 45,79,490 equity shares of the Company were contributed by Axis Clinicals Limited and 1,21,47,226 Equity Shares of the Company were contributed by Trident Chemphar Limited both members of the Promoter & Promoter Group, at a weighted average price of ₹ 32.64/- per equity share, of which 1,54,585 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024

7 CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE COMPANIES ACT

7.1 All the Equity Shares of the Company are fully paid up.

7.2 The Company shall not issue and allot any Equity Shares or other specified securities (including by way of bonus), from the date of the Board Meeting till the expiry of the Buyback period, i.e., the date on which the payment of consideration is made to the shareholders who have accepted the Buyback, except in discharge of subsisting obligations through conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares. There are no subsisting obligations to issue or allot any Equity Shares or other specified securities through conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares.

7.3 Unless otherwise specifically permitted by any relaxation issued by SEBI and/ or any other regulatory authority, the Company shall not raise further capital for a period of 1 (One) year, as prescribed under the provisions of Regulation 24(i)(f) of the Buyback Regulations, from the expiry of the Buyback period, i.e., the date on which the payment of consideration is made to the shareholders who have accepted the Buyback, except in discharge of its subsisting obligations.

7.4 The Company, as per the provisions of Section 68(8) of the Companies Act, will not make a further issue of the same kind of shares or other securities including allotment of new shares under Section 62(1)(a) or other specified securities within a period of 6 (Six) months except by way of a bonus issue or in the discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares.

7.5 The Company shall not withdraw the Buyback after the Public Announcement of the offer to Buyback is made.

7.6 The Company will ensure consequent reduction of its share capital post Buyback and the Equity Shares bought back by the Company will be extinguished and physically destroyed in the manner prescribed under the Buyback Regulations and the Companies Act within the specified timelines.

7.7 The Company shall not buyback locked-in Equity Shares and non-transferable Equity Shares until the pendency of the lock-in or till the Equity Shares become transferable.

7.8 The consideration for the Buyback shall be paid by the Company only by way of cash.

7.9 Funds borrowed from banks and financial institutions, if any, will not be used for the Buyback.

7.10 The Company shall not buyback its Equity Shares or other specified securities from any person through negotiated deals whether on or off the Stock Exchanges or through spot transactions or through any private arrangement in the implementation of Buyback.

7.11 There are no defaults (either in the past or subsisting) in the repayment of any deposits (including interest payable thereon), redemption of debentures or preference shares, payment of dividend or repayment of any term loans to any financial institution or banks (including interest payable thereon), as the case may be, and in case of defaults which have ceased to subsist, if any, a period of more than 3 (three) years has lapsed.

7.12 The Company has not undertaken a buyback of any of its securities during the period of 1 (One) year immediately preceding the date of the Board Meeting.

7.13 The Company has been in compliance with Sections 92, 123, 127 and 129 of the Companies Act.

7.14 The aggregate amount of the Buyback (i.e., up to ₹ 800,00,00,000/- (Rupees Eight Hundred Crore Only) does not exceed 10% of the aggregate of the total paid-up equity share capital and free reserves (including securities premium) of the Company as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2025.

7.15 The maximum number of Equity Shares proposed to be purchased under the Buyback (i.e., 54,23,728 (Fifty Four Lakh Twenty Three Thousand Seven Hundred and Twenty Eight) Equity Shares) does not exceed 25% of the total number of outstanding Equity Shares of the Company as at March 31, 2025 and December 31, 2025.

7.16 The Company shall not make any offer of buyback within a period of 1 (One) year reckoned from the date of expiry of the Buyback period i.e., the date on which the payment of consideration is made to the shareholders whose equity shares have been accepted in the Buyback.

7.17 The Company shall comply with the statutory and regulatory timelines in respect of the Buyback in such manner as prescribed under the Companies Act and/ or the Buyback Regulations and any other applicable laws.

7.18 The Buyback shall be completed within a period of 1 (One) year from the date of passing of the Board resolution approving the Buyback.

7.19 There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Companies Act, as on date.

7.20 The ratio of the aggregate of secured and unsecured debts owned by the Company shall not be more than twice its paid-up capital and free reserves (including securities premium) after the Buyback, based on latest audited standalone and consolidated financial statements of the Company, as prescribed under the Companies Act and rules made thereunder and Buyback Regulations.

7.21 The Company is not buying back its Equity Shares so as to delist its shares or other specified securities from the Stock Exchanges.

7.22 The Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including its own subsidiary companies, or through any investment company or group of investment companies.

7.23 As per Regulation 24(i)(a) of the Buyback Regulations, the members of the Promoter & Promoter Group, and their associates, shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the members of the Promoter & Promoter Group) from the date of the Board resolution approving the Buyback till the closing of the Buyback offer.

7.24 In accordance with Regulation 8 of the Buyback Regulations, the Company shall reserve 15% of the number of Equity Shares which the Company proposes to buyback or such number of Equity Shares entitled as per the shareholding of small shareholders as on the Record Date, whichever is higher, for the small shareholders as part of the Buyback.

7.25 The Company shall transfer from its free reserves and/ or such other sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statement.

7.26 The Company has outstanding facilities with its lenders. In accordance with Regulation 5(i)(c) and Clause (xii) of Schedule I of the Buyback Regulations, the Company shall not undertake the Buyback unless it has obtained prior consent of its lenders, in case of breach of any covenant with such lenders. The Company confirms that it has obtained the prior consent of its lenders, as necessary, for undertaking the Buyback.

8 CONFIRMATIONS FROM THE BOARD OF THE COMPANY

8.1 As required by Clause (x) of Schedule I of the Buyback Regulations, the Board has confirmed that it has made full enquiry into the affairs and prospects of the Company and has formed an opinion, that:

8.1.1 immediately following the date of the Board Meeting, i.e., Monday, April 6, 2026, approving the Buyback, there will be no grounds on which the Company could be found unable to pay its debts, if any;

8.1.2 as regards the Company's prospects for the year immediately following the date of Board Meeting and having regard to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of 1 (One) year from the date of the Board Meeting; and

8.1.3 in forming its opinion aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act, or the Insolvency and Bankruptcy Code, 2016, as applicable.

9 REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY'S STATUTORY AUDITORS

The text of the report dated April 6, 2026, of M/s. Deloitte Haskins & Sells, Chartered Accountants, the statutory auditors of the Company, addressed to the Board of the Company is reproduced below:

Quote

To,
Board of Directors,
Aurobindo Pharma Limited
Galaxy, Floor 22-24; Plot No 1, Sy No 83/1
Hyderabad Knowledge City,
Raidurg Panmaktha Hydorabad,
Telangana – 500032

Re: Statutory Auditor's Report in respect of proposed buyback of equity shares by Aurobindo Pharma Limited (the "Company") in terms of Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("the Buyback Regulations")

1. This Report is issued in accordance with the terms of our engagement letter March 25, 2026.

2. The Board of Directors of the Company have approved a proposal for buyback of Equity Shares by the Company at its meeting held on April 06, 2026, in pursuance of the provisions of Sections 68, 69 and 70 of the Companies Act, 2013, as amended (the "Act") and the Buyback Regulations.

3. We have been requested by the Management of the Company to provide a report on the accompanying "Statement of Permissible Capital Payment for the year ended and as at March 31, 2025" ("Annexure A") (hereinafter referred to as the "Statement"). This Statement has been prepared by the Management, which we have stamped for the purposes of identification only.

Management's Responsibility:

4. The preparation of the Statement in compliance with the proviso to Section 68(2)(b) of the Act and the proviso to Regulation 5(i)(b) of the Buyback Regulations and compliance with the Buyback Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation, and making estimates that are reasonable in the circumstances.

5. As the Buyback Regulations and the Act do not define the term "insolvent", the Company has applied the guidance provided in paragraphs 25 and 26 of Ind AS 1, Presentation of Financial Statements, which relate to the assessment of the Company's ability to continue as a going concern for a period of one year from April 06, 2026. The Board of Directors are responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion as specified in (x) of Schedule I to the SEBI Buyback Regulations and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from April 06, 2026 (date of passing of the Board Meeting resolution).

Auditor's Responsibility:

6. Pursuant to the requirements of the Buyback Regulations, it is our responsibility to provide a reasonable assurance that:

i. we have inquired into the state of affairs of the Company in relation to the annual audited standalone and consolidated financial statements for the year ended and as at March 31, 2025 which were approved by the Board of Directors of the Company at their meeting held on May 26, 2025, and adopted by the shareholders of the Company in the Annual General Meeting held on September 10, 2025;

ii. the amount of permissible capital payment as stated in Annexure A, has been properly determined considering the annual audited standalone and consolidated financial statements for the year ended and as at March 31, 2025 in accordance with the proviso to Section 68(2)(b) of the Act and the proviso to Regulation 5(i)(b) of the Buyback Regulations; and

iii. the Board of Directors of the Company, in their meeting held on April 06, 2026 have formed the opinion as specified in Clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent (as defined in management responsibility above) within a period of one year from the aforesaid date with regard to the proposed buyback is approved at Board meeting.

7. The annual standalone and consolidated financial statements referred to in paragraph 6 above, have been audited by us, on which we have issued an unmodified audit opinion in our reports each dated May 26, 2025. We conducted our audit of the annual standalone and consolidated financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Our audit was not planned and performed in connection with any transactions to identify matters that may be of potential interest to third parties.

8. We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes (Revised 2016), issued by the Institute of Chartered Accountants of India (the "Guidance Note") and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this report. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

9. We have complied with the relevant applicable requirements of the 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 Buyback.

Opinion

10. Based on inquiries conducted and our examination as above, we report that:

i. We have inquired into the state of affairs of the Company in relation to its annual audited standalone and consolidated financial statements for the year ended and as at March 31, 2025, which have been approved by the Board of Directors of the Company in their meeting held on May 26, 2025.

ii. The amount of permissible capital payment towards the proposed buy back of equity shares as computed in the Statement attached herewith, as Annexure A, in our view has been properly determined in accordance with the proviso to Section 68(2)(b) of the Act and the proviso to Regulation 5(i)(b) of the Buyback Regulations.

iii. The Board of Directors of the Company, at their meeting held on April 06, 2026 have formed their opinion as specified in clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company having regard to its state of affairs, will not be rendered insolvent (as defined in management responsibility above) within a period of one year from the date of passing the Board Resolution dated April 06, 2026.

Restriction on use

11. This report has been issued at the request of the Company solely for use of the Company:

i. in connection with the proposed buyback of equity shares of the Company as mentioned in paragraph 2 above;

ii. to enable the Board of Directors of the Company to include in the Letter of offer and other documents pertaining to buyback to be filed with:

a. the Registrar of Companies, Securities and Exchange Board of India, stock exchanges, and any other regulatory authority as per applicable law; and

b. the Central Depository Services (India) Limited, National Securities Depository Limited and

c. to share with the Manager to Buyback offer in connection with the proposed buyback of equity shares of the Company for onward submission to relevant authorities in pursuance to the provisions of Section 68 and other applicable provisions of the Act and the Buyback Regulations, and may not be suitable for any other purpose.

This report should not be used for any other purpose 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 report is shown or into whose hands it may come without our prior consent in writing.

For Deloitte Haskins & Sells
Chartered Accountants
(Firm's Registration No 008072S)

Sd/-
C Manish Muralidhar
(Partner)
(Membership No. 213849)
(UDIN: 26213849BFRKCF8227)

Place: Denver, USA
Date: April 06, 2026

Annexure A - Statement of Permissible Capital Payment as at March 31, 2025:

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with the proviso to Section 68(2)(b) of the Companies Act, 2013 ("the Act") and read with proviso to Regulation 5(i)(b) of Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended, based on annual audited standalone and consolidated financial statements as at and for the year ended March 31, 2025.

(Amount in ₹ millions)

Particulars		Amount - Standalone	Amount - Consolidated
Paid up Equity Share Capital as on March 31, 2025 (580,801,623 fully paid-up Equity Shares of ₹ 1 each)	(A)	580.8	580.8
Free Reserves as on March 31, 2025			
Securities Premium		-	751.1
General Reserve		2,013.9	2,257.0
Retained Earnings		200,904.0	302,216.5
Total Free Reserves	**(B)**	**202,917.9**	**305,224.6**
Total	**C=(A+B)**	**203,498.7**	**305,805.4**
Maximum amount permissible towards buyback of equity shares in accordance with the proviso to Section 68(2)(b) of the Companies Act, 2013 and read with proviso to Regulation 5(i)(b) of Buyback Regulations (10% of the total Paid-up equity capital and free reserves of standalone and consolidated financial statements)	C * 10%	20,349.9	30,580.5
Maximum amount permissible for buyback (lower of Standalone and Consolidated amounts			20,349.9

Notes:

1) The amount of paid-up equity share capital and free reserves as at March 31, 2025 have been extracted from the annual audited standalone and consolidated financial statements of the Company as at and for the year ended March 31, 2025.

2) As the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 as amended and the Act do not define the term "insolvent", the Company has applied the guidance provided in paragraphs 25 and 26 of Ind AS 1, Presentation of Financial Statements, which relate to the assessment of the Company's ability to continue as a going concern for a period of one year from April 06, 2026 as well as for a period of one year immediately following the date of passing of the Board Meeting resolution.

For and on behalf of Board of Directors of Aurobindo Pharma Limited

Sd/-
K. Nithyananda Reddy
Vice Chairman and Managing Director

Date : April 06, 2026

Unquote

10 RECORD DATE AND SHAREHOLDER ENTITLEMENT

10.1 As required under the Buyback Regulations, the Company has fixed Friday, April 17, 2026, as the Record Date for the purpose of determining the entitlement and the names of the Eligible Shareholders, who will be eligible to participate in the Buyback.

10.2 In due course, Eligible Shareholders will receive a letter of offer in relation to the Buyback ("**Letter of Offer**") along with a Tender Offer form indicating the entitlement of the Eligible Shareholder for participating in the Buyback. Even if the Eligible Shareholder does not receive the Letter of Offer along with a tender form, the Eligible Shareholder may participate and tender shares in the Buyback.

As required under the Buyback Regulations, the dispatch of the Letter of Offer shall be through electronic mode only, within 2 (Two) working days from the Record Date and, if any Eligible Shareholder requires a physical copy of the Letter of Offer, a request has to be sent to the Company or the Registrar to the Buyback and the same shall be provided.

10.3 The Equity Shares proposed to be bought back by the Company shall be divided into two categories: (a) reserved category for small shareholders; and (b) general category for all other Eligible Shareholders.

10.4 As defined in Regulation 2(1)(n) of the Buyback Regulations, a "Small Shareholder" is a shareholder of the Company who holds Equity Shares whose market value, on the basis of the closing price of the Equity Shares on the Stock Exchanges having the highest trading volume as on the Record Date, is not more than ₹ 2,00,000/- (Rupees Two Lakh Only).

10.5 In accordance with Regulation 6 of the Buyback Regulations, 15% of the number of Equity Shares which the Company proposes to buy back or the number of Equity Shares entitled as per the shareholding of Small Shareholders as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders as part of the Buyback.

10.6 Based on the shareholding on the Record Date, the Company will determine the entitlement of each Eligible Shareholder, including Small Shareholders, to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective Eligible Shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such Eligible Shareholder belongs to. The final number of Equity Shares that the Company shall purchase from each Eligible Shareholder will be based on the total number of Equity Shares tendered by such Eligible Shareholder. Accordingly, the Company may not purchase all of the Equity Shares tendered by an Eligible Shareholder.

10.7 In accordance with Regulation 9(ix) of the Buyback Regulations, in order to ensure that the same Eligible Shareholder with multiple demat accounts/ folios do not receive a higher entitlement under the small shareholder category, the Company shall club together the Equity Shares held by such Eligible Shareholders with a common permanent account number ("**PAN**") for determining the category (small shareholder or general) and entitlement under Buyback. In case of joint shareholding, the Company will club together the Equity Shares held in cases where the sequence of PANs of the joint shareholders is identical. In case of Eligible Shareholders holding Equity Shares in physical form, where the sequence of PANs is identical or where the PAN of all joint shareholders are not available,

Contd.

the Company will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the sequence of the PANs and the names of joint shareholders are identical. The shareholding of institutional investors like mutual funds, pension funds/ trusts, insurance companies etc. with common PAN will not be clubbed together for determining the category and will be considered separately, where these Equity Shares are held for different schemes and have a different demat account nomenclature based on information prepared by the registrar and transfer agent as per the shareholder records received from the depositories.

10.8 After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Eligible Shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlement in the other category.

10.9 The participation of Eligible Shareholders in the Buyback is voluntary. Eligible Shareholders holding Equity Shares of the Company can choose to participate and get cash in lieu of shares to be accepted under the Buyback or they may choose not to participate. Eligible Shareholders holding Equity Shares of the Company may also accept a part of their entitlement. Eligible Shareholders holding Equity Shares also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other shareholders, if any. Further, the Equity Shares held under the category of "clearing members" or "corporate body margin account" or "corporate body – broker" as per the beneficial position data as on Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately where these Equity Shares are assumed to be held on behalf of clients.

10.10 The maximum number of Equity Shares that can be tendered under the Buyback by any Eligible Shareholder cannot exceed the number of Equity Shares held by the Eligible Shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that demat account.

10.11 The Equity Shares tendered as per the entitlement by Eligible Shareholders holding Equity Shares of the Company as well as additional shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. If the Buyback entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buyback entitlement to tender Equity Shares in the Buyback. The entitlement under the Buyback will be done using the mechanism notified under the SEBI Circulars.

10.12 Participation in the Buyback by Eligible Shareholders may trigger capital gains taxation in India and in their country of residence. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, Eligible Shareholders are advised to consult their own legal, financial and tax advisors for the applicable tax implications prior to participating in the Buyback.

10.13 Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant timetable will be included in the Letter of Offer to be sent to the Eligible Shareholder(s).

11 PROCESS AND METHODOLOGY FOR BUYBACK

11.1 The Buyback is open to all Eligible Shareholders holding Equity Shares either in physical and/ or in dematerialized form as on Record Date.

11.2 The Buyback shall be implemented using the 'Mechanism for acquisition of shares through Stock Exchange' as specified by the SEBI Circulars ("**Stock Exchange Mechanism**") and following the procedure prescribed in the Companies Act and the Buyback Regulations, and as may be determined by the Board (including the committee of the Board authorized to complete the formalities of the Buyback) on such terms and conditions as may be permitted by law from time to time.

11.3 For implementation of the Buyback, the Company has appointed Axis Capital Limited as the registered broker to the Company ("**Company's Broker**") to facilitate the process of tendering of Equity Shares through the Stock Exchange Mechanism for the Buyback and through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:

AXIS CAPITAL

AXIS CAPITAL LIMITED
1st Floor, Axis House, P. B. Marg, Worli, Mumbai - 400 025
Tel: +91 22 4325 5517; Fax: +91 22 4325 3000
Contact Person: Amit Gala
Email: api.buyback@axiscap.in
SEBI Registration Number: INZ000189931

11.4 BSE will be the designated stock exchange for the purpose of this Buyback. The Company will request BSE to provide the separate acquisition window ("**Acquisition Window**") to facilitate placing of sell orders by Eligible Shareholders who wish to tender Equity Shares in the Buyback. The details of the Acquisition Window will be specified by BSE from time to time.

11.5 During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock broker(s) ("**Seller Member(s)**") during normal trading hours of the secondary market. The Seller Member can enter orders for Equity Shares held in dematerialized form and physical form. In the tendering process, the Company's Broker may also process the orders received from the Eligible Shareholders.

11.6 In the event the Seller Member(s) of any Eligible Shareholder is not registered with BSE as a trading member/ stock broker, then that Eligible Shareholder can approach any BSE registered stock broker and can register themselves by using quick unique client code ("**UCC**") facility through the BSE registered stock broker (after submitting all details as may be required by such BSE registered stock broker in compliance with applicable law). In case the Eligible Shareholders are unable to register using UCC facility through any other BSE registered broker, Eligible Shareholders may approach Company's Broker i.e., Axis Capital Limited, to place their bids, subject to completion of KYC requirements as required by the Company's Broker.

11.7 Modification/ cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the tendering period of the Buyback. Multiple bids made by a single Eligible Shareholder for selling Equity Shares shall be clubbed and considered as "one bid" for the purposes of acceptance.

The cumulative quantity tendered shall be made available on the website of BSE (www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.

11.8 Further, the Company will not accept Equity Shares tendered for Buyback which are under restraint order of the court/ any other competent authority for transfer/ sale and/ or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise.

11.9 Procedure to be followed by Eligible Shareholders holding Equity Shares in dematerialized form

11.9.1 Eligible Shareholders who desire to tender their Equity Shares held by them in dematerialized form under the Buyback would have to do so through their respective Seller Member by indicating to the concerned Seller Member, the details of Equity Shares they intend to tender under the Buyback.

11.9.2 The Seller Member(s) would be required to place an order/ bid on behalf of the Eligible Shareholders who wish to tender Equity Shares in the Buyback using the Acquisition Window of BSE. For further details, Eligible Shareholders may refer to the circulars issued by BSE and Indian Clearing Corporation Limited ("**Clearing Corporation**").

11.9.3 The details of the settlement number under which the lien will be marked on the Equity Shares tendered for the Buyback will be provided in a separate circular to be issued by BSE and the Clearing Corporation.

11.9.4 The lien shall be marked by the Seller Member in the demat account of the Eligible Shareholder for the shares tendered in Tender Offer. Details of shares marked as lien in the demat account of the Eligible Shareholder shall be provided by the depositories to the Clearing Corporation. In case, the Eligible Shareholder's demat account is held with one depository and clearing member pool and Clearing Corporation account is held with other depository, shares shall be blocked in the Eligible Shareholder's demat account at source depository during the tendering period. Inter depository Tender Offer ("IDT") instructions shall be initiated by the Eligible Shareholder at source depository to clearing members/ Clearing Corporation account at target depository. Source depository shall block the shareholder's securities (i.e., transfers from free balance to blocked balance) and send IDT message to target depository for confirming creation of lien. Details of shares blocked in the Eligible Shareholder's demat account shall be provided by the target depository to the Clearing Corporation.

11.9.5 For orders placed with respect to dematerialized Equity Shares, by clearing members orders who have been allocated a custodian participant code by the Clearing Corporation ("**Custodian Participant**"), early pay-in is mandatory prior to confirmation of order by custodian. The custodian shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification by the concerned Seller Member shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.

11.9.6 Upon placing the bid, the Seller Member(s) shall provide a Transaction Registration Slip ("**TRS**") generated by the exchange bidding system to the Eligible Shareholder on whose behalf the bid has been placed. The TRS will contain the details of the order submitted like bid ID number, application number, DP ID, client ID, number of Equity Shares tendered etc. In case of non receipt of the completed tender form and other documents, but lien marked on Equity Shares and a valid bid in the Exchange Bidding System, the bid by such Eligible Shareholder shall be deemed to have been accepted.

11.9.7 It is clarified that in case of dematerialized Equity Shares, submission of the tender form and TRS is not mandatory. After the receipt of the demat Equity Shares by the Clearing Corporation and a valid bid in the exchange bidding system, the Buyback shall be deemed to have been accepted, for Eligible Shareholders holding Equity Shares in demat form.

11.9.8 The Eligible Shareholders will have to ensure that they keep the depository participant ("DP") account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to prorated Buyback decided by the Company. Further, Eligible Shareholders will have to ensure that they keep the bank account attached with the DP account active and updated to receive credit remittance due to acceptance of Buyback of shares by the Company. In the event if any equity shares are tendered to Clearing Corporation, across dematerialized equity shares or unaccepted dematerialized equity shares, if any, tendered by the Eligible Shareholders would be returned to them by the respective Clearing Corporation. If the securities transfer instruction is rejected in the depository system, due to any issue, then such securities will be transferred to the Seller Member's depository pool account for onward transfer to the eligible shareholder. On the date of the settlement, in case of Custodian Participant orders, excess dematerialized shares or unaccepted dematerialized shares, if any, will be returned to the respective custodian depository pool account.

11.9.9 Eligible Shareholders who have tendered their demat shares in the buyback shall also provide all relevant documents, which are necessary to ensure transferability of the demat shares in respect of the tender form to be sent. Such documents may include (but not be limited to): (i) duly attested power of attorney, if any person other than the Eligible Shareholder has signed the tender form; (ii) duly attested death certificate and succession certificate/legal heirship certificate, in case any Eligible Shareholder is deceased, or court approved scheme of merger/amalgamation for a company; and (iii) in case of companies, the necessary certified corporate authorizations (including board and/or general meeting resolutions).

11.10 Procedure to be followed by Eligible Shareholders holding Equity Shares in physical form:

In accordance with SEBI's circular dated July 31, 2020 (circular no. SEBI/HO/CFD/CMD1/CIR/ P/2020/144), shareholders holding Equity Shares in physical form are allowed to tender such shares in a buyback undertaken through the Tender Offer route. However, such tendering shall be as per the provisions of the Buyback Regulations. The procedure is as below.

11.10.1 Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach their respective Seller Member along with the complete set of documents for verification procedures to be carried out before placement of the bid. Such documents will include the (a) Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (b) original share certificate(s), (c) valid share transfer form(s)/ Form SH-4 duly filled and signed by the transferors (i.e., by all registered Shareholders in the same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorising the transfer in favour of the Company, (d) self-attested copy of PAN card(s) of all Eligible Shareholders, (e) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder is deceased, etc., as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the register of members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhar card, voter identity card or passport.

11.10.2 Based on documents mentioned in paragraph 11.10.1 above, the concerned Seller Member shall place an order/ bid on behalf of the Eligible Shareholders holding Equity Shares in physical form who wish to tender Equity Shares in the Buyback, using the Acquisition Window of BSE. Upon placing the bid, the Seller Member shall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like folio number, certificate number, distinctive number, number of Equity Shares tendered etc.

11.10.3 Any Seller Member/ Eligible Shareholder who places a bid for physical Equity Shares, is required to deliver the original share certificate(s) and documents (as mentioned above) along with TRS generated by exchange bidding system upon placing of bid, either by registered post, speed post or courier or hand delivery to the Registrar to the Buyback i.e., KFin Technologies Limited at the address mentioned at paragraph 14 below) on or before the Buyback closing date. The envelope should be super scribed as "Aurobindo Pharma Limited Buyback 2026". One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Seller Member/ Eligible Shareholders.

11.10.4 The Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such verification, BSE shall display such bids as 'unconfirmed physical bids'. Once Registrar to the Buyback confirms the bids, they will be treated as 'confirmed bids'.

11.10.5 In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialization, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialized is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.

11.10.6 An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to the Record Date, in their name, along with the offer form, copy of their PAN card and of the person from whom they have purchased shares and other relevant documents as required for transfer, if any.

11.11 The Buyback from the Eligible Shareholders who are residents outside India including foreign corporate bodies (including erstwhile overseas corporate bodies), foreign portfolio investors, non-resident Indians, members of foreign nationality, if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 2025 and rules and regulations framed thereunder, as applicable, and also subject to the receipt/ provision by such Eligible Shareholders of such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to, approvals from the RBI under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any.

11.12 The reporting requirements for non-resident shareholders under RBI, Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholders and/ or the Eligible Shareholder's broker through which the Eligible Shareholder places the bid.

11.13 Modification/cancellation of orders will only be allowed during the tendering period of the Buyback.

The cumulative quantity of Equity Shares tendered shall be made available on the website of BSE (www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.

12 METHOD OF SETTLEMENT

Upon finalization of the basis of acceptance as per the Buyback Regulations:

12.1 The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.

12.2 The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the Buyback to the Clearing Corporation's bank accounts as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds payout to respective Eligible Shareholders. If the Eligible Shareholders' bank account details are not available or if the funds transfer instruction is rejected by RBI/ bank, due to any reason, then such funds will be transferred to the concerned Seller Member's settlement bank account for onward transfer to such Eligible Shareholders.

12.3 Details in respect of shareholder's entitlement for Tender Offer process will be provided to the Clearing Corporation by the Registrar on behalf of the Company. On receipt of the same, the Clearing Corporation will cancel the excess or unaccepted blocked shares in the demat account of the Eligible Shareholder. On settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporation.

12.4 In case the demat account of the Eligible Shareholder is held with one depository and the Clearing Member pool/ Clearing Corporation account is held with another depository, the Clearing Corporation that holds the Clearing Member pool and Clearing Corporation account of the Eligible Shareholder will cancel the excess or unaccepted shares in the depository that holds the demat account. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with bid accepted details as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source depository will cancel/release excess or unaccepted blocked shares in the demat account of the Eligible Shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/ message received from target depository to the extent of accepted bid shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target Depository on settlement date.

12.5 In relation to the Equity Shares in physical form:

a) If Equity Shares in physical form tendered by Eligible Shareholders are not accepted, the share certificate would be returned to such Eligible Shareholders by registered post or by ordinary post or courier at the Eligible Shareholders' sole risk. The Company also encourages Eligible Shareholders holding Equity Shares in physical form to dematerialize their such Equity Shares.

b) If however, only a portion of the Equity Shares in physical form held by an Eligible Shareholder is accepted in the Buyback, then the Company is authorised to split the share certificate and issue a Letter of Confirmation ("**LOC**") in accordance with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 with respect to the new consolidated share certificate for the unaccepted Equity Shares tendered in the Buyback. The LOC shall be dispatched to the address registered with the Registrar and Transfer Agent of the Company ("**RTA**"). The RTA shall retain the original share certificate and deface the certificate with a stamp "Letter of Confirmation Issued" on the face/ reverse of the certificate to the extent of the excess Equity Shares. The LOC shall be valid for a period of 120 days from the date of its issuance, within which the Equity Shareholder shall be required to make a request to their depository participant for dematerializing the Equity Shares in physical form, in case the Equity Shareholder fails to submit the demat request within the aforementioned period, the RTA shall credit the Equity Shares to a separate demat account of the Company opened for the said purpose.

12.6 In case of certain client types viz. NRI, foreign clients etc. (where there are specific RBI and other regulatory requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Selling Member's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the custodian, each in accordance with the applicable mechanism prescribed by BSE and the Clearing Corporation from time to time.

12.7 Details in respect of shareholder's entitlement for Tender Offer process will be provided to the Clearing Corporation by the Company or Registrar to the Buyback. On receipt of the same, Clearing Corporation will cancel the excess or unaccepted blocked shares in the demat account of the shareholder. On settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporation.

12.8 In the case of inter depository, Clearing Corporation will cancel the excess or unaccepted shares in target depository. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source depository will cancel/ release excess or unaccepted block shares in the demat account of the shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/ message received from target depository to the extent of accepted bid shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target depository on settlement date.

12.9 The Equity Shares bought back in dematerialized form would be transferred directly to the demat escrow account of the Company opened for the Buyback ("**Company Demat Escrow Account**") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Escrow Account on receipt of the Equity Shares from the clearing and settlement mechanism of BSE.

12.10 Eligible Shareholders who intend to participate in the Buyback should consult their respective Seller Member(s) for details of any cost, applicable taxes, charges and expenses (including brokerage) etc., that may be levied by the Seller Member(s) upon the selling shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the Eligible Shareholders in respect of accepted Equity Shares could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Manager to the Buyback and Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the Eligible Shareholders.

12.11 The Seller Member(s) would issue contract note and pay the consideration for the Equity Shares accepted under the Buyback and return the balance unaccepted Equity Shares to their respective clients/ will unblock the excess unaccepted Equity Shares. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.

12.12 The Equity Shares accepted, bought and lying to the credit of the Company Demat Escrow Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

13 COMPLIANCE OFFICER

13.1 The Company has designated the following as the Compliance Officer for the Buyback:

Name	Mr. B. Adi Reddy
Designation	Company Secretary and Compliance Officer
Address	Galaxy, Floors: 22-24, Plot No.1, Survey No.83/1, Hyderabad Knowledge City, Raidurg Panmaktha, Ranga Reddy District, Hyderabad - 500 032, Telangana, India.
Tel no.	+91 40 6672 5333
Email	cs@aurobindo.com

13.2 In case of any clarifications or to address investor grievance, the shareholders may contact the Compliance Officer, from Monday to Friday between 10:00 am (IST) to 5:00 pm (IST) on all working days except public holidays, at the above-mentioned address.

14 INVESTOR SERVICE CENTER AND REGISTRAR TO THE BUYBACK

14.1 The Company has appointed the following as the Registrar to the Buyback:

KFin Technologies Limited
Address: Selenium, Tower B, Plot No 31 & 32 Gachibowli, Financial District Nanakramguda Serilingampally, Hyderabad, Telangana - 500032
Tel. no.: +91 40 6716 2222
Fax no.: +91 40 6716 1563
Contact person: M Murali Krishna
Toll Free number: 18003094001
Email: aurobindo.buyback2026@kfintech.com
Website: www.kfintech.com
Investor Grievance mail: einward.ris@kfintech.com
SEBI Registration Number: INR000000221
Validity: Permanent
CIN: L72400MH2017PLC444072

14.2 In case of any query, the shareholders may also contact the Registrar to the Buyback, from Monday to Friday between 10.00 am (IST) to 5:00 pm (IST) on all working days except public holidays at the above-mentioned address.

15 MANAGER TO THE BUYBACK

The Company has appointed the following as Manager to the Buyback:

AXIS CAPITAL LIMITED
1st Floor, Axis House
P. B. Marg, Worli, Mumbai - 400 025.
Maharashtra, India
Tel.: +91 22 4325 2183; **Fax:** +91 22 4325 3000
Contact Person: Harsh Patel/ Simran Gadh
Email: ap.buyback@axiscap.in
Website: www.axiscapital.co.in
SEBI Registration Number: INM000012029

16 DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board accepts full and final responsibility for all the information contained in this Public Announcement and confirms that this Public Announcement contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of **Aurobindo Pharma Limited**

K. Nithyananda Reddy	M. Madan Mohan Reddy	B. Adi Reddy
Managing Director	Whole-time Director	Company Secretary and Compliance Officer
DIN: 01284195	DIN: 01284265	Membership No.: ACS 10709

Date : April 7, 2026
Place: Hyderabad

AUROBINDO PHARMA LIMITED

Corporate Identity Number (CIN): L24239TG1986PLC015190
Registered Office: Plot No. 2, Maitrivihar, Ameerpet, Hyderabad - 500 038, Telangana, India
Corporate Office: Galaxy, Floors: 22-25, Plot No.1, Survey No.83/1, Hyderabad Knowledge City, Raidurg Panmaktha, Ranga Reddy District, Hyderabad - 500032, Telangana, India
Tel.: +91 40 2373 6374/ 2374 7340; Fax: +91 40 2374 1058/ 2374 6330; Website: www.aurobindo.com; Email: cs@aurobindo.com
Contact Person: Mr. B. Ajit Reddy, Company Secretary and Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF AUROBINDO PHARMA LIMITED ("COMPANY") FOR THE BUYBACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH TENDER OFFER ROUTE USING STOCK EXCHANGE MECHANISM AS PRESCRIBED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED FROM TIME TO TIME ("BUYBACK REGULATIONS").

This public announcement ("**Public Announcement**" / "**PA**") is being made pursuant to Regulation 7(i) of the Buyback Regulations, in relation to the buyback of fully paid-up equity shares, having a face value of ₹ 1/- (Rupee One only) each ("**Equity Shares**"), by the Company from its Equity Shareholders/ Beneficial Owners through the Tender Offer route using the stock exchange mechanism in accordance with Securities and Exchange Board of India ("**SEBI**") circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with the circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and circular SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 8, 2023, including any further amendments thereof ("**SEBI Circulars**"), and contains the disclosures as specified in Schedule II to the Buyback Regulations.

OFFER TO BUYBACK UP TO 54,23,728 (FIFTY FOUR LAKH TWENTY THREE THOUSAND SEVEN HUNDRED AND TWENTY EIGHT) EQUITY SHARES AT A PRICE OF ₹ 1,475/- (RUPEES ONE THOUSAND FOUR HUNDRED AND SEVENTY FIVE ONLY) PER EQUITY SHARE, PAYABLE IN CASH, ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM FOR AN AGGREGATE CONSIDERATION OF UP TO ₹ 800,00,00,000/- (RUPEES EIGHT HUNDRED CRORE ONLY).

1 DETAILS OF THE BUYBACK OFFER AND BUYBACK PRICE

1.1 At the meeting held on Monday, April 6, 2026 ("**Board Meeting**"), the Board of Directors of the Company (hereinafter referred to as the "**Board**", which expression shall include any committee constituted by the Board to exercise its powers, including the powers conferred by the resolution passed by the Board at the Board Meeting), subject to such approvals of regulatory and/or statutory authorities as may be required under applicable laws, has approved the buyback of up to 54,23,728 (Fifty Four Lakh Twenty Three Thousand Seven Hundred and Twenty Eight) Equity Shares, representing approximately 0.93% of the total number of outstanding Equity Shares of the Company, at a price of ₹ 1,475/- (Rupees One Thousand Four Hundred and Seventy Five Only) per Equity Share ("**Buyback Price**"), subject to any increase to the Buyback Price as may be approved by the Board, payable in cash for an aggregate amount up to ₹ 800,00,00,000/- (Rupees Eight Hundred Crore Only) ("**Buyback Size**"), excluding transaction costs, applicable taxes and other incidental and related expenses, from all of the equity shareholders/ beneficial owners of the Company, including the members of the promoter and promoter group of the Company ("**Promoter & Promoter Group**"), who hold Equity Shares as of the Record Date (*as defined below*) on a proportionate basis through the "**Tender Offer**" route in accordance with the provisions of the Buyback Regulations, Companies Act, 2013, as amended ("**Companies Act**"), rules framed thereunder including the Companies (Share Capital and Debentures) Rules, 2014, as amended ("**Share Capital Rules**"), and the Companies (Management and Administration) Rules, 2014, as amended ("**Management Rules**"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing Regulations**"), to the extent applicable, and the SEBI Circulars (hereinafter referred to as "**Buyback**").

1.2 The Buyback Size constitutes 3.93% and 2.62% of the aggregate of the total paid-up equity share capital and free reserves (including securities premium) of the Company as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2025, respectively, and is within the statutory limit of 10% of the aggregate of the total paid up equity share capital and free reserves (including securities premium) of the Company based on the audited standalone and consolidated financial statements of the Company as at March 31, 2025, under the board approval route as per Section 68 and other applicable provisions of the Companies Act and Regulation 5 and other applicable provisions of the Buyback Regulations. Further, since the Equity Shares proposed to be bought back represent approximately 0.93% of the total number of outstanding Equity Shares of the Company as of March 31, 2025 and December 31, 2025, the same is within the 25% limit as per the provisions of the Companies Act and Regulation 4(i) of the Buyback Regulations.

1.3 The Buyback is in accordance with Article 40(b) of the Articles of Association of the Company and Sections 68, 69, 70 and all other applicable provisions, if any, of the Companies Act, and rules framed thereunder, including the Share Capital Rules, the Management Rules, the Listing Regulations to the extent applicable, Buyback Regulations read with SEBI Circulars, subject to such other approvals, permissions, consents, exemptions and sanctions, as may be necessary and subject to any modifications and conditions, if any, as may be prescribed by SEBI, Registrar of Companies, Telangana at Hyderabad, National Stock Exchange of India Limited ("**NSE**") BSE Limited ("**BSE**") and/ or other authorities, institutions or bodies, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions, sanctions and exemptions, which may be agreed by the Board.

1.4 In terms of Regulation 5(vii) of the Buyback Regulations, the Board or the committee constituted by the Board, may till 1 (One) working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buyback Size.

1.5 The Buyback Size does not include transaction costs viz. brokerage costs, fees, turnover charges, applicable taxes such as securities transaction tax, goods and services tax, stamp duty, etc., expenses incurred or to be incurred for the Buyback like filing fees payable to SEBI, advisors' legal fees, public announcement publication expenses, printing and dispatch expenses for Letter of Offer and other incidental and related expenses, etc. ("**Transaction Costs**").

1.6 The Equity Shares of the Company are listed on NSE and BSE ("**Stock Exchanges**"). The Buyback shall be undertaken on a proportionate basis (subject to reservation for small shareholders) from all the equity shareholders/ beneficial owners of the Company, including the members of the Promoter & Promoter Group, who hold Equity Shares as at **Friday, April 17, 2026** (the "**Record Date**") (such shareholders "**Eligible Shareholders**") through the Tender Offer process prescribed under Regulation 4(iv)(a) of the Buyback Regulations and shall be implemented using the stock exchange mechanism as specified in the SEBI Circulars. In this regard, the Company will request BSE to provide the acquisition window for facilitating tendering of Equity Shares under the Buyback and, for the purposes of this Buyback, BSE will be the designated stock exchange.

1.7 The Buyback from the Eligible Shareholders who are residents outside India including non-resident Indians, foreign nationals, foreign corporate bodies (including erstwhile overseas corporate bodies), foreign institutional investors/ foreign portfolio investors, shall be subject to such approvals, if any, and to the extent necessary or required from the concerned authorities including approvals from the Reserve Bank of India ("**RBI**") under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, and that such approvals shall be required to be taken by such non-resident shareholders.

1.8 In terms of the Buyback Regulations, under Tender Offer route, the members of the Promoter & Promoter Group and persons in control of the Company have the option to participate in the Buyback. In this regard, the members of the Promoter & Promoter Group vide their letters dated April 7, 2026, have expressed their intention to participate in the Buyback. The extent of their participation in the Buyback has been detailed in Paragraph 8.3 of this Public Announcement.

1.9 The Buyback will not result in any benefit to Promoter & Promoter Group or persons in control of the Company or any directors of the Company except to the extent of the cash consideration received by them from the Company pursuant to their respective participation in the Buyback in their capacity as equity shareholders of the Company, and the change in their shareholding as per the response received in the Buyback, as a result of the extinguishment of Equity Shares, which will lead to reduction in the equity share capital of the Company post Buyback. The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the Listing Regulations. Any change in voting rights of the Promoter & Promoter Group of the Company pursuant to completion of Buyback will not result in any change in control over the Company.

1.10 Participation in the Buyback by Eligible Shareholders may trigger capital gains taxation in India and in their country of residence. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, Eligible Shareholders are advised to consult their own legal, financial and tax advisors for the applicable tax implications prior to participating in the Buyback.

A copy of this Public Announcement is available on the website of the Company (www.aurobindo.com), the website of Manager to the Buyback (www.axiscapital.co.in) and is expected to be available on the website of SEBI (www.sebi.gov.in) during the period of the Buyback and on the website of NSE (www.nseindia.com) and BSE (www.bseindia.com).

2 NECESSITY FOR THE BUYBACK

The Buyback is being undertaken, *inter-alia*, for the following reasons:

2.1 The Buyback will help the Company to reward its shareholders and enhance the overall return to shareholders.

2.2 The Buyback is expected to improve earnings per share and other key ratios such as return on net worth and return on assets over a period of time; and

2.3 The Buyback, which is being implemented through the Tender Offer route as prescribed under the Buyback Regulations, would involve allocation of number of Equity Shares as per their entitlement or 15% of the number of Equity Shares to be bought back, whichever is higher, reserved for small shareholders. The Company believes that this reservation for small shareholders would benefit a large number of public shareholders, who would get classified as "small shareholders" as per Regulation 2(i)(n) of the Buyback Regulations.

3 MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUYBACK

The Company proposes to buyback up to 54,23,728 (Fifty Four Lakh Twenty Three Thousand Seven Hundred and Twenty Eight) Equity Shares, representing 0.93% of the total number of outstanding Equity Shares of the Company as of March 31, 2025 and as of December 31, 2025.

4 MAXIMUM PRICE FOR BUYBACK OF THE EQUITY SHARES AND BASIS OF ARRIVING AT THE BUYBACK PRICE

4.1 The Equity Shares are proposed to be bought back at a price of ₹ 1,475/- (Rupees One Thousand Four Hundred and Seventy Five Only) per Equity Share.

4.2 The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average prices and the closing price of the Equity Shares at the Stock Exchanges.

4.3 The Buyback Price represents:

4.3.1 premium of 20.88% and 21.82% over the volume weighted average market price of the Equity Share on BSE and NSE, respectively, during the 3 (three) months preceding Tuesday, March 31, 2026, being the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback ("**Intimation Date**");

4.3.2 premium of 13.18% and 14.21% over the volume weighted average market price of the Equity Share on BSE and NSE, respectively, during the 2 (two) weeks preceding the Intimation Date;

4.3.3 premium of 13.18% and 13.05% over the closing price of the Equity Share on BSE and NSE, respectively, as on the trading day immediately preceding the Intimation Date, i.e., Monday, March 30, 2026;

4.3.4 premium of 10.09% and 10.04% over the closing price of the Equity Share on BSE and NSE, respectively, as on Monday, April 6, 2026, being the date of the Board Meeting.

4.4 The closing market price of the Equity Shares on the trading day immediately preceding the Intimation Date, i.e., Monday, March 30, 2026, was ₹ 1,303.20/- and ₹ 1,304.40/- and as on the date of the Board Meeting was ₹ 1339.80/- and 1340.40/- on BSE and NSE, respectively.

4.5 As required under Section 68(2)(d) of the Companies Act and Regulation 4(iv) (a) of Buyback Regulations, the ratio of the aggregate of secured and unsecured debts owed by the Company will not be more than twice the paid up equity share capital and free reserves (including securities premium) after the Buyback based on standalone and consolidated financial statements of the Company as on March 31, 2025, whichever sets out a lower amount.

4.6 In terms of Regulation 5(vii) of the Buyback Regulations, the Board may, till 1 (One) working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buyback Size.

5 MAXIMUM AMOUNT OF FUNDS REQUIRED FOR THE BUYBACK, ITS PERCENTAGE OF THE TOTAL PAID-UP CAPITAL AND FREE RESERVES AND SOURCES OF FUNDS FROM WHICH BUYBACK WOULD BE FINANCED

5.1 The maximum amount required for the Buyback will not exceed ₹ 800,00,00,000/- (Rupees Eight Hundred Crore Only) (excluding Transaction Costs). The Buyback Size constitutes 3.93% and 2.62% of the aggregate of the total paid-up share capital and free reserves (including securities premium), as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2025, respectively, which is within the statutory limit of 10% of the total paid-up equity capital and free reserves (including securities premium) of the Company as at March 31, 2025, under the Board approval route as per Section 68 and other applicable provisions of the Companies Act and Regulation 5 and other applicable provisions of the Buyback Regulations.

5.2 The funds for implementation of the proposed Buyback will be sourced out of the free reserves (including securities premium) of the Company and/ or such other sources as may be permitted by Buyback Regulations or the Companies Act. Funds borrowed from banks and financial institutions, if any, will not be used for the Buyback.

5.3 The Company shall transfer from its free reserves and/ or such other sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statements.

6 DETAILS OF HOLDING AND TRANSACTIONS IN THE EQUITY SHARES BY THE MEMBERS OF THE PROMOTER & PROMOTER GROUP, PERSONS IN CONTROL, DIRECTORS/ TRUSTEES OF MEMBERS OF THE PROMOTER & PROMOTER GROUP, DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY AND INTENTION OF MEMBERS OF THE PROMOTER & PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO PARTICIPATE IN THE BUYBACK

6.1 The aggregate shareholding in the Company of (a) the members of the Promoter & Promoter Group and persons in control of the Company; (b) director(s)/ trustee(s) of the companies/ trusts forming part of the Promoter & Promoter Group; (c) the directors (other than members of the Promoter & Promoter Group) and key managerial personnel, as on the date of the Board Meeting, i.e., Monday, April 6, 2026) and the date of this Public Announcement, are as follows:

6.1.1 Aggregate shareholding of the members of the Promoter & Promoter Group and persons in control of the Company in the Company:

Sr. No.	Name	Category	Number of Equity Shares held	% shareholding
1.	Venkata Ramprasad Reddy Penaka	Promoter	1,78,33,646	3.07
2.	K Nithyananda Reddy	Promoter	2,53,59,572	4.37
	Total (A)		**4,31,93,218**	**7.44**
3.	M Sivakumaran	Promoter Group	1,43,57,432	2.47
4.	K Rajeshwari	Promoter Group	18,08,631	0.31
5.	Sunecla Rani Penaka	Promoter Group	1,28,799	0.02
6.	Prasada Reddy Kambham	Promoter Group	2,98,373	0.05
7.	K Suryaprakash Reddy	Promoter Group	7,380	0.00
8.	M Sumanth Kumar Reddy	Promoter Group	15,85,214	0.27
9.	Kethi Reddy Kambam	Promoter Group	2,00,62,852	3.45
10.	Kambam Spoorthi	Promoter Group	69,39,173	1.19
11.	Penaka Neha Reddy	Promoter Group	Nil	Nil
12.	Trident Chemphar Limited	Promoter Group	7,82,241	0.13
13.	Axis Clinicals Limited	Promoter Group	6,51,920	0.11
14.	RPR Sons Advisors Private Limited, Sunecla Rani (joint holding)	Promoter Group	19,15,61,357	33.00
15.	Axis Clinicals Limited, Trident Chemphar Limited, RPR Sons Advisors Private Limited (joint holding)	Promoter Group	1,65,72,131	2.85
	Total (B)		**25,77,55,503**	**44.38**
	Total (A+B)		**30,09,48,721**	**51.82**

6.1.2 Aggregate shareholding of the director(s)/ trustee(s) of the companies/ trusts forming part of the Promoter & Promoter Group in the Company:

Sr No	Name of Company/ Trust forming part of the Promoter & Promoter Group	Name of the Director/ Trustee	No. of Equity Shares	% shareholding
1.	Axis Clinicals Limited	Jayachandra Reddy Aluri	29,000	0.01
2.	RPR Sons Advisors Private Limited	Venkata Ramprasad Reddy Penaka	1,78,33,646	3.07
		Sunecla Rani Penaka	1,28,799	0.02

6.1.3 Aggregate shareholding of the directors and key managerial personnel of the Company (other than members of the Promoter & Promoter Group) in the Company:

Sr. No.	Name	Number of Equity Shares held	% shareholding
1.	S. Subramanian	7,060	Negligible
2.	M. Madan Mohan Reddy	2,013	Negligible
	Total	**9,073**	**Negligible**

6.2 No Equity Shares or other specified securities in the Company were either purchased or sold by (a) the members of the Promoter & Promoter Group and persons who are in control of the Company; (b) the directors/ trustee(s) of the companies/ trusts forming part of the Promoter & Promoter Group; and (c) directors and key managerial personnel of the Company, during a period of 6 (six) months preceding the date of the Board Meeting where the Buyback was approved and until the date of this Public Announcement, except as set out below:

Name	Aggregate no. of Equity Shares allotted / transferred	Nature of transaction	Maximum price per Equity Share (₹)*	Date of maximum price	Minimum price per Equity Share (₹)*	Date of minimum price
Jayachandra Reddy Aluri	1,680	Sale	1,270	March 10, 2026	1,258	March 10, 2026

* Excluding transaction costs such as brokerage, securities transaction tax etc.

6.3 Intention of members of the Promoter & Promoter Group and persons in control of the Company to participate in the Buyback:

In terms of the Buyback Regulations, under Tender Offer route, the members of the Promoter & Promoter Group and persons in control of the Company have the option to participate in the Buyback. In this regard, the members of the Promoter & Promoter Group vide their letters dated April 7, 2026, have expressed their intention to participate in the Buyback and tender up to the number of Equity Shares set out in the table below, or such lower number of Equity Shares as permitted under the applicable law:

Sr. No.	Name	Number of Equity Shares held	Maximum number of Equity Shares intended to be tendered up to
1.	Venkata Ramprasad Reddy Penaka	1,78,33,646	3,22,000
2.	K Nithyananda Reddy	2,53,59,572	4,58,000
3.	M Sivakumaran	1,43,57,432	2,60,000
4.	K Rajeshwari	18,08,631	33,000
5.	Sunecla Rani Penaka	1,28,799	3,000
6.	Prasada Reddy Kambham	2,98,373	6,000
7.	K Suryaprakash Reddy	7,380	Nil
8.	M Sumanth Kumar Reddy	15,85,214	29,000
9.	Kethi Reddy Kambam	2,00,62,852	3,62,000
10.	Kambam Spoorthi	69,39,173	1,26,000
11.	Trident Chemphar Limited	7,82,241	15,000
12.	Axis Clinicals Limited	6,51,920	12,000
13.	RPR Sons Advisors Private Limited, Sunecla Rani (joint holding)	19,45,61,357	35,07,000
14.	Axis Clinicals Limited, Trident Chemphar Limited, RPR Sons Advisors Private Limited (joint holding)	1,65,72,131	3,00,000
	Total	**30,09,48,721**	**54,33,000**

6.4 The entire shareholding of the members of the Promoter & Promoter Group is in demat mode. The details of the date and price of acquisition of the Equity Shares proposed to be tendered in the Buyback by the members of the Promoter & Promoter Group and persons in control of the Company who intend to participate in the Buyback are set out below:

6.4.1 Venkata Ramprasad Reddy Penaka

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	3,22,000	Nil

Note: (1) Received a total of 90,00,000 equity shares pursuant to the bonus issuance, of which 1,66,354 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.2 K Nithyananda Reddy

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	4,58,000	Nil

Note: (1) Received a total of 1,37,62,350 equity shares pursuant to the bonus issuance.

6.4.3 M Sivakumaran

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	2,60,000	Nil

Note: (1) Received a total of 73,45,600 equity shares pursuant to the bonus issuance, of which 1,33,928 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.4 K Rajeshwari

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	33,000	Nil

Note: (1) Received a total of 8,87,750 equity shares pursuant to the bonus issuance, of which 16,859 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.5 Sunecla Rani Penaka

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	September 30, 2021[1]	Gift from member of Promoter & Promoter Group	1	3,000	Nil

Note: (1) Received a total of 1,30,000 equity shares from Penaka Neha Reddy, a member of the Promoter & Promoter Group, of which 1,201 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.6 Prasada Reddy Kambham

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	6,000	Nil

Note: (1) Received a total of 2,00,578 equity shares pursuant to the bonus issuance, of which 2,783 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.7 M Sumanth Kumar Reddy

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	29,000	Nil

Note: (1) Received a total of 5,00,000 equity shares pursuant to the bonus issuance, of which 14,785 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

Contd.

8.4.8 Kirthi Reddy Kambam

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015*	Bonus issue in the ratio of 1:1	1	3,67,000	Nil

Note: (1) Received a total of 1,03,50,000 equity shares pursuant to the bonus issuance, of which 1,87,148 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

8.4.9 Kambam Spoorthi

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015*	Bonus issue in the ratio of 1:1	1	1,26,000	Nil

Note: (1) Received a total of 38,00,000 equity shares pursuant to the bonus issuance, of which 60,627 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

8.4.10 Trident Chemphar Limited

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	March 18, 2020**	Market purchase	1	15,000	392.82

Note: (1) Acquired a total of 1,70,000 equity shares through market purchase at a weighted average price of ₹ 392.82/-, of which 7,295 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

8.4.11 Axis Clinicals Limited

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015**	Bonus issue in the ratio of 1:1	1	12,000	Nil

Note: (1) Received a total of 26,18,745 equity shares pursuant to the bonus issuance, of which 6,080 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

8.4.12 RPR Sons Advisors Private Limited, Suneela Rani (Joint holding)

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	January 19, 2017**	Contribution by partners through an off-market transfer	1	35,07,000	12.12

Note: (1) 19,63,76,250 Equity Shares of the Company were contributed by Suneela Rani Private, a member of the Promoter & Promoter Group, at a weighted average price of ₹ 12.12/- per equity share, of which 18,14,893 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

8.4.13 Axis Clinicals Limited, Trident Chemphar Limited, RPR Sons Advisors Private Limited (Joint holding)

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	March 30, 2017**	Contribution by partners through an off-market transfer	1	3,00,000	32.64

Note: (1) 45,72,490 equity shares of the Company were contributed by Axis Clinicals Limited and 1,21,47,220 Equity Shares of the Company were contributed by Trident Chemphar Limited both members of the Promoter & Promoter Group, at a weighted average price of ₹ 32.64/- per equity share, of which 1,04,595 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

7 CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE COMPANIES ACT

7.1 All the Equity Shares of the Company are fully paid up

7.2 The Company shall not issue and allot any Equity Shares or other specified securities (including by way of bonus), from the date of the Board Meeting till the expiry of the Buyback period, i.e., the date on which the payment of consideration is made to the shareholders who have accepted the Buyback, except in discharge of subsisting obligations through conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares. There are no subsisting obligations to issue or allot any Equity Shares or other specified securities through conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares.

7.3 Unless otherwise specifically permitted by any relaxation issued by SEBI and/ or any other regulatory authority, the Company shall not raise further capital for a period of 1 (One) year, as prescribed under the proviso to Regulation 24(i)(f) of the Buyback Regulations, from the expiry of the Buyback period, i.e., the date on which the payment of consideration is made to the shareholders who have accepted the Buyback, except in discharge of its subsisting obligations.

7.4 The Company, as per the provisions of Section 68(8) of the Companies Act, will not make a further issue of the same kind of shares or other securities including allotment of new shares under Section 62(1)(a) or other specified securities within a period of 6 (Six) months except by way of a bonus issue or in the discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares.

7.5 The Company shall not withdraw the Buyback after the Public Announcement of the offer to Buyback is made.

7.6 The Company will ensure consequent reduction of its share capital post Buyback and the Equity Shares bought back by the Company will be extinguished and physically destroyed in the manner prescribed under the Buyback Regulations and the Companies Act within the specified timelines.

7.7 The Company shall not buyback locked in Equity Shares and non-transferable Equity Shares until the pendency of the lock-in or till the Equity Shares become transferable.

7.8 The consideration for the Buyback shall be paid by the Company only by way of cash.

7.9 Funds borrowed from banks and financial institutions, if any, will not be used for the Buyback.

7.10 The Company shall not buyback its Equity Shares or other specified securities from any person through negotiated deals whether on or off the Stock Exchanges or through spot transactions or through any private arrangement in the implementation of Buyback.

7.11 There are no defaults (either in the past or subsisting) in the repayment of any deposits (including interest payable thereon), redemption of debentures or preference shares, payment of dividend or repayment of any term loans to any financial institution or banks (including interest payable thereon), as the case may be, and in case of defaults which have ceased to subsist, if any, a period of more than 3 (three) years has lapsed.

7.12 The Company has not undertaken a buyback of any of its securities during the period of 1 (One) year immediately preceding the date of the Board Meeting.

7.13 The Company has been in compliance with Sections 92, 123, 127 and 129 of the Companies Act.

7.14 The aggregate amount of the Buyback (i.e., up to ₹ 800,00,00,000/- (Rupees Eight Hundred Crore Only) does not exceed 10% of the aggregate of the total paid-up equity share capital and free reserves (including securities premium) of the Company as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2025.

7.15 The maximum number of Equity Shares proposed to be purchased under the Buyback (i.e., 54,23,798 (Fifty Four Lakh Twenty Three Thousand Seven Hundred and Twenty Eight) Equity Shares) does not exceed 25% of the total number of outstanding Equity Shares of the Company as at March 31, 2025 and December 31, 2025.

7.16 The Company shall not make any offer of buyback within a period of 1 (One) year reckoned from the date of expiry of the Buyback period i.e., the date on which the payment of consideration is made to the shareholders whose equity shares have been accepted in the Buyback.

7.17 The Company shall comply with the statutory and regulatory timelines in respect of the Buyback in such manner as prescribed under the Companies Act and/ or the Buyback Regulations and any other applicable laws.

7.18 The Buyback shall be completed within a period of 1 (One) year from the date of passing of the Board resolution approving the Buyback.

7.19 There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Companies Act, as on date.

7.20 The ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice its paid-up capital and free reserves (including securities premium) after the Buyback, based on latest audited standalone and consolidated financial statements of the Company, as prescribed under the Companies Act and rules made thereunder and Buyback Regulations.

7.21 The Company is not buying back its Equity Shares so as to delist its shares or other specified securities from the Stock Exchanges.

7.22 The Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including its own subsidiary companies, or through any investment company or group of investment companies.

7.23 As per Regulation 24(i)(e) of the Buyback Regulations, the members of the Promoter & Promoter Group, and their associates, shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the members of the Promoter & Promoter Group) from the date of the Board resolution approving the Buyback till the closing of the Buyback offer.

7.24 In accordance with Regulation 6 of the Buyback Regulations, the Company shall reserve 15% of the number of Equity Shares which the Company proposes to buyback or such number of Equity Shares entitled as per the shareholding of small shareholders as on the Record Date, whichever is higher, for the small shareholders as part of the Buyback.

7.25 The Company shall transfer from its free reserves and/ or such other sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statement.

7.26 The Company has outstanding facilities with its lenders. In accordance with Regulation 5(i)(c) and Clause (xi) of Schedule I of the Buyback Regulations, the Company shall not undertake the Buyback unless it has obtained prior consent of its lenders, in case of breach of any covenant with such lenders. The Company confirms that it has obtained the prior consent of its lenders, as necessary, for undertaking the Buyback.

8 CONFIRMATIONS FROM THE BOARD OF THE COMPANY

8.1 As required by Clause (x) of Schedule I of the Buyback Regulations, the Board has confirmed that it has made full enquiry into the affairs and prospects of the Company and has formed an opinion, that:

8.1.1 immediately following the date of the Board Meeting, i.e., Monday, April 6, 2026, approving the Buyback, there will be no grounds on which the Company could be found unable to pay its debts, if any;

8.1.2 as regards the Company's prospects for the year immediately following the date of Board Meeting and having regard to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of 1 (One) year from the date of the Board Meeting; and

8.1.3 in forming its opinion aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act, or the Insolvency and Bankruptcy Code, 2016, as applicable.

9 REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY'S STATUTORY AUDITORS

The text of the report dated April 6, 2026, of M/s. Deloitte Haskins & Sells, Chartered Accountants, the statutory auditors of the Company, addressed to the Board of the Company is reproduced below:

Quote

To,
Board of Directors,
Aurobindo Pharma Limited
Galaxy, Floor 22-24; Plot No 1, Sy No 83/1
Hyderabad Knowledge City,
Raidurg Panmaktha Hyderabad,
Telangana – 500032

Re: Statutory Auditor's Report in respect of proposed buyback of equity shares by Aurobindo Pharma Limited (the "Company") in terms of Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("the Buyback Regulations")

1. This Report is issued in accordance with the terms of our engagement letter March 25, 2026.

2. The Board of Directors of the Company have approved a proposal for buyback of Equity Shares by the Company at its meeting held on April 06, 2026, in pursuance of the provisions of Sections 68, 69 and 70 of the Companies Act, 2013, as amended (the "Act") and the Buyback Regulations.

3. We have been requested by the Management of the Company to provide a report on the accompanying "Statement of Permissible Capital Payment for the year ended and as at March 31, 2025" (Annexure A) (hereinafter referred to as the "Statement"). The Statement has been prepared by the Management, which we have stamped for the purposes of identification only.

Management's Responsibility:

4. The preparation of the Statement in compliance with the proviso to Section 68(2)(b) of the Act and the proviso to Regulation 5(i)(b) of the Buyback Regulations and compliance with the Buyback Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation, and making estimates that are reasonable in the circumstances.

5. As the Buyback Regulations and the Act do not define the term "insolvent", the Company has applied the guidance provided in paragraphs 25 and 26 of Ind AS 1, Presentation of Financial Statements, which relate to the assessment of the Company's ability to continue as a going concern for a period of one year from April 06, 2026. The Board of Directors are responsible to make a full inquiry into the affairs and prospects of the Company and form an opinion as specified in (a) of Schedule I to the SEBI Buyback Regulations and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from April 06, 2026 (date of passing of the Board Meeting resolution).

Auditor's Responsibility:

6. Pursuant to the requirements of the Buyback Regulations, it is our responsibility to provide a reasonable assurance that:

i. we have inquired into the state of affairs of the Company in relation to the annual audited standalone and consolidated financial statements for the year ended and as at March 31, 2025 which were approved by the Board of Directors of the Company at their meeting held on May 26, 2025, and adopted by the shareholders of the Company in the Annual General Meeting held on September 10, 2025;

ii. the amount of permissible capital payment as stated in Annexure A, has been properly determined considering the annual audited standalone and consolidated financial statements for the year ended and as at March 31, 2025 in accordance with the proviso to Section 68(2)(b) of the Act and the proviso to Regulation 5(i)(b) of the Buyback Regulations; and

iii. the Board of Directors of the Company, in their meeting held on April 06, 2026 have formed the opinion as specified in Clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent (as defined in management responsibility above) within a period of one year from the aforesaid date with regard to the proposed buyback is approved at Board meeting.

7. The annual standalone and consolidated financial statements referred to in paragraph 6 above, have been audited by us, on which we have issued an unmodified audit opinion in our reports each dated May 26, 2025. We conducted our audit of the annual standalone and consolidated financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Our audit was not planned and performed in connection with any transactions to identify matters that may be of potential interest to third parties.

8. We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes (Revised 2016), issued by the Institute of Chartered Accountants of India (the "Guidance Note") and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this report. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

9. We have complied with the relevant applicable requirements of the 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 Buyback.

Opinion

10. Based on inquiries conducted and our examination as above, we report that:

i. We have inquired into the state of affairs of the Company in relation to its annual audited standalone and consolidated financial statements for the year ended and as at March 31, 2025, which have been approved by the Board of Directors of the Company in their meeting held on May 26, 2025.

ii. The amount of permissible capital payment towards the proposed buy back of equity shares as computed in the Statement attached herewith, as Annexure A, in our view has been properly determined in accordance with the proviso to Section 68(2)(b) of the Act and the proviso to Regulation 5(i)(b) of the Buyback Regulations.

iii. The Board of Directors of the Company, at their meeting held on April 06, 2026 have formed their opinion as specified in clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company having regard to its state of affairs, will not be rendered insolvent (as defined in management responsibility above) within a period of one year from the date of passing the Board Resolution dated April 06, 2026.

Restriction on use

11. This report has been issued at the request of the Company solely for use of the Company

i. in connection with the proposed buyback of equity shares of the Company as mentioned in paragraph 2 above,

ii. to enable the Board of Directors of the Company to include in the Letter of offer and other documents pertaining to buyback to be filed with

a. the Registrar of Companies, Securities and Exchange Board of India, stock exchanges and any other regulatory authority as per applicable law, and

b. the Central Depository Services (India) Limited, National Securities Depository Limited and

c. to share with the Manager to Buyback offer in connection with the proposed buyback of equity shares of the Company for onward submission to relevant authorities in pursuance to the provisions of Section 68 and other applicable provisions of the Act and the Buyback Regulations, and may not be suitable for any other purpose.

This report should not be used for any other purpose 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 report is shown or into whose hands it may come without our prior consent in writing.

For Deloitte Haskins & Sells
Chartered Accountants
(Firm's Registration No 008072S)

Sd/-
C Manish Muralidhar
(Partner)
(Membership No. 213649)
(UDIN: 26213649FRKCFB8227)

Place: Denver, USA
Date: April 06, 2026

Annexure A - Statement of Permissible Capital Payment as at March 31, 2025:

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with the proviso to Section 68(2)(b) of the Companies Act, 2013 ("the Act") and read with proviso to Regulation 5(i)(b) of Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended, based on annual audited standalone and consolidated financial statements as at and for the year ended March 31, 2025.

(Amount in ₹ millions)

Particulars		Amount - Standalone	Amount - Consolidated
Paid up Equity Share Capital as on March 31, 2025 (580,811,623 fully paid-up Equity Shares of ₹ 1 each)	(A)	580.8	580.8
Free Reserves as on March 31, 2025			
Securities Premium		-	751.1
General Reserve		2,013.9	2,257.0
Retained Earnings		200,904.0	302,216.5
Total Free Reserves	**(B)**	**202,917.9**	**305,224.6**
Total	**C=(A+B)**	**203,498.7**	**305,805.4**
Maximum amount permissible towards buyback of equity shares in accordance with the proviso to Section 68(2)(b) of the Companies Act, 2013 and read with proviso to Regulation 5(i)(b) of Buyback Regulations (10% of the total Paid-up equity capital and free reserves of standalone and consolidated financial statements)	C * 10%	20,349.9	30,580.5
Maximum amount permissible for buyback (lower of Standalone and Consolidated amounts			20,349.9

Notes:

1) The amount of paid-up equity share capital and free reserves as at March 31, 2025 have been extracted from the annual audited standalone and consolidated financial statements of the Company as at and for the year ended March 31, 2025.

2) As the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended and the Act do not define the term "insolvent", the Company has applied the guidance provided in paragraphs 25 and 26 of Ind AS 1, Presentation of Financial Statements, which relate to the assessment of the Company's ability to continue as a going concern for a period of one year from April 06, 2026 as well as for a period of one year immediately following the date of passing of the Board Meeting resolution.

For and on behalf of Board of Directors of Aurobindo Pharma Limited

Sd/-
K Nithyananda Reddy
Vice Chairman and Managing Director

Date: April 06, 2026

Unquote

10 RECORD DATE AND SHAREHOLDER ENTITLEMENT

10.1 As required under the Buyback Regulations, the Company has fixed Friday, April 17, 2026, as the Record Date for the purpose of determining the entitlement and the names of the Eligible Shareholders, who will be eligible to participate in the Buyback.

10.2 In due course, Eligible Shareholders will receive a letter of offer in relation to the Buyback ("**Letter of Offer**") along with a Tender Offer form indicating the entitlement of the Eligible Shareholder for participating in the Buyback. Even if the Eligible Shareholder does not receive the Letter of Offer along with a tender form, the Eligible Shareholder may participate and tender shares in the Buyback.

As required under the Buyback Regulations, the dispatch of the Letter of Offer shall be through electronic mode only, within 2 (Two) working days from the Record Date and, if any Eligible Shareholder requires a physical copy of the Letter of Offer, a request has to be sent to the Company or the Registrar to the Buyback and the same shall be provided.

10.3 The Equity Shares proposed to be bought back by the Company shall be divided into two categories: (a) reserved category for small shareholders; and (b) general category for all other Eligible Shareholders.

10.4 As defined in Regulation 2(1)(n) of the Buyback Regulations, a "**Small Shareholder**" is a shareholder of the Company who holds Equity Shares whose market value, on the basis of the trading price of the Equity Shares on the Stock Exchanges having the highest trading volume as on the Record Date, is not more than ₹ 2,00,000/- (Rupees Two Lakh Only).

10.5 In accordance with Regulation 6 of the Buyback Regulations, 15% of the number of Equity Shares which the Company proposes to buy back or the number of Equity Shares entitled as per the shareholding of Small Shareholders as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.

10.6 Based on the shareholding on the Record Date, the Company will determine the entitlement of each Eligible Shareholder, including Small Shareholders, to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective Eligible Shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such Eligible Shareholder belongs to. The final number of Equity Shares that the Company shall purchase from each Eligible Shareholder will be based on the total number of Equity Shares tendered by such Eligible Shareholder. Accordingly, the Company may not purchase all of the Equity Shares tendered by an Eligible Shareholder.

10.7 In accordance with Regulation 9(ix) of the Buyback Regulations, in order to ensure that the same Eligible Shareholder with multiple demat accounts/ folios do not receive a higher entitlement under the small shareholder category, the Company shall club together the Equity Shares held by such Eligible Shareholders with a common permanent account number ("**PAN**") for determining the category (small shareholder or general) and entitlement under Buyback. In case of joint shareholding, the Company will club together the Equity Shares held in cases where the sequence of PANs of the joint shareholders is identical. In case of Eligible Shareholders holding Equity Shares in physical form, where the sequence of PANs is identical or where the PAN of all joint shareholders are not available,

Contd.

the Company will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the sequence of the PANs and the names of joint shareholders are identical. The shareholding of institutional investors like mutual funds, pension funds/ trusts, insurance companies etc. with common PAN will not be clubbed together for determining the category and will be considered separately, where these Equity Shares are held for different schemes and have a different demat account nomenclature based on information prepared by the registrar and transfer agent as per the shareholder records received from the depositories.

10.8 After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Eligible Shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlement in the other category.

10.9 The participation of Eligible Shareholders in the Buyback is voluntary. Eligible Shareholders holding Equity Shares of the Company can choose to participate and get cash in lieu of shares to be accepted under the Buyback or they may choose not to participate. Eligible Shareholders holding Equity Shares of the Company may also accept a part of their entitlement. Eligible Shareholders holding Equity Shares also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other shareholders, if any. Further, the Equity Shares held under the category of "clearing members" or "corporate body margin account" or "corporate body – broker" as per the beneficial position data as on Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.

10.10 The maximum number of Equity Shares that can be tendered under the Buyback by any Eligible Shareholder cannot exceed the number of Equity Shares held by the Eligible Shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that demat account.

10.11 The Equity Shares tendered as per the entitlement by Eligible Shareholders holding Equity Shares of the Company as well as additional shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. If the Buyback entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buyback entitlement to tender Equity Shares in the Buyback. The settlement under the Buyback will be done using the mechanism notified under the SEBI Circulars.

10.12 Participation in the Buyback by Eligible Shareholders may trigger capital gains taxation in India and in their country of residence. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, Eligible Shareholders are advised to consult their own legal, financial and tax advisors for the applicable tax implications prior to participating in the Buyback.

10.13 Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant timetable will be included in the Letter of Offer to be sent to the Eligible Shareholder(s).

11 PROCESS AND METHODOLOGY FOR BUYBACK

11.1 The Buyback is open to all Eligible Shareholders holding Equity Shares either in physical and/ or in dematerialized form as on Record Date.

11.2 The Buyback shall be implemented using the 'Mechanism for acquisition of shares through Stock Exchange' as specified by the SEBI Circulars ("**Stock Exchange Mechanism**") and following the procedure prescribed in the Companies Act and the Buyback Regulations and as may be determined by the Board (including the committee of the Board authorized to complete the formalities of the Buyback) on such terms and conditions as may be permitted by law from time to time.

11.3 For implementation of the Buyback, the Company has appointed Axis Capital Limited as the registered broker to the Company ("**Company's Broker**") to facilitate the process of tendering of Equity Shares through the Stock Exchange Mechanism for the Buyback and through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:

AXIS CAPITAL

AXIS CAPITAL LIMITED
1st Floor, Axis House, P. B. Marg, Worli, Mumbai - 400 025
Tel: +91 22 4325 5517, Fax: +91 22 4325 3000
Contact Person: Ankit Gala
Email: acl.buyback@axiscap.in
SEBI Registration Number: INZ000180931

11.4 BSE will be the designated stock exchange for the purpose of this Buyback. The Company will request BSE to provide the separate acquisition window ("**Acquisition Window**") to facilitate placing of sell orders by Eligible Shareholders who wish to tender Equity Shares in the Buyback. The details of the Acquisition Window will be specified by BSE from time to time.

11.5 During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock broker(s) ("**Seller Member(s)**") during normal trading hours of the secondary market. The Seller Member can enter orders for Equity Shares held in dematerialized form and physical form. In the tendering process, the Company's Broker may also process the orders received from the Eligible Shareholders.

11.6 In the event the Seller Member(s) of any Eligible Shareholder is not registered with BSE as a trading member/ stock broker, then that Eligible Shareholder can approach any BSE registered stock broker and can register themselves by using quick unique client code ("**UCC**") facility through the BSE registered stock broker (after submitting all details as may be required by such BSE registered stock broker in compliance with applicable law). In case the Eligible Shareholders are unable to register using UCC facility through any other BSE registered broker, Eligible Shareholders may approach Company's Broker i.e., Axis Capital Limited, to place their bids, subject to completion of KYC requirements as required by the Company's Broker.

11.7 Modification/ cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the tendering period of the Buyback. Multiple bids made by a single Eligible Shareholder for selling Equity Shares shall be clubbed and considered as "one bid" for the purposes of acceptance.

The cumulative quantity tendered shall be made available on the website of BSE (www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.

11.8 Further, the Company will not accept Equity Shares tendered for Buyback which are under restraint order of the court/ any other competent authority for transfer/ sale and/ or lien in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise.

11.9 Procedure to be followed by Eligible Shareholders holding Equity Shares in dematerialised form

11.9.1 Eligible Shareholders who desire to tender their Equity Shares held by them in dematerialized form under the Buyback would have to do so through their respective Seller Member by indicating to the concerned Seller Member, the details of Equity Shares they intend to tender under the Buyback.

11.9.2 The Seller Member(s) would be required to place an order/ bid on behalf of the Eligible Shareholders who wish to tender Equity Shares in the Buyback using the Acquisition Window of BSE. For further details, Eligible Shareholders may refer to the circulars issued by BSE and Indian Clearing Corporation Limited ("**Clearing Corporation**").

11.9.3 The details of the settlement number under which the lien will be marked on the Equity Shares tendered for the Buyback will be provided in a separate circular to be issued by BSE and the Clearing Corporation.

11.9.4 The lien shall be marked by the Seller Member in the demat account of the Eligible Shareholder for the shares tendered in Tender Offer. Details of shares marked as lien in the demat account of the Eligible Shareholder shall be provided by the depositories to the Clearing Corporation. In case, the Eligible Shareholder's demat account is held with one depository and clearing member pool and Clearing Corporation account is held with other depository, shares shall be blocked in the Eligible Shareholder's demat account at source depository during the tendering period. Inter depository Tender Offer ("**IDT**") instructions shall be initiated by the Eligible Shareholder at source depository to clearing member/ Clearing Corporation account at target depository. Source depository shall block the shareholder's securities (i.e., transfers from free balance to blocked balance) and send IDT message to target depository for confirming creation of lien. Details of shares blocked in the Eligible Shareholder's demat account shall be provided by the target depository to the Clearing Corporation.

11.9.5 For orders placed with respect to dematerialized Equity Shares, by clearing members unless who have been allocated a custodian participant code by the Clearing Corporation ("**Custodian Participant**"), early pay-in is mandatory prior to confirmation of order by custodian. The custodian shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification by the concerned Selling Member shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.

11.9.6 Upon placing the bid, the Seller Member(s) shall provide a Transaction Registration Slip ("**TRS**") generated by the exchange bidding system to the Eligible Shareholder on whose behalf the bid has been placed. The TRS will contain the details of the order submitted like bid ID number, application number, DP ID, client ID, number of Equity Shares tendered etc. In case of non-receipt of the completed tender form and other documents, but lien marked on Equity Shares and a valid bid in the Exchange Bidding System, the bid by such Eligible Shareholder shall be deemed to have been accepted.

11.9.7 It is clarified that in case of dematerialized Equity Shares, submission of the tender form and TRS is not mandatory. After the receipt of the demat Equity Shares by the Clearing Corporation and a valid bid in the exchange bidding system, the Buyback shall be deemed to have been accepted, for Eligible Shareholders holding Equity Shares in demat form.

11.9.8 The Eligible Shareholders will have to ensure that they keep the depository participant ("**DP**") account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to prorated Buyback decided by the Company. Further, Eligible Shareholders will have to ensure that they keep the bank account attached with the DP account active and updated to receive credit / remittance due to acceptance of Buyback of shares by the Company. In the event if any equity shares are tendered to Clearing Corporation, excess dematerialized equity shares or unaccepted dematerialized equity shares, if any, tendered by the Eligible Shareholders would be returned to them by the respective Clearing Corporation. If the securities transfer instruction is rejected in the depository system due to any issue, then such securities will be transferred to the Seller Member's depository pool account for onward transfer to the eligible shareholder. On the date of the settlement, in case of Custodian Participant orders, excess dematerialized shares or unaccepted dematerialized shares, if any, will be returned to the respective custodian depository pool account.

11.9.9 Eligible Shareholders who have tendered their demat shares in the buyback shall also provide all relevant documents, which are necessary to ensure transferability of the demat shares in respect of the tender form to be sent. Such documents may include (but not be limited to): (i) duly attested power of attorney, if any person other than the Eligible Shareholder has signed the tender form, (ii) duly attested death certificate and succession certificate/legal heirship certificate, in case any Eligible Shareholder is deceased, or court approved scheme of merger/amalgamation for a company, and (iii) in case of companies, the necessary certified corporate authorizations (including board and/or general meeting resolutions).

11.10 Procedure to be followed by Eligible Shareholders holding Equity Shares in physical form:

In accordance with SEBI's circular dated July 31, 2020 (circular no. SEBI/HO/CFD/CMD1/CIR/ P/2020/144) shareholders holding Equity Shares in physical form are allowed to tender such shares in a buyback undertaken through the Tender Offer route. However, such tendering shall be as per the provisions of the Buyback Regulations. The procedure is as below:

11.10.1 Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach their respective Seller Member along with the complete set of documents for verification procedures to be carried out before placement of the bid. Such documents will include the (a) Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (b) original share certificate(s), (c) valid share transfer form(s)/ Form SH-4 duly filled and signed by the transferors (i.e. by all registered Shareholders in the same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (d) self-attested copy of PAN card(s) of all Eligible Shareholders, (e) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder is deceased, etc., as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the register of members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhar card, voter identity card or passport.

11.10.2 Based on documents mentioned in paragraph 11.10.1 above, the concerned Seller Member shall place an order/ bid on behalf of the Eligible Shareholders holding Equity Shares in physical form who wish to tender Equity Shares in the Buyback using the Acquisition Window of BSE. Upon placing the bid, the Seller Member shall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like folio number, certificate number, distinctive number, number of Equity Shares tendered etc.

11.10.3 Any Seller Member/ Eligible Shareholder who places a bid for physical Equity Shares, is required to deliver the original share certificate(s) and documents (as mentioned above) along with TRS generated by exchange bidding system upon placing of bid, either by registered post, speed post or courier or hand delivery to the Registrar to the Buyback i.e., KFin Technologies Limited at the address mentioned at paragraph 14 below) on or before the Buyback closing date. The envelope should be super scribed as "Aurobindo Pharma Limited Buyback 2026". One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Seller Member/ Eligible Shareholders.

11.10.4 The Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and will do such verification. BSE shall display such bids as 'unconfirmed physical bids'. Once Registrar to the Buyback confirms the bids, they will be treated as 'confirmed bids'.

11.10.5 In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialization, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialized is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.

11.10.6 An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to the Record Date, in their name, along with the offer form, copy of their PAN card and of the person from whom they have purchased shares and other relevant documents as required for transfer, if any.

11.11 The Buyback from the Eligible Shareholders who are residents outside India including foreign corporate bodies (including erstwhile overseas corporate bodies), foreign portfolio investors, non-resident Indians, members of foreign nationality, if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 2025 and rules and regulations framed thereunder, as applicable, and also subject to the receipt/ provision by such Eligible Shareholders of such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to, approvals from the RBI under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any.

11.12 The reporting requirements for non-resident shareholders under RBI, Foreign Exchange Management Act, 1999, as amended and any other laws, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholders and/ or the Eligible Shareholder's broker through which the Eligible Shareholder places the bid.

11.13 Modification/cancellation of orders will only be allowed during the tendering period of the Buyback.

The cumulative quantity of Equity Shares tendered shall be made available on the website of BSE (www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.

12 METHOD OF SETTLEMENT

Upon finalization of the basis of acceptance as per the Buyback Regulations:

12.1 The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.

12.2 The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the Buyback to the Clearing Corporation's bank accounts as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds payout to respective Eligible Shareholders. If the Eligible Shareholder's bank account details are not available or if the funds transfer instruction is rejected by RBI/ bank, due to any reason, then such funds will be transferred to the concerned Seller Member's settlement bank account for onward transfer to such Eligible Shareholders.

12.3 Details in respect of shareholder's entitlement for Tender Offer process will be provided to the Clearing Corporation by the Registrar on behalf of the Company. On receipt of the same, the Clearing Corporation will cancel the excess or unaccepted blocked shares in the demat account of the Eligible Shareholder. On settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporation.

12.4 In case the demat account of the Eligible Shareholder is held with one depository and the Clearing Member pool/ Clearing Corporation account is held with another depository, the Clearing Corporation that holds the Clearing Member pool and Clearing Corporation account of the Eligible Shareholder will cancel the excess or unaccepted shares in the depository that holds the demat account. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with bid accepted details as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source depository will cancel/ release excess or unaccepted blocked shares in the demat account of the Eligible Shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/message received from target depository to the extent of accepted bid shares from Eligible Shareholder's demat account and credit it to the Clearing Corporation settlement account in target Depository on settlement date.

12.5 In relation to the Equity Shares in physical form:

a) If Equity Shares in physical form tendered by Eligible Shareholders are not accepted, the share certificate would be returned to such Eligible Shareholders by registered post or by ordinary post or courier at the Eligible Shareholders sole risk. The Company also encourages Eligible Shareholders holding Equity Shares in physical form to dematerialize their such Equity Shares.

b) If however, only a portion of the Equity Shares in physical form held by an Eligible Shareholder is accepted in the Buyback, then the Company is authorised to split the share certificate and issue a Letter of Confirmation ("**LOC**") in accordance with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 with respect to the new consolidated share certificate for the unaccepted Equity Shares tendered in the Buyback. The LOC shall be dispatched to the address registered with the Registrar and Transfer Agent of the Company ("**RTA**"). The RTA shall retain the original share certificate and deface the certificate with a stamp "Letter of Confirmation Issued" on the face/ reverse of the certificate to the extent of the excess Equity Shares. The LOC shall be valid for a period of 120 days from the date of its issuance, within which the Equity Shareholder shall be required to make a request to their depository participant for dematerializing the Equity Shares in physical form. In case the Equity Shareholder fails to submit the demat request within the aforementioned period, the RTA shall credit the Equity Shares to a separate demat account of the Company opened for the said purpose.

12.6 In case of certain client types viz. NRI, foreign clients etc. (where there are specific RBI and other regulatory requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Selling Member's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the custodian, each in accordance with the applicable mechanism prescribed by BSE and the Clearing Corporation from time to time.

12.7 Details in respect of shareholder's entitlement for Tender Offer process will be provided to the Clearing Corporation by the Company or Registrar to the Buyback. On receipt of the same, Clearing Corporation will cancel the excess or unaccepted blocked shares in the demat account of the shareholder. On settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporation.

12.8 In the case of inter depository, Clearing Corporation will cancel the excess or unaccepted shares in target depository. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with bid accepted details as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source depository will cancel/ release excess or unaccepted blocked shares in the demat account of the Eligible Shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/ message received from target depository to the extent of accepted bid shares from Eligible Shareholder's demat account and credit it to Clearing Corporation settlement account in target depository on settlement date.

12.9 The Equity Shares bought back in dematerialized form would be transferred directly to the demat escrow account of the Company opened for the Buyback ("**Company Demat Escrow Account**") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Escrow Account on receipt of the Equity Shares from the clearing and settlement mechanism of BSE.

12.10 Eligible Shareholders who intend to participate in the Buyback should consult their respective Seller Member(s) for details of any cost, applicable taxes, charges and expenses (including brokerage) etc., that may be levied by the Seller Member(s) upon the selling shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the Eligible Shareholders in respect of accepted Equity Shares could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Manager to the Buyback and Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the Eligible Shareholders.

12.11 The Seller Member(s) would issue contract note and pay the consideration for the Equity Shares accepted under the Buyback and return the balance unaccepted Equity Shares to their respective clients/ will unblock the excess unaccepted Equity Shares. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.

12.12 The Equity Shares accepted, bought and lying to the credit of the Company Demat Escrow Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

13 COMPLIANCE OFFICER

13.1 The Company has designated the following as the Compliance Officer for the Buyback:

Name : Mr. B. Adi Reddy
Designation : Company Secretary and Compliance Officer
Address : Galaxy, Floors: 22-24, Plot No 1, Survey No 83/1, Hyderabad Knowledge City, Raidurg Panmaktha, Ranga Reddy District, Hyderabad - 500 032, Telangana, India
Tel no. : +91 40 6672 5333
Email : cs@aurobindo.com

13.2 In case of any clarifications or to address investor grievance, the shareholders may contact the Compliance Officer, from Monday to Friday between 10:00 am (IST) to 5:00 pm (IST) on all working days except public holidays, at the above-mentioned address.

14 INVESTOR SERVICE CENTER AND REGISTRAR TO THE BUYBACK

14.1 The Company has appointed the following as the Registrar to the Buyback:

KFIN TECHNOLOGIES

KFin Technologies Limited
Address: Selenium, Tower- B, Plot No 31 & 32 Gachibowli, Financial District Nanakramguda, Serilingampally, Hyderabad, Telangana - 500032
Tel. no.: +91 40 6716 2222
Fax no.: +91 40 6716 1563;
Contact person: M Murali Krishna
Toll Free number: 18003094001
Email: aurobindo.buyback2026@kfintech.com
Website: www.kfintech.com
Investor Grievance mail: einward.ris@kfintech.com
SEBI Registration Number: INR000000221
Validity: Permanent
CIN: L72400MH2017PLC444072

14.2 In case of any query, the shareholders may also contact the Registrar to the Buyback, from Monday to Friday between 10:00 am (IST) to 5:00 pm (IST) on all working days except public holidays at the above-mentioned address.

15 MANAGER TO THE BUYBACK

The Company has appointed the following as Manager to the Buyback:

AXIS CAPITAL

AXIS CAPITAL LIMITED
1st Floor, Axis House
P. B. Marg, Worli, Mumbai - 400 025,
Maharashtra, India
Tel.: +91 22 4325 2183; **Fax:** +91 22 4325 3000
Contact Person: Harish Patel/ Simran Gadh
Email: spl.buyback@axiscap.in
Website: www.axiscapital.co.in
SEBI Registration Number: INM000012029

16 DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board accepts full and final responsibility for all the information contained in this Public Announcement and confirms that this Public Announcement contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of **Aurobindo Pharma Limited**

K. Nithyananda Reddy	M. Madan Mohan Reddy	B. Adi Reddy
Managing Director	Whole-time Director	Company Secretary and
DIN: 01284195	DIN: 01284266	Compliance Officer
		Membership No.: ACS 13709

Date : April 7, 2026
Place : Hyderabad

AUROBINDO PHARMA LIMITED

Corporate Identity Number (CIN): L24239TG1986PLC015190
Registered Office: Plot No. 2, Maithrivihar, Ameerpet, Hyderabad- 500 038, Telangana, India
Corporate Office: Galaxy, Floors: 22-24, Plot No.1, Survey No.83/1, Hyderabad Knowledge City, Raidurg Panmaktha, Ranga Reddy District, Hyderabad - 500032, Telangana, India
Tel.: +91 40 2373 6370/ 2374 7340; Fax: +91 40 2374 1080/ 2374 6833; Website: www.aurobindo.com; Email: cs@aurobindo.com
Contact Person: Mr. B. Adi Reddy, Company Secretary and Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF AUROBINDO PHARMA LIMITED ("COMPANY") FOR THE BUYBACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH TENDER OFFER ROUTE USING STOCK EXCHANGE MECHANISM AS PRESCRIBED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED FROM TIME TO TIME ("BUYBACK REGULATIONS").

This public announcement ("**Public Announcement**"/ "**PA**") is being made pursuant to Regulation 7(i) of the Buyback Regulations, in relation to the buyback of fully paid-up equity shares, having a face value of ₹ 1/- (Rupee One only) each ("**Equity Share**"), by the Company from its Equity Shareholders/ Beneficial Owners through the Tender Offer route using the stock exchange mechanism in accordance with Securities and Exchange Board of India ("**SEBI**") circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with the circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and circular SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 8, 2023, including any further amendments thereof ("**SEBI Circulars**"), and contains the disclosures as specified in Schedule II to the Buyback Regulations.

OFFER TO BUYBACK UP TO 54,23,728 (FIFTY FOUR LAKH TWENTY THREE THOUSAND SEVEN HUNDRED AND TWENTY EIGHT) EQUITY SHARES AT A PRICE OF ₹ 1,475/- (RUPEES ONE THOUSAND FOUR HUNDRED AND SEVENTY FIVE ONLY) PER EQUITY SHARE, PAYABLE IN CASH, ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM FOR AN AGGREGATE CONSIDERATION OF UP TO ₹ 800,00,00,000/- (RUPEES EIGHT HUNDRED CRORE ONLY).

1 DETAILS OF THE BUYBACK OFFER AND BUYBACK PRICE

1.1 At the meeting held on Monday, April 6, 2026 ("**Board Meeting**"), the Board of Directors of this Company (hereinafter referred to as the "**Board**", which expression shall include any committee constituted by the Board to exercise its powers, including the powers conferred by the resolution passed by the Board at the Board Meeting), subject to such approvals of regulatory and/or statutory authorities as may be required under applicable laws, has approved the buyback of up to 54,23,728 (Fifty Four Lakh Twenty Three Thousand Seven Hundred and Twenty Eight) Equity Shares, representing approximately 0.93% of the total number of outstanding Equity Shares of the Company, at a price of ₹ 1,475/- (Rupees One Thousand Four Hundred and Seventy Five Only) per Equity Share ("**Buyback Price**"), subject to any increase to the Buyback Price as may be approved by the Board, payable in cash for an aggregate amount up to ₹ 800,00,00,000/- (Rupees Eight Hundred Crore Only) ("**Buyback Size**"), excluding transaction costs, applicable taxes and other incidental and related expenses, from all of the equity shareholders/ beneficial owners of the Company, including the members of the promoter and promoter group of the Company ("**Promoter & Promoter Group**"), who hold Equity Shares as of the Record Date (*as defined below*) on a proportionate basis through the "**Tender Offer**" route in accordance with the provisions of the Buyback Regulations, Companies Act, 2013, as amended ("**Companies Act**"), rules framed thereunder including the Companies (Share Capital and Debentures) Rules, 2014, as amended ("**Share Capital Rules**"), and the Companies (Management and Administration) Rules, 2014, as amended ("**Management Rules**"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing Regulations**"), to the extent applicable, and the SEBI Circulars (hereinafter referred to as "**Buyback**").

1.2 The Buyback Size constitutes 3.93% and 2.62% of the aggregate of the total paid-up equity share capital and free reserves (including securities premium) of the Company as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2025, respectively, and is within the statutory limit of 10% of the aggregate of the total paid-up equity share capital and free reserves (including securities premium) of the Company based on the audited standalone and consolidated financial statements of the Company as at March 31, 2025, under the board approval route as per Section 68 and other applicable provisions of the Companies Act and Regulation 5 and other applicable provisions of the Buyback Regulations. Further, since the Equity Shares proposed to be bought back represent approximately 0.93% of the total number of outstanding Equity Shares of the Company as of March 31, 2025 and December 31, 2025, the same is within the 25% limit as per the provisions of the Companies Act and Regulation 4(i) of the Buyback Regulations.

1.3 The Buyback is in accordance with Article 40(b) of the Articles of Association of the Company and Sections 68, 69, 70 and all other applicable provisions, if any, of the Companies Act, and rules framed thereunder, including the Share Capital Rules, the Management Rules, the Listing Regulations to the extent applicable, Buyback Regulations read with SEBI Circulars, subject to such other approvals, permissions, consents, exemptions and sanctions, as may be necessary and subject to any modifications and conditions, if any, as may be prescribed by SEBI, Registrar of Companies, Telangana at Hyderabad, National Stock Exchange of India Limited ("**NSE**"), BSE Limited ("**BSE**") and/ or other authorities, institutions or bodies, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions, sanctions and exemptions, which may be agreed by the Board.

1.4 In terms of Regulation 5(via) of the Buyback Regulations, the Board or the committee constituted by the Board, may till 1 (One) working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buyback Size.

1.5 The Buyback Size does not include transaction costs viz. brokerage costs, fees, turnover charges, applicable taxes such as securities transaction tax, goods and services tax, stamp duty, etc., expenses incurred or to be incurred for the Buyback like filing fees payable to SEBI, advisors/ legal fees, public announcement publication expenses, printing and dispatch expenses for Letter of Offer and other incidental and related expenses, etc. ("**Transaction Costs**").

1.6 The Equity Shares of the Company are listed on NSE and BSE ("**Stock Exchanges**"). The Buyback shall be undertaken on a proportionate basis (subject to reservation for small shareholders) from all the equity shareholders/ beneficial owners of the Company, including the members of the Promoter & Promoter Group, who hold Equity Shares as at **Friday, April 17, 2026** (the "**Record Date**") (such shareholders "**Eligible Shareholders**") through the Tender Offer process prescribed under Regulation 4(iv)(a) of the Buyback Regulations and shall be implemented using the stock exchange mechanism as specified in the SEBI Circulars. In this regard, the Company will request BSE to provide the acquisition window for facilitating tendering of Equity Shares under the Buyback and, for the purposes of this Buyback, BSE will be the designated stock exchange.

1.7 The Buyback from the Eligible Shareholders who are residents outside India including non-resident Indians, foreign nationals, foreign corporate bodies (including erstwhile overseas corporate bodies), foreign institutional investors/ foreign portfolio investors, shall be subject to such approvals, if any, and to the extent necessary or required from the concerned authorities including approvals from the Reserve Bank of India ("**RBI**") under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, and that such approvals shall be required to be taken by such non-resident shareholders.

1.8 In terms of the Buyback Regulations, under Tender Offer route, the members of the Promoter & Promoter Group and persons in control of the Company have the option to participate in the Buyback. In this regard, the members of the Promoter & Promoter Group *vide* their letters dated April 7, 2026, have expressed their intention to participate in the Buyback. The extent of their participation in the Buyback has been detailed in Paragraph 6.3 of this Public Announcement.

1.9 The Buyback will not result in any benefit to Promoter & Promoter Group or persons in control of the Company or any directors of the Company except to the extent of the cash consideration received by them from the Company pursuant to their respective participation in the Buyback in their capacity as equity shareholders of the Company, and the change in their shareholding as per the response received in the Buyback, as a result of the extinguishment of Equity Shares, which will lead to reduction in the equity share capital of the Company post Buyback. The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the Listing Regulations. Any change in voting rights of the Promoter & Promoter Group of the Company pursuant to completion of Buyback will not result in any change in control over the Company.

1.10 Participation in the Buyback by Eligible Shareholders may trigger capital gains taxation in India and in their country of residence. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, Eligible Shareholders are advised to consult their own legal, financial and tax advisors for the applicable tax implications prior to participating in the Buyback.

A copy of this Public Announcement is available on the website of the Company (www.aurobindo.com), the website of Manager to the Buyback (www.axiscapital.co.in) and is expected to be available on the website of SEBI (www.sebi.gov.in) during the period of the Buyback and on the website of NSE (www.nseindia.com) and BSE (www.bseindia.com).

2 NECESSITY FOR THE BUYBACK

The Buyback is being undertaken, *inter-alia*, for the following reasons:

2.1 The Buyback will help the Company to reward its shareholders and enhance the overall return to shareholders;

2.2 The Buyback is expected to improve earnings per share and other key ratios such as return on net worth and return on assets over a period of time; and

2.3 The Buyback, which is being implemented through the Tender Offer route as prescribed under the Buyback Regulations, would involve allocation of number of Equity Shares as per their entitlement or 15% of the number of Equity Shares to be bought back, whichever is higher, reserved for small shareholders. The Company believes that this reservation for small shareholders would benefit a large number of public shareholders, who would get classified as "small shareholders" as per Regulation 2(i)(n) of the Buyback Regulations.

3 MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUYBACK

The Company proposes to buyback up to 54,23,728 (Fifty Four Lakh Twenty Three Thousand Seven Hundred and Twenty Eight) Equity Shares, representing 0.93% of the total number of outstanding Equity Shares of the Company as of March 31, 2025 and as of December 31, 2025.

4 MAXIMUM PRICE FOR BUYBACK OF THE EQUITY SHARES AND BASIS OF ARRIVING AT THE BUYBACK PRICE

4.1 The Equity Shares are proposed to be bought back at a price of ₹ 1,475/- (Rupees One Thousand Four Hundred and Seventy Five Only) per Equity Share.

4.2 The Buyback Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average prices and the closing price of the Equity Shares at the Stock Exchanges.

4.3 The Buyback Price represents:

4.3.1 premium of 20.66% and 21.82% over the volume weighted average market price of the Equity Share on BSE and NSE, respectively, during the 3 (three) months preceding Tuesday, March 31, 2026, being the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback ("**Intimation Date**").

4.3.2 premium of 13.18% and 14.21% over the volume weighted average market price of the Equity Share on BSE and NSE, respectively, during the 2 (two) weeks preceding the Intimation Date.

4.3.3 premium of 13.18% and 13.08% over the closing price of the Equity Share on BSE and NSE, respectively, as on the trading day immediately preceding the Intimation Date, i.e., Monday, March 30, 2026.

4.3.4 premium of 10.09% and 10.04% over the closing price of the Equity Share on BSE and NSE, respectively, as on Monday, April 6, 2026, being the date of the Board Meeting.

4.4 The closing market price of the Equity Shares on the trading day immediately preceding the Intimation Date, i.e., Monday, March 30, 2026, was ₹ 1,303.20/- and ₹ 1,304.40/- and as on the date of the Board Meeting was ₹ 1339.60/- and 1340.40/- on BSE and NSE, respectively.

4.5 As required under Section 68(2)(d) of the Companies Act and Regulation 4(ii) (a) of Buyback Regulations, the ratio of the aggregate of secured and unsecured debts owed by the Company will not be more than twice the paid-up equity share capital and free reserves (including securities premium) after the Buyback based on standalone and consolidated financial statements of the Company as on March 31, 2025, whichever sets out a lower amount.

4.6 In terms of Regulation 5(via) of the Buyback Regulations, the Board may, till 1 (One) working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buyback Size.

5 MAXIMUM AMOUNT OF FUNDS REQUIRED FOR THE BUYBACK, ITS PERCENTAGE OF THE TOTAL PAID-UP CAPITAL AND FREE RESERVES AND SOURCES OF FUNDS FROM WHICH BUYBACK WOULD BE FINANCED

5.1 The maximum amount required for the Buyback will not exceed ₹ 800,00,00,000/- (Rupees Eight Hundred Crore Only) (excluding Transaction Costs). The Buyback Size constitutes 3.93% and 2.62% of the aggregate of the total paid-up share capital and free reserves (including securities premium), as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2025, respectively, which is within the statutory limit of 10% of the total paid-up equity capital and free reserves (including securities premium) of the Company as at March 31, 2025, under the Board approval route as per Section 68 and other applicable provisions of the Companies Act and Regulation 5 and other applicable provisions of the Buyback Regulations.

5.2 The funds for implementation of the proposed Buyback will be sourced out of the free reserves (including securities premium) of the Company and/ or such other sources as may be permitted by Buyback Regulations or the Companies Act. Funds borrowed from banks and financial institutions, if any, will not be used for the Buyback.

5.3 The Company shall transfer from its free reserves and/ or such other sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statements.

6 DETAILS OF HOLDING AND TRANSACTIONS IN THE EQUITY SHARES BY THE MEMBERS OF THE PROMOTER & PROMOTER GROUP, PERSONS IN CONTROL, DIRECTORS/ TRUSTEES OF MEMBERS OF THE PROMOTER & PROMOTER GROUP, DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY AND INTENTION OF MEMBERS OF THE PROMOTER & PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO PARTICIPATE IN THE BUYBACK

6.1 The aggregate shareholding in the Company of (a) the members of the Promoter & Promoter Group and persons in control of the Company; (b) director(s)/ trustee(s) of the companies/ trusts forming part of the Promoter & Promoter Group; (c) the directors (other than members of the Promoter & Promoter Group) and key managerial personnel, as on the date of the Board Meeting, i.e., (Monday, April 6, 2026) and the date of this Public Announcement, are as follows:

6.1.1 Aggregate shareholding of the members of the Promoter & Promoter Group and persons in control of the Company in the Company:

Sr. No.	Name	Category	Number of Equity Shares held	% shareholding
1.	Venkata Ramprasad Reddy Penaka	Promoter	1,78,33,646	3.07
2.	K Nithyananda Reddy	Promoter	2,53,59,572	4.37
	Total (A)		**4,31,93,218**	**7.44**
3.	M Sivakumaran	Promoter Group	1,43,57,432	2.47
4.	K Rajeshwari	Promoter Group	18,08,631	0.31
5.	Suneela Rani Penaka	Promoter Group	1,28,799	0.02
6.	Prasada Reddy Kambham	Promoter Group	2,98,373	0.05
7.	K Suryaprakash Reddy	Promoter Group	7,380	0.00
8.	M Sumanth Kumar Reddy	Promoter Group	15,85,214	0.27
9.	Kirthi Reddy Kambam	Promoter Group	2,00,62,852	3.45
10.	Kambam Spoorthi	Promoter Group	69,39,173	1.19
11.	Penaka Neha Reddy	Promoter Group	Nil	Nil
12.	Trident Chemphar Limited	Promoter Group	7,82,241	0.13
13.	Axis Clinicals Limited	Promoter Group	6,51,920	0.11
14.	RPR Sons Advisors Private Limited, Suneela Rani (joint holding)	Promoter Group	19,45,61,357	33.50
15.	Axis Clinicals Limited, Trident Chemphar Limited, RPR Sons Advisors Private Limited (joint holding)	Promoter Group	1,65,72,131	2.85
	Total (B)		**25,77,55,503**	**44.38**
	Total (A+B)		**30,09,48,721**	**51.82**

6.1.2 Aggregate shareholding of the director(s)/ trustee(s) of the companies/ trusts forming part of the Promoter & Promoter Group in the Company:

Sr No	Name of Company/ Trust forming part of the Promoter & Promoter Group	Name of the Director/ Trustee	No. of Equity Shares	% shareholding
1.	Axis Clinicals Limited	Jayachandra Reddy Aturi	29,000	0.01
2	RPR Sons Advisors Private Limited	Venkata Ramprasad Reddy Penaka	1,78,33,646	3.07
		Suneela Rani Penaka	1,28,799	0.02

6.1.3 Aggregate shareholding of the directors and key managerial personnel of the Company (other than members of the Promoter & Promoter Group) in the Company:

Sr. No.	Name	Number of Equity Shares held	% shareholding
1.	S. Subramanian	7,063	Negligible
2.	M. Madan Mohan Reddy	2,010	Negligible
	Total	9,073	Negligible

6.2 No Equity Shares or other specified securities in the Company were either purchased or sold by (a) the members of the Promoter & Promoter Group and persons who are in control of the Company; (b) the director(s)/ trustee(s) of the companies/ trusts forming part of the Promoter & Promoter Group; and (c) directors and key managerial personnel of the Company, during a period of 6 (six) months preceding the date of the Board Meeting where the Buyback was approved and until the date of this Public Announcement, except as set out below:

Name	Aggregate no. of Equity Shares allotted / transferred	Nature of transaction	Maximum price per Equity Share (₹)*	Date of maximum price	Minimum price per Equity Share (₹)*	Date of minimum price
Jayachandra Reddy Aturi	1,680	Sale	1,270	March 10, 2026	1,268	March 10, 2026

* Excluding transaction costs such as brokerage, securities transaction tax etc.

6.3 **Intention of members of the Promoter & Promoter Group and persons in control of the Company to participate in the Buyback:**

In terms of the Buyback Regulations, under Tender Offer route, the members of the Promoter & Promoter Group and persons in control of the Company have the option to participate in the Buyback. In this regard, the members of the Promoter & Promoter Group *vide* their letters dated April 7, 2026, have expressed their intention to participate in the Buyback and tender up to the number of Equity Shares set out in the table below, or such lower number of Equity Shares as permitted under the applicable law:

Sr. No.	Name	Number of Equity Shares held	Maximum number of Equity Shares intended to be tendered up to
1.	Venkata Ramprasad Reddy Penaka	1,78,33,646	3,22,000
2.	K Nithyananda Reddy	2,53,59,572	4,58,000
3.	M Sivakumaran	1,43,57,432	2,60,000
4.	K Rajeshwari	18,08,631	33,000
5.	Suneela Rani Penaka	1,28,799	3,000
6.	Prasada Reddy Kambham	2,98,373	6,000
7.	K Suryaprakash Reddy	7,380	Nil
8.	M Sumanth Kumar Reddy	15,85,214	29,000
9.	Kirthi Reddy Kambam	2,00,62,852	3,62,000
10.	Kambam Spoorthi	69,39,173	1,26,000
11.	Trident Chemphar Limited	7,82,241	15,000
12.	Axis Clinicals Limited	6,51,920	12,000
13.	RPR Sons Advisors Private Limited, Suneela Rani (joint holding)	19,45,61,357	35,07,000
14.	Axis Clinicals Limited, Trident Chemphar Limited, RPR Sons Advisors Private Limited (joint holding)	1,65,72,131	3,00,000
	Total	**30,09,48,721**	**54,33,000**

6.4 The entire shareholding of the members of the Promoter & Promoter Group is in demat mode. The details of the date and price of acquisition of the Equity Shares proposed to be tendered in the Buyback by the members of the Promoter & Promoter Group and persons in control of the Company who intend to participate in the Buyback are set out below:

6.4.1 Venkata Ramprasad Reddy Penaka

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	3,22,000	Nil

Note: (1) Received a total of 90,00,000 equity shares pursuant to the bonus issuance, of which 1,66,354 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.2 K Nithyananda Reddy

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	4,58,000	Nil

Note: (1) Received a total of 1,37,62,350 equity shares pursuant to the bonus issuance.

6.4.3 M Sivakumaran

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	2,60,000	Nil

Note: (1) Received a total of 73,45,660 equity shares pursuant to the bonus issuance, of which 1,33,928 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.4 K Rajeshwari

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	33,000	Nil

Note: (1) Received a total of 8,87,750 equity shares pursuant to the bonus issuance, of which 16,869 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.5 Suneela Rani Penaka

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	September 30, 2021[1]	Gift from member of Promoter & Promoter Group	1	3,000	Nil

Note: (1) Received a total of 1,30,000 equity shares from Penaka Neha Reddy, a member of the Promoter & Promoter Group, of which 1,201 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.6 Prasada Reddy Kambham

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	6,000	Nil

Note: (1) Received a total of 2,00,578 equity shares pursuant to the bonus issuance, of which 2,783 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.7 M Sumanth Kumar Reddy

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	29,000	Nil

Note: (1) Received a total of 8,00,000 equity shares pursuant to the bonus issuance, of which 14,786 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

Contd.

6.4.8 Kirthi Reddy Kambam

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	3,62,000	Nil

Note: (1) Received a total of 1,03,50,000 equity shares pursuant to the bonus issuance, of which 1,87,148 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.9 Kambam Spoorthi

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	1,26,000	Nil

Note: (1) Received a total of 38,00,000 equity shares pursuant to the bonus issuance, of which 60,827 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.10 Trident Chemphar Limited

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	March 18, 2020[1]	Market purchase	1	15,000	392.62

Note: (1) Acquired a total of 1,30,000 equity shares through market purchase at a weighted average price of ₹ 392.82/-, of which 7,295 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.11 Axis Clinicals Limited

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	July 22, 2015[1]	Bonus issue in the ratio of 1:1	1	12,000	Nil

Note: (1) Received a total of 26,18,745 equity shares pursuant to the bonus issuance, of which 6,080 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.12 RPR Sons Advisors Private Limited, Suneela Rani (Joint holding)

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	January 19, 2017[1]	Contribution by partners through an off-market transfer	1	35,07,000	12.12

Note: (1) 19,63,76,250 Equity Shares of the Company were contributed by Suneela Rani Penaka, a member of the Promoter & Promoter Group, at a weighted average price of ₹ 12.12/- per equity share, of which 18,14,893 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

6.4.13 Axis Clinicals Limited, Trident Chemphar Limited, RPR Sons Advisors Private Limited (Joint holding)

Sr. No.	Date of Acquisition	Nature of transaction	Face Value (in ₹)	Number of Equity Shares acquired	Issue price/ transfer price per Equity Share (in ₹)
1	March 30, 2017[1]	Contribution by partners through an off-market transfer	1	3,00,000	32.64

Note: (1) 45,79,490 equity shares of the Company were contributed by Axis Clinicals Limited and 1,21,47,226 Equity Shares of the Company were contributed by Trident Chemphar Limited both members of the Promoter & Promoter Group, at a weighted average price of ₹ 32.64/- per equity share, of which 1,64,565 equity shares have been accepted in the previous buyback undertaken by the Company which was settled on August 19, 2024.

7 CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE COMPANIES ACT

7.1 All the Equity Shares of the Company are fully paid up.

7.2 The Company shall not issue and allot any Equity Shares or other specified securities (including by way of bonus), from the date of the Board Meeting till the expiry of the Buyback period, i.e., the date on which the payment of consideration is made to the shareholders who have accepted the Buyback, except in discharge of subsisting obligations through conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares. There are no subsisting obligations to issue or allot any Equity Shares or other specified securities through conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares.

7.3 Unless otherwise specifically permitted by any relaxation issued by SEBI and/ or any other regulatory authority, the Company shall not raise further capital for a period of 1 (One) year, as prescribed under the provisions of Regulation 24(i)(f) of the Buyback Regulations, from the expiry of the Buyback period, i.e., the date on which the payment of consideration is made to the shareholders who have accepted the Buyback, except in discharge of its subsisting obligations.

7.4 The Company, as per the provisions of Section 68(8) of the Companies Act, will not make a further issue of the same kind of shares or other securities including allotment of new shares under Section 62(1)(a) or other specified securities within a period of 6 (Six) months except by way of a bonus issue or in the discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares.

7.5 The Company shall not withdraw the Buyback after the Public Announcement of the offer to Buyback is made.

7.6 The Company will ensure consequent reduction of its share capital post Buyback and the Equity Shares bought back by the Company will be extinguished and physically destroyed in the manner prescribed under the Buyback Regulations and the Companies Act within the specified timelines.

7.7 The Company shall not buyback locked-in Equity Shares and non-transferable Equity Shares until the pendency of the lock-in or till the Equity Shares become transferable.

7.8 The consideration for the Buyback shall be paid by the Company only by way of cash.

7.9 Funds borrowed from banks and financial institutions, if any, will not be used for the Buyback.

7.10 The Company shall not buyback its Equity Shares or other specified securities from any person through negotiated deals whether on or off the Stock Exchanges or through spot transactions or through any private arrangement in the implementation of Buyback.

7.11 There are no defaults (either in the past or subsisting) in the repayment of any deposits (including interest payable thereon), redemption of debentures or preference shares, payment of dividend or repayment of any term loans to any financial institution or banks (including interest payable thereon), as the case may be, and in case of defaults which have ceased to subsist, if any, a period of more than 3 (three) years has lapsed.

7.12 The Company has not undertaken a buyback of any of its securities during the period of 1 (One) year immediately preceding the date of the Board Meeting.

7.13 The Company has been in compliance with Sections 92, 123, 127 and 129 of the Companies Act.

7.14 The aggregate amount of the Buyback (i.e., up to ₹ 800,00,00,000/- (Rupees Eight Hundred Crore Only) does not exceed 10% of the aggregate of the total paid-up equity share capital and free reserves (including securities premium) of the Company as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2025.

7.15 The maximum number of Equity Shares proposed to be purchased under the Buyback (i.e., 54,23,728 (Fifty Four Lakh Twenty Three Thousand Seven Hundred and Twenty Eight) Equity Shares) does not exceed 25% of the total number of outstanding Equity Shares of the Company as at March 31, 2025 and December 31, 2025.

7.16 The Company shall not make any offer of buyback within a period of 1 (One) year reckoned from the date of expiry of the Buyback period i.e., the date on which the payment of consideration is made to the shareholders whose equity shares have been accepted in the Buyback.

7.17 The Company shall comply with the statutory and regulatory timelines in respect of the Buyback in such manner as prescribed under the Companies Act and/ or the Buyback Regulations and any other applicable laws.

7.18 The Buyback shall be completed within a period of 1 (One) year from the date of passing of the Board resolution approving the Buyback.

7.19 There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Companies Act, as on date.

7.20 The ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice its paid-up capital and free reserves (including securities premium) after the Buyback, based on latest audited standalone and consolidated financial statements of the Company, as prescribed under the Companies Act and rules made thereunder and Buyback Regulations.

7.21 The Company is not buying back its Equity Shares so as to delist its shares or other specified securities from the Stock Exchanges.

7.22 The Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including its own subsidiary companies, or through any investment company or group of investment companies.

7.23 As per Regulation 24(i)(a) of the Buyback Regulations, the members of the Promoter & Promoter Group, and their associates, shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the members of the Promoter & Promoter Group) from the date of the Board resolution approving the Buyback till the closing of the Buyback offer.

7.24 In accordance with Regulation 6 of the Buyback Regulations, the Company shall reserve 15% of the number of Equity Shares which the Company proposes to buyback or such number of Equity Shares entitled as per the shareholding of small shareholders as on the Record Date, whichever is higher, for the small shareholders as part of the Buyback.

7.25 The Company shall transfer from its free reserves and/ or such other sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statement.

7.26 The Company has outstanding facilities with its lenders. In accordance with Regulation 5(i)(c) and Clause (xii) of Schedule I of the Buyback Regulations, the Company shall not undertake the Buyback unless it has obtained prior consent of its lenders, in case of breach of any covenant with such lenders. The Company confirms that it has obtained the prior consent of its lenders, as necessary, for undertaking the Buyback.

8 CONFIRMATIONS FROM THE BOARD OF THE COMPANY

8.1 As required by Clause (x) of Schedule I of the Buyback Regulations, the Board has confirmed that it has made full enquiry into the affairs and prospects of the Company and has formed an opinion, that:

8.1.1 immediately following the date of the Board Meeting, i.e., Monday, April 6, 2026, approving the Buyback, there will be no grounds on which the Company could be found unable to pay its debts, if any;

8.1.2 as regards the Company's prospects for the year immediately following the date of Board Meeting and having regard to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of 1 (One) year from the date of the Board Meeting; and

8.1.3 in forming its opinion aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act, or the Insolvency and Bankruptcy Code, 2016, as applicable.

9 REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY'S STATUTORY AUDITORS

The text of the report dated April 6, 2026, of M/s. Deloitte Haskins & Sells, Chartered Accountants, the statutory auditors of the Company, addressed to the Board of the Company is reproduced below:

Quote

To,
Board of Directors,
Aurobindo Pharma Limited
Galaxy, Floor 22-24; Plot No 1, Sy No 83/1
Hyderabad Knowledge City,
Raidurg Panmaktha Hyderabad,
Telangana – 500032

Re: Statutory Auditor's Report in respect of proposed buyback of equity shares by Aurobindo Pharma Limited (the "Company") in terms of Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("the Buyback Regulations")

1. This Report is issued in accordance with the terms of our engagement letter March 26, 2026.

2. The Board of Directors of the Company have approved a proposal for buyback of Equity Shares by the Company at its meeting held on April 06, 2026, in pursuance of the provisions of Sections 68, 69 and 70 of the Companies Act, 2013, as amended (the "Act") and the Buyback Regulations.

3. We have been requested by the Management of the Company to provide a report on the accompanying "Statement of Permissible Capital Payment for the year ended and as at March 31, 2025" ('Annexure A') (hereinafter referred to as the "Statement"). This Statement has been prepared by the Management, which we have stamped for the purposes of identification only.

Management's Responsibility:

4. The preparation of the Statement in compliance with the proviso to Section 68(2)(b) of the Act and the proviso to Regulation 5(i)(b) of the Buyback Regulations and compliance with the Buyback Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

5. As the Buyback Regulations and the Act do not define the term "insolvent", the Company has applied the guidance provided in paragraphs 25 and 26 of Ind AS 1, Presentation of Financial Statements, which relate to the assessment of the Company's ability to continue as a going concern for a period of one year from April 06, 2026. The Board of Directors are responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion as specified in (x) of Schedule I to the SEBI Buyback Regulations and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from April 06, 2026 (date of passing of the Board Meeting resolution).

Auditor's Responsibility:

6. Pursuant to the requirements of the Buyback Regulations, it is our responsibility to provide a reasonable assurance that:

i. we have inquired into the state of affairs of the Company in relation to the annual audited standalone and consolidated financial statements for the year ended and as at March 31, 2025 which were approved by the Board of Directors of the Company at their meeting held on May 26, 2025, and adopted by the shareholders of the Company in the Annual General Meeting held on September 10, 2025.

ii. the amount of permissible capital payment as stated in Annexure A, has been properly determined considering the annual audited standalone and consolidated financial statements for the year ended and as at March 31, 2025 in accordance with the proviso to Section 68(2)(b) of the Act and the proviso to Regulation 5(i)(b) of the Buyback Regulations; and

iii. the Board of Directors of the Company, in their meeting held on April 06, 2026 have formed the opinion as specified in Clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent (as defined in management responsibility above) within a period of one year from the aforesaid date with regard to the proposed buyback is approved at Board meeting.

7. The annual standalone and consolidated financial statements referred to in paragraph 6 above, have been audited by us, on which we have issued an unmodified audit opinion in our reports each dated May 26, 2025. We conducted our audit of the annual standalone and consolidated financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Our audit was not planned and performed in connection with any transactions to identify matters that may be of potential interest to third parties.

8. We conducted our examination of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes (Revised 2016), issued by the Institute of Chartered Accountants of India (the "Guidance Note") and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this report. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

9. We have complied with the relevant applicable requirements of the 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 Buyback.

Opinion

10. Based on inquiries conducted and our examination as above, we report that:

i. We have inquired into the state of affairs of the Company in relation to its annual audited standalone and consolidated financial statements for the year ended and as at March 31, 2025, which have been approved by the Board of Directors of the Company in their meeting held on May 26, 2025.

ii. The amount of permissible capital payment towards the proposed buy back of equity shares as computed in the Statement attached herewith, as Annexure A, in our view has been properly determined in accordance with the proviso to Section 68(2)(b) of the Act and the proviso to Regulation 5(i)(b) of the Buyback Regulations.

iii. The Board of Directors of the Company, at their meeting held on April 06, 2026 have formed their opinion as specified in clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company having regard to its state of affairs, will not be rendered insolvent (as defined in management responsibility above) within a period of one year from the date of passing the Board Resolution dated April 06, 2026.

Restriction on use

11. This report has been issued at the request of the Company solely for use of the Company

i. in connection with the proposed buyback of equity shares of the Company as mentioned in paragraph 2 above,

ii. to enable the Board of Directors of the Company to include in the Letter of offer and other documents pertaining to buyback to be filed with

a. the Registrar of Companies, Securities and Exchange Board of India, stock exchanges, and any other regulatory authority as per applicable law; and

b. the Central Depository Services (India) Limited, National Securities Depository Limited and

c. to share with the Manager to Buyback offer in connection with the proposed buyback of equity shares of the Company for onward submission to relevant authorities in pursuance to the provisions of Section 68 and other applicable provisions of the Act and the Buyback Regulations, and may not be suitable for any other purpose.

This report should not be used for any other purpose 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 report is shown or into whose hands it may come without our prior consent in writing.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.008072S)

Sd/-
C Manish Muralidhar
(Partner)
(Membership No. 213649)
(UDIN: 26213649FRKCFB8227)

Place: Denver, USA
Date: April 06, 2026

Annexure A - Statement of Permissible Capital Payment as at March 31, 2025:

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with the proviso to Section 68(2)(b) of the Companies Act, 2013 ("the Act") and read with proviso to Regulation 5(i)(b) of Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended, based on annual audited standalone and consolidated financial statements as at and for the year ended March 31, 2025.

(Amount in ₹ millions)

Particulars		Amount - Standalone	Amount - Consolidated
Paid up Equity Share Capital as on March 31, 2025 (580,801,623 fully paid-up Equity Shares of ₹ 1 each)	(A)	580.8	580.8
Free Reserves as on March 31, 2025			
Securities Premium		-	751.1
General Reserve		2,013.9	2,257.0
Retained Earnings		200,904.0	302,216.5
Total Free Reserves	**(B)**	**202,917.9**	**305,224.6**
Total	**C=(A+B)**	**203,498.7**	**305,805.4**
Maximum amount permissible towards buyback of equity shares in accordance with the proviso to Section 68(2)(b) of the Companies Act, 2013 and read with proviso to Regulation 5(i)(b) of Buyback Regulations (10% of the total Paid-up equity capital and free reserves of standalone and consolidated financial statements)	C * 10%	20,349.9	30,580.5
Maximum amount permissible for buyback lower of Standalone and Consolidated amounts			20,349.9

Notes:

1) The amount of paid-up equity share capital and free reserves as at March 31, 2025 have been extracted from the annual audited standalone and consolidated financial statements of the Company as at and for the year ended March 31, 2025.

2) As the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended and the Act do not define the term "insolvent", the Company has applied the guidance provided in paragraphs 25 and 26 of Ind AS 1, Presentation of Financial Statements, which relate to the assessment of the Company's ability to continue as a going concern for a period of one year from April 06, 2026 as well as for a period of one year immediately following the date of passing of the Board Meeting resolution.

For and on behalf of **Board of Directors of Aurobindo Pharma Limited**

Sd/-
K. Nithyananda Reddy
Vice Chairman and Managing Director

Date : April 06, 2026

Unquote

10 RECORD DATE AND SHAREHOLDER ENTITLEMENT

10.1 As required under the Buyback Regulations, the Company has fixed Friday, April 17, 2026, as the Record Date for the purpose of determining the entitlement and the names of the Eligible Shareholders, who will be eligible to participate in the Buyback.

10.2 In due course, Eligible Shareholders will receive a letter of offer in relation to the Buyback ("**Letter of Offer**") along with a Tender Offer form indicating the entitlement of the Eligible Shareholder for participating in the Buyback. Even if the Eligible Shareholder does not receive the Letter of Offer along with a tender form, the Eligible Shareholder may participate and tender shares in the Buyback.

As required under the Buyback Regulations, the dispatch of the Letter of Offer shall be through electronic mode only, within 2 (Two) working days from the Record Date and, if any Eligible Shareholder requires a physical copy of the Letter of Offer, a request has to be sent to the Company or the Registrar to the Buyback and the same shall be provided.

10.3 The Equity Shares proposed to be bought back by the Company shall be divided into two categories: (a) reserved category for small shareholders; and (b) general category for all other Eligible Shareholders.

10.4 As defined in Regulation 2(1)(n) of the Buyback Regulations, a "**Small Shareholder**" is a shareholder of the Company who holds Equity Shares whose market value, on the basis of the closing price of the Equity Shares on the Stock Exchanges having the highest trading volume as on the Record Date, is not more than ₹ 2,00,000/- (Rupees Two Lakh Only).

10.5 In accordance with Regulation 6 of the Buyback Regulations, 15% of the number of Equity Shares which the Company proposes to buy back or the number of Equity Shares entitled as per the shareholding of Small Shareholders as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders as part of the Buyback.

10.6 Based on the shareholding on the Record Date, the Company will determine the entitlement of each Eligible Shareholder, including Small Shareholders, to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective Eligible Shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such Eligible Shareholder belongs to. The final number of Equity Shares that the Company shall purchase from each Eligible Shareholder will be based on the total number of Equity Shares tendered by such Eligible Shareholder. Accordingly, the Company may not purchase all of the Equity Shares tendered by an Eligible Shareholder.

10.7 In accordance with Regulation 9(ix) of the Buyback Regulations, in order to ensure that the same Eligible Shareholder with multiple demat accounts/ folios do not receive a higher entitlement under the small shareholder category, the Company shall club together the Equity Shares held by such Eligible Shareholders with a common permanent account number ("**PAN**") for determining the category (small shareholder or general) and entitlement under Buyback. In case of joint shareholding, the Company will club together the Equity Shares held in cases where the sequence of PANs of the joint shareholders is identical. In case of Eligible Shareholders holding Equity Shares in physical form, where the sequence of PANs is identical or where the PAN of all joint shareholders are not available,

Contd.

the Company will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the sequence of the PANs and the names of joint shareholders are identical. The shareholding of institutional investors like mutual funds, pension funds/ trusts, insurance companies etc. with common PAN will not be clubbed together for determining the category and will be considered separately, where these Equity Shares are held for different schemes and have a different demat account nomenclature based on information prepared by the registrar and transfer agent as per the shareholder records received from the depositories.

10.8 After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Eligible Shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlement in the other category.

10.9 The participation of Eligible Shareholders in the Buyback is voluntary. Eligible Shareholders holding Equity Shares of the Company can choose to participate and get cash in lieu of shares to be accepted under the Buyback or they may choose not to participate. Eligible Shareholders holding Equity Shares of the Company may also accept a part of their entitlement. Eligible Shareholders holding Equity Shares also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other shareholders, if any. Further, the Equity Shares held under the category of "clearing members" or "corporate body margin account" or "corporate body – broker" as per the beneficial position data as on Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.

10.10 The maximum number of Equity Shares that can be tendered under the Buyback by any Eligible Shareholder cannot exceed the number of Equity Shares held by the Eligible Shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that demat account.

10.11 The Equity Shares tendered as per the entitlement by Eligible Shareholders holding Equity Shares of the Company as well as additional shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. If the Buyback entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buyback entitlement to tender Equity Shares in the Buyback. The settlement under the Buyback will be done using the mechanism notified under the SEBI Circulars.

10.12 Participation in the Buyback by Eligible Shareholders may trigger capital gains taxation in India and in their country of residence. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, Eligible Shareholders are advised to consult their own legal, financial and tax advisors for the applicable tax implications prior to participating in the Buyback.

10.13 Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant timetable will be included in the Letter of Offer to be sent to the Eligible Shareholder(s).

11 PROCESS AND METHODOLOGY FOR BUYBACK

11.1 The Buyback is open to all Eligible Shareholders holding Equity Shares either in physical and/ or in dematerialized form as on Record Date.

11.2 The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange" as specified by the SEBI Circulars (**"Stock Exchange Mechanism"**) and following the procedure prescribed in the Companies Act and the Buyback Regulations and as may be determined by the Board (including the committee of the Board authorized to complete the formalities of the Buyback) on such terms and conditions as may be permitted by law from time to time.

11.3 For implementation of the Buyback, the Company has appointed Axis Capital Limited as the registered broker to the Company (**"Company's Broker"**) to facilitate the process of tendering of Equity Shares through the Stock Exchange Mechanism for the Buyback and through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:

AXIS CAPITAL

AXIS CAPITAL LIMITED
1st Floor, Axis House, P. B. Marg, Worli, Mumbai - 400 025
Tel: +91 22 4325 5517; **Fax:** +91 22 4325 3000
Contact Person: Ankit Gala
Email: api.buyback@axiscap.in
SEBI Registration Number: INZ000189931

11.4 BSE will be the designated stock exchange for the purpose of this Buyback. The Company will request BSE to provide the separate acquisition window (**"Acquisition Window"**) to facilitate placing of sell orders by Eligible Shareholders who wish to tender Equity Shares in the Buyback. The details of the Acquisition Window will be specified by BSE from time to time.

11.5 During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock broker(s) (**"Seller Member(s)"**) during normal trading hours of the secondary market. The Seller Member can enter orders for Equity Shares held in dematerialized form and physical form. In the tendering process, the Company's Broker may also process the orders received from the Eligible Shareholders.

11.6 In the event the Seller Member(s) of any Eligible Shareholder is not registered with BSE as a trading member/ stock broker, then that Eligible Shareholder can approach any BSE registered stock broker and can register themselves by using quick unique client code (**"UCC"**) facility through the BSE registered stock broker (after submitting all details as may be required by such BSE registered stock broker in compliance with applicable law). In case the Eligible Shareholders are unable to register using UCC facility through any other BSE registered broker, Eligible Shareholders may approach Company's Broker i.e., Axis Capital Limited, to place their bids, subject to completion of KYC requirements as required by the Company's Broker.

11.7 Modification/ cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the tendering period of the Buyback. Multiple bids made by a single Eligible Shareholder for selling Equity Shares shall be clubbed and considered as "one bid" for the purposes of acceptance.

The cumulative quantity tendered shall be made available on the website of BSE (www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.

11.8 Further, the Company will not accept Equity Shares tendered for Buyback which are under restraint order of the court/ any other competent authority for transfer/ sale and/ or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise.

11.9 Procedure to be followed by Eligible Shareholders holding Equity Shares in dematerialized form:

11.9.1 Eligible Shareholders who desire to tender their Equity Shares held by them in dematerialized form under the Buyback would have to do so through their respective Seller Member by indicating to the concerned Seller Member, the details of Equity Shares they intend to tender under the Buyback.

11.9.2 The Seller Member(s) would be required to place an order/ bid on behalf of the Eligible Shareholders who wish to tender Equity Shares in the Buyback using the Acquisition Window of BSE. For further details, Eligible Shareholders may refer to the circulars issued by BSE and Indian Clearing Corporation Limited (**"Clearing Corporation"**).

11.9.3 The details of the settlement number under which the lien will be marked on the Equity Shares tendered for the Buyback will be provided in a separate circular to be issued by BSE and the Clearing Corporation.

11.9.4 The lien shall be marked by the Seller Member in the demat account of the Eligible Shareholder for the shares tendered in Tender Offer. Details of shares marked as lien in the demat account of the Eligible Shareholder shall be provided by the depositories to the Clearing Corporation. In case, the Eligible Shareholder's demat account is held with one depository and clearing member pool and Clearing Corporation account is held with other depository, shares shall be blocked in the Eligible Shareholder's demat account at source depository during the tendering period. Inter depository Tender Offer (**"IDT"**) instructions shall be initiated by the Eligible Shareholder at source depository to clearing member/ Clearing Corporation account at target depository. Source depository shall block the shareholder's securities (i.e., transfers from free balance to blocked balance) and send IDT message to target depository for confirming creation of lien. Details of shares blocked in the Eligible Shareholder's demat account shall be provided by the target depository to the Clearing Corporation.

11.9.5 For orders placed with respect to dematerialized Equity Shares, by clearing members entities who have been allocated a custodian participant code by the Clearing Corporation (**"Custodian Participant"**), early pay-in is mandatory prior to confirmation of order by custodian. The custodian shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification by the concerned Selling Member shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.

11.9.6 Upon placing the bid, the Seller Member(s) shall provide a Transaction Registration Slip (**"TRS"**) generated by the exchange bidding system to the Eligible Shareholder on whose behalf the bid has been placed. The TRS will contain the details of the order submitted like bid ID number, application number, DP ID, client ID, number of Equity Shares tendered etc. In case of non-receipt of the completed tender form and other documents, but lien marked on Equity Shares and a valid bid in the Exchange Bidding System, the bid by such Eligible Shareholder shall be deemed to have been accepted.

11.9.7 It is clarified that in case of dematerialized Equity Shares, submission of the tender form and TRS is not mandatory. After the receipt of the demat Equity Shares by the Clearing Corporation and a valid bid in the exchange bidding system, the Buyback shall be deemed to have been accepted, for Eligible Shareholders holding Equity Shares in demat form.

11.9.8 The Eligible Shareholders will have to ensure that they keep the depository participant (**"DP"**) account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to prorated Buyback decided by the Company. Further, Eligible Shareholders will have to ensure that they keep the bank account attached with the DP account active and updated to receive credit remittance due to acceptance of Buyback of shares by the Company. In the event if any equity shares are tendered to Clearing Corporation, excess dematerialized equity shares or unaccepted dematerialized equity shares, if any, tendered by the Eligible Shareholders would be returned to them by the respective Clearing Corporation. If the securities transfer instruction is rejected in the depository system, due to any issue, then such securities will be transferred to the Seller Member's depository pool account for onward transfer to the eligible shareholder. On the date of the settlement, in case of Custodian Participant orders, excess dematerialized shares or unaccepted dematerialized shares, if any, will be returned to the respective custodian depository pool account.

11.9.9 Eligible Shareholders who have tendered their demat shares in the buyback shall also provide all relevant documents, which are necessary to ensure transferability of the demat shares in respect of the tender form to be sent. Such documents may include (but not be limited to): (i) duly attested power of attorney, if any person other than the Eligible Shareholder has signed the tender form; (ii) duly attested death certificate and succession certificate/legal heirship certificate, in case any Eligible Shareholder is deceased, or court approved scheme of merger/amalgamation for a company; and (iii) in case of companies, the necessary certified corporate authorizations (including board and/or general meeting resolutions).

11.10 Procedure to be followed by Eligible Shareholders holding Equity Shares in physical form:

In accordance with SEBI's circular dated July 31, 2020 (circular no. SEBI/HO/CFD/CMD1/CIR/ P/2020/144), shareholders holding Equity Shares in physical form are allowed to tender such shares in a buyback undertaken through the Tender Offer route. However, such tendering shall be as per the provisions of the Buyback Regulations. The procedure is as below:

11.10.1 Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach their respective Seller Member along with the complete set of documents for verification procedures to be carried out before placement of the bid. Such documents will include the (a) Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (b) original share certificate(s), (c) valid share transfer form(s)/ Form SH-4 duly filled and signed by the transferors (i.e. by all registered Shareholders in the same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (d) self-attested copy of PAN card(s) of all Eligible Shareholders, (e) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder is deceased, etc., as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the register of members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhar card, voter identity card or passport.

11.10.2 Based on documents mentioned in paragraph 11.10.1 above, the concerned Seller Member shall place an order/ bid on behalf of the Eligible Shareholders holding Equity Shares in physical form who wish to tender Equity Shares in the Buyback, using the Acquisition Window of BSE. Upon placing the bid, the Seller Member shall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like folio number, certificate number, distinctive number, number of Equity Shares tendered etc.

11.10.3 Any Seller Member/ Eligible Shareholder who places a bid for physical Equity Shares, is required to deliver the original share certificate(s) and documents (as mentioned above) along with TRS generated by exchange bidding system upon placing of bid, either by registered post, speed post or courier or hand delivery to the Registrar to the Buyback i.e., KFin Technologies Limited at the address mentioned at paragraph 14 below) on or before the Buyback closing date. The envelope should be super scribed as "Aurobindo Pharma Limited Buyback 2026". One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Seller Member/ Eligible Shareholders.

11.10.4 The Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such verification, BSE shall display such bids as 'unconfirmed physical bids'. Once Registrar to the Buyback confirms the bids, they will be treated as 'confirmed bids'.

11.10.5 In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialization, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialized is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.

11.10.6 An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to the Record Date, in their name, along with the offer form, copy of their PAN card and of the person from whom they have purchased shares and other relevant documents as required for transfer, if any.

11.11 The Buyback from the Eligible Shareholders who are residents outside India including foreign corporate bodies (including erstwhile overseas corporate bodies), foreign portfolio investors, non-resident Indians, members of foreign nationality, if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 2025 and rules and regulations framed thereunder, as applicable, and also subject to the receipt/ provision by such Eligible Shareholders of such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to, approvals from the RBI under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any.

11.12 The reporting requirements for non-resident shareholders under RBI, Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholders and/ or the Eligible Shareholder's broker through which the Eligible Shareholder places the bid.

11.13 Modification/cancellation of orders will only be allowed during the tendering period of the Buyback.

The cumulative quantity of Equity Shares tendered shall be made available on the website of BSE (www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.

12 METHOD OF SETTLEMENT

Upon finalization of the basis of acceptance as per the Buyback Regulations:

12.1 The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.

12.2 The Company will pay the consideration to the Company's Broker who will transfer the funds pertaining to the Buyback to the Clearing Corporation's bank accounts as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds payout to respective Eligible Shareholders. If the Eligible Shareholders' bank account details are not available or if the funds transfer instruction is rejected by RBI/ bank, due to any reason, then such funds will be transferred to the concerned Seller Member's settlement bank account for onward transfer to such Eligible Shareholders.

12.3 Details in respect of shareholder's entitlement for Tender Offer process will be provided to the Clearing Corporation by the Registrar on behalf of the Company. On receipt of the same, the Clearing Corporation will cancel the excess or unaccepted blocked shares in the demat account of the Eligible Shareholder. On settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporation.

12.4 In case the demat account of the Eligible Shareholder is held with one depository and the Clearing Member pool/ Clearing Corporation account is held with another depository, the Clearing Corporation that holds the Clearing Member pool and Clearing Corporation account of the Eligible Shareholder will cancel the excess or unaccepted shares in the depository that holds the demat account. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with bid accepted details as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source depository will cancel/release excess or unaccepted blocked shares in the demat account of the Eligible Shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/message received from target depository to the extent of accepted bid shares from Eligible Shareholder's demat account and credit it to the Clearing Corporation settlement account in target Depository on settlement date.

12.5 In relation to the Equity Shares in physical form:

a) If Equity Shares in physical form tendered by Eligible Shareholders are not accepted, the share certificate would be returned to such Eligible Shareholders by registered post or by ordinary post or courier at the Eligible Shareholders' sole risk. The Company also encourages Eligible Shareholders holding Equity Shares in physical form to dematerialize their such Equity Shares.

b) If however, only a portion of the Equity Shares in physical form held by an Eligible Shareholder is accepted in the Buyback, then the Company is authorised to split the share certificate and issue a Letter of Confirmation (**"LOC"**) in accordance with SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 with respect to the new consolidated share certificate for the unaccepted Equity Shares tendered in the Buyback. The LOC shall be dispatched to the address registered with the Registrar and Transfer Agent of the Company (**"RTA"**). The RTA shall retain the original share certificate and deface the certificate with a stamp "Letter of Confirmation Issued" on the face/ reverse of the certificate to the extent of the excess Equity Shares. The LOC shall be valid for a period of 120 days from the date of its issuance, within which the Equity Shareholder shall be required to make a request to their depository participant for dematerializing the Equity Shares in physical form. In case the Equity Shareholder fails to submit the demat request within the aforementioned period, the RTA shall credit the Equity Shares to a separate demat account of the Company opened for the said purpose.

12.6 In case of certain client types viz. NRI, foreign clients etc. (where there are specific RBI and other regulatory requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Selling Member's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the custodian, each in accordance with the applicable mechanism prescribed by BSE and the Clearing Corporation from time to time.

12.7 Details in respect of shareholder's entitlement for Tender Offer process will be provided to the Clearing Corporation by the Company or Registrar to the Buyback. On receipt of the same, Clearing Corporation will cancel the excess or unaccepted blocked shares in the demat account of the shareholder. On settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporation.

12.8 In the case of inter depository, Clearing Corporation will cancel the excess or unaccepted shares in target depository. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source depository will cancel/ release excess or unaccepted block shares in the demat account of the shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/ message received from target depository to the extent of accepted bid shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target depository on settlement date.

12.9 The Equity Shares bought back in dematerialized form would be transferred directly to the demat escrow account of the Company opened for the Buyback (**"Company Demat Escrow Account"**) provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Escrow Account on receipt of the Equity Shares from the clearing and settlement mechanism of BSE.

12.10 Eligible Shareholders who intend to participate in the Buyback should consult their respective Seller Member(s) for details of any cost, applicable taxes, charges and expenses (including brokerage) etc., that may be levied by the Seller Member(s) upon the selling shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the Eligible Shareholders in respect of accepted Equity Shares could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Manager to the Buyback and Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the Eligible Shareholders.

12.11 The Seller Member(s) would issue contract note and pay the consideration for the Equity Shares accepted under the Buyback and return the balance unaccepted Equity Shares to their respective clients/ will unblock the excess unaccepted Equity Shares. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.

12.12 The Equity Shares accepted, bought and lying to the credit of the Company Demat Escrow Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

13 COMPLIANCE OFFICER

13.1 The Company has designated the following as the Compliance Officer for the Buyback:

Name : Mr. B. Adi Reddy
Designation : Company Secretary and Compliance Officer
Address : Galaxy, Floors: 22-24, Plot No.1, Survey No.83/1, Hyderabad Knowledge City, Raidurg Panmaktha, Ranga Reddy District, Hyderabad - 500 032, Telangana, India.
Tel no. : +91 40 6672 5333
Email : cs@aurobindo.com

13.2 In case of any clarifications or to address investor grievance, the shareholders may contact the Compliance Officer, from Monday to Friday between 10:00 am (IST) to 5:00 pm (IST) on all working days except public holidays, at the above-mentioned address.

14 INVESTOR SERVICE CENTER AND REGISTRAR TO THE BUYBACK

14.1 The Company has appointed the following as the Registrar to the Buyback:

KFINTECH

KFin Technologies Limited
Address: Selenium, Tower- B, Plot No 31 & 32 Gachibowli, Financial District Nanakramguda, Serilingampally, Hyderabad, Telangana - 500032
Tel. no.: +91 40 6716 2222
Fax no.: +91 40 6716 1563;
Contact person: M Murali Krishna
Toll Free number: 18003094001
Email: aurobindo.buyback2026@kfintech.com
Website: www.kfintech.com
Investor Grievance mail: einward.ris@kfintech.com
SEBI Registration Number: INR000000221
Validity: Permanent
CIN: L72400MH2017PLC444072

14.2 In case of any query, the shareholders may also contact the Registrar to the Buyback, from Monday to Friday between 10:00 am (IST) to 5:00 pm (IST) on all working days except public holidays at the above-mentioned address.

15 MANAGER TO THE BUYBACK

The Company has appointed the following as Manager to the Buyback:

AXIS CAPITAL

AXIS CAPITAL LIMITED
1st Floor, Axis House
P. B. Marg, Worli, Mumbai - 400 025,
Maharashtra, India
Tel.: +91 22 4325 2183; **Fax:** +91 22 4325 3000
Contact Person: Harish Patel/ Simran Gadh
Email: api.buyback@axiscap.in
Website: www.axiscapital.co.in
SEBI Registration Number: INM000012029

16 DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board accepts full and final responsibility for all the information contained in this Public Announcement and confirms that this Public Announcement contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of **Aurobindo Pharma Limited**

K. Nithyananda Reddy	**M. Madan Mohan Reddy**	**B. Adi Reddy**
Managing Director	Whole-time Director	Company Secretary and
DIN: 01284195	**DIN:** 01284266	Compliance Officer
		Membership No.: ACS 13709

Date : April 7, 2026
Place : Hyderabad

CERTIFIED TRUE COPY OF RESOLUTION PASSED IN THE 341ST MEETING OF THE BOARD OF DIRECTORS OF AUROBINDO PHARMA LIMITED HELD ON MONDAY THE 6TH DAY OF APRIL 2026 AT 7:00 A.M. AT THE CORPORATE OFFICE OF THE COMPANY AT GALAXY, PLOT NO.1, SURVEY NO.83/1, HYDERABAD KNOWLEDGE CITY, RAIDURG PANMAKTHA, HYDERABAD – 500 032.

TO CONSIDER AND APPROVE BUY BACK OF EQUITY SHARES OF THE COMPANY AND MATTERS INCIDENTAL THERETO

After discussions, the Board passed the following resolution(s):

"RESOLVED THAT in accordance with Article 40 (b) of the Articles of Association of Aurobindo Pharma Limited ("**Company**") and pursuant to the provisions of Sections 68, 69, 70 and all other applicable provisions, if any, of the Companies Act, 2013, as amended (the "**Companies Act**"), rules framed under the Companies Act, including the Companies (Share Capital and Debentures) Rules, 2014 as amended and the Companies (Management and Administration) Rules, 2014, as amended, to the extent applicable, and in compliance with the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "**Buyback Regulations**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing Regulations**"), and including any amendments, statutory modification(s) or re-enactment(s) for the time being in force, and subject to such other approvals, permissions, consents, exemptions and sanctions, as may be necessary and subject to any modifications and conditions, if any, as may be prescribed or imposed by the Securities and Exchange Board of India ("**SEBI**"), Registrar of Companies, Telangana at Hyderabad (the "**ROC**"), BSE Limited ("**BSE**"), National Stock Exchange of India Limited ("**NSE**") and/ or other authorities institutions or bodies (the "**Appropriate Authorities**") while granting such approvals, permissions, sanctions and exemptions, which may be agreed to by the board of directors of the Company (the "**Board**", which expression shall include any committee constituted by the Board to exercise its powers, including the powers conferred by this Board resolution), the Board hereby approves the buyback of up to 54,23,728 (Fifty four lakhs twenty three thousand seven hundred and twenty eight only) fully paid-up equity shares of the Company, each having a face value of INR 1/- (Indian Rupee one only) ("**Equity Shares**"), representing up to 0.93% of the total number of equity shares in the paid-up share capital of the Company as on December 31, 2025 and March 31, 2026, at a price of INR 1,475/- (Indian Rupees one thousand four hundred and seventy five only) per Equity Share ("**Buyback Price**"), subject to any increase to the Buyback Price as may be approved by the Board or any committee thereof, payable in cash for an aggregate amount up to INR 800,00,00,000/-(Indian Rupees eight hundred crores only) (excluding transaction costs viz. brokerage costs, fees, turnover charges, applicable taxes such as securities transaction tax, goods and services tax, stamp duty, etc., expenses incurred or to be incurred for the Buyback like filing fees payable to the SEBI, advisors/ legal fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, etc.) ("**Buyback Size**"), being 3.93% and 2.62% of the aggregate of the fully paid-up equity share capital and free reserves (including securities premium) of the Company as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2025, respectively (which is within the statutory limits of 10% of the aggregate of the fully paid-

up equity share capital and free reserves (including securities premium) of the Company, based on both standalone and consolidated financial statements of the Company, under the Board approval route as per the provisions of the Companies Act and Buyback Regulations), on a proportionate basis through the "**tender offer**" route as prescribed under the Buyback Regulations, from all of the equity shareholders/ beneficial owners of the Company, including the promoters and members of the promoter group of the Company (as defined under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and to be referred as "**Promoter & Promoter Group**") who hold Equity Shares as of the record date i.e., Friday, April 17, 2026 (the "**Record Date**") and such buyback (the "**Buyback**").

RESOLVED FURTHER THAT the Company shall implement the Buyback using the "Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buy Back and Delisting" notified by the SEBI *vide* circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 and SEBI circular SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021, including any amendments or statutory modifications for the time being in force ("**SEBI Circulars**").

RESOLVED FURTHER THAT the Company shall implement the Buyback out of its securities premium account, free reserves and/ or current surplus and/or cash and cash equivalents and/or internal accruals and/or liquid resources and/or such other sources as may be permitted by law, and the Buyback shall be through tender offer in such manner as may be prescribed under the Companies Act and the Buyback Regulations, and on such terms and conditions as the Board may deem fit.

RESOLVED FURTHER THAT in terms of Section 69 of the Companies Act, the Company shall transfer from its free reserves or securities premium account and/ or current surplus and/or cash and cash equivalents and/or internal accruals and/or liquid resources and/or such other sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares bought back through the Buyback, to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statements.

RESOLVED FURTHER THAT pursuant to Regulation 42 of the Listing Regulations and Regulation 9(i) of the Buyback Regulations, the Record Date for ascertaining the eligibility of the shareholders to participate in the buyback shall be Friday, April 17, 2026.

RESOLVED FURTHER THAT all equity shareholders/ beneficial owners of the Equity Shares, including Promoter & Promoter Group, who hold Equity Shares as on the Record Date ("**Eligible Shareholders**"), will be eligible to participate in the Buyback except any shareholders who may be specifically prohibited under the applicable laws by Appropriate Authorities.

RESOLVED FURTHER THAT as required by Regulation 6 of the Buyback Regulations, the Company shall buyback Equity Shares from the Eligible Shareholders, on a proportionate basis under the tender offer, provided 15% of the number of Equity Shares which the Company proposes to Buyback or number of Equity Shares entitled as per the shareholding of small

shareholders at the Record Date, whichever is higher, shall be reserved for small shareholders, as defined in the Buyback Regulations.

RESOLVED FURTHER THAT the Buyback from the Eligible Shareholders who are residents outside India including non-resident Indians, foreign nationals, foreign corporate bodies (including erstwhile overseas corporate bodies), foreign institutional investors / foreign portfolio investors, shall be subject to such approvals, if any and to the extent necessary or required from the concerned authorities including approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, and that such approvals shall be required to be taken by such non-resident shareholders.

RESOLVED FURTHER THAT the Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the Listing Regulations.

RESOLVED FURTHER THAT the Company shall not use borrowed funds, whether secured or unsecured, of any form and nature, from banks and financial institutions for paying the consideration to the equity shareholders who have tendered their Equity Shares in the Buyback.

RESOLVED FURTHER THAT the Company shall earmark adequate sources of funds for the purpose of the Buyback, and Mr. K. Nityananda Reddy, Vice Chairman & Managing Director or Mr. M. Madan Mohan Reddy, Whole-time Director of the Company be and are hereby severally authorized to sign and submit a firm financing certificate, and to do all such acts, deeds and things as may be necessary to give effect to the above resolution.

RESOLVED FURTHER THAT in terms of Regulation 24(iii) of the Buyback Regulations, Mr. B. Adi Reddy, Company Secretary and Compliance Officer of the Company, be and is hereby appointed as the Compliance Officer for the Buyback.

RESOLVED FURTHER THAT the Company shall maintain a register of securities bought back wherein details of Equity Shares bought back, consideration paid for the Equity Shares bought back, date of cancellation of Equity Shares and date of extinguishing and physically destroying of Equity Shares and such other particulars as may be prescribed, shall be entered and that Mr. B. Adi Reddy, Company Secretary and Compliance Officer of the Company be and is hereby authorised to authenticate the entries made in the said register.

RESOLVED FURTHER THAT as required under the provision to Section 68(6) of the Companies Act and Regulation 8(i)(b) of the Buyback Regulations, the draft of the affidavit for declaration of solvency prepared in the prescribed form along with supporting documents, placed before the meeting be and is hereby approved, and that Mr. K. Nithyananda Reddy, Vice Chairman & Managing Director and Mr. M. Madan Mohan Reddy, Whole-time Director of the Company be and are hereby authorized to finalise and sign the same, for and on behalf of the Board, and Mr. B. Adi Reddy, Company Secretary and Compliance Officer of the Company, be and is hereby authorized to file the same with ROC and SEBI and or other concerned authorities, as may be necessary in accordance with applicable law.

RESOLVED FURTHER THAT as required by Clause (x) of Schedule I of the Buyback Regulations, the Board hereby confirms that it has made full enquiry into the affairs and prospects of the Company and has formed an opinion that:

a) immediately following the date of board meeting (i.e., Monday, April 6, 2026) ("**Board Meeting**") approving the Buyback, there will be no grounds on which the Company can be found unable to pay its debts;

b) as regards the Company's prospects for the year immediately following the date of Board Meeting, and having regards to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board Meeting; and

c) in forming its opinion aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act, or the Insolvency and Bankruptcy Code, 2016, as applicable.

RESOLVED FURTHER THAT the Board hereby confirms that:

a) all the Equity Shares of the Company are fully paid-up;

b) the Company shall not issue and allot any Equity Shares or other specified securities (including by way of bonus) or convert any outstanding employee stock options / outstanding instruments into Equity Shares, from the date of the Board Meeting till the expiry of the Buyback period, i.e., the date on which the payment of consideration is made to the shareholders who have accepted the Buyback;

c) unless otherwise specifically permitted by any relaxation issued by SEBI and / or any other regulatory authority, the Company shall not raise further capital for a period of one year, as prescribed under the provisions of Regulation 24(i)(f) of the Buyback Regulations, from the expiry of the Buyback period, i.e., the date on which the payment of consideration is made to the shareholders who have accepted the Buyback, except in discharge of its subsisting obligations;

d) the Company, as per the provisions of Section 68(8) of the Companies Act, will not make a further issue of the same kind of shares or other securities including allotment of new shares under Section 62(1)(a) or other specified securities within a period of six months except by way of a bonus issue or in the discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares;

e) the Company shall not withdraw the Buyback after public announcement of the offer to Buyback is made;

f) the Company will ensure consequent reduction of its share capital post Buyback and the Equity Shares bought back by the Company will be extinguished and physically destroyed in the manner prescribed under the Buyback Regulations and the Companies Act within the specified timelines;

g) the Company shall not buyback locked-in Equity Shares and non-transferable Equity Shares until the pendency of the lock-in or till the Equity Shares become transferable;

h) the consideration for the Buyback shall be paid by the Company only in cash;

i) the Company shall not buyback its Equity Shares or other specified securities from any person through negotiated deals whether on or off the stock exchanges or through spot transactions or through any private arrangement in the implementation of Buyback;

j) there are no defaults (either in the past or subsisting) in the repayment of any deposits (including interest payable thereon), redemption of debentures or preference shares, payment of dividend or repayment of any term loans to any financial institution or banks (including interest payable thereon), as the case may be, and in case of defaults which have ceased to subsist, if any, a period of more than 3 (three) years has lapsed.

k) in the event of non-fulfilment of the obligations under the Buyback Regulations by the Company, the monies deposited in the Escrow Account / Special Account in full or in part shall be forfeited and distributed pro rata amongst the shareholders who accepted the offer and balance if any shall be utilized for investor protection in accordance with the Buyback Regulations;

l) that the Company has been in compliance with Sections 92, 123, 127 and 129 of the Companies Act;

m) the aggregate amount of the Buyback i.e. up to INR 800,00,00,000/-(Indian Rupees eight hundred crores only) does not exceed 10% of the aggregate of the fully paid-up equity share capital and free reserves (including securities premium) of the Company as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2025;

n) the number of Equity Shares proposed to be purchased under the Buyback (up to 54,23,728 Equity Shares), does not exceed 25% of the total number of Equity Shares in the paid-up equity share capital of the Company as at December 31, 2025 and March 31, 2026.

o) the Company has not undertaken a buyback of any of its securities during the period of one year immediately preceding the date of the Board Meeting;

p) the Company shall not make any offer of buyback within a period of one year reckoned from the date of expiry of the Buyback period i.e., the date on which the payment of consideration is made to the shareholders who have accepted the Buyback;

q) the Company shall comply with the statutory and regulatory timelines in respect of the Buyback in such manner as prescribed under the Companies Act and /or the Buyback Regulations and any other applicable laws;

r) the Buyback shall be completed within a period of one year from the date of passing of Board resolution approving the Buyback;

s) there is no pendency of any scheme of amalgamation or compromise or arrangement involving the Company pursuant to the provisions of the Companies Act, as on date;

t) the ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice its paid-up capital and free reserves after the Buyback, based on audited standalone and consolidated financial statements of the Company as on March 31, 2025, as prescribed under the Companies Act and rules made thereunder and Buyback Regulations;

u) the Company is not buying back its Equity Shares so as to delist its shares or other specified securities from the stock exchanges;

v) the Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including its own subsidiary companies, or through any investment company or group of investment companies;

w) in accordance with Regulation 5(i)(c) and Clause (xii) of Schedule I of the Buyback Regulations, the Company shall not undertake the Buyback unless it has obtained prior consent of its lenders, in case of breach of any covenant with such lenders, and accordingly, the Company has obtained the prior consent of its lenders, as necessary, for undertaking the Buyback;

x) the information pertaining to the Company as may be set out in the public announcement, letter of offer, any corrigenda and all offer documents with respect to the Buyback shall be true, fair and adequate information in all material aspects and shall not contain any misleading information; and

y) as per Regulation 24(i)(e) of the Buyback Regulations, the Promoter & Promoter Group, and their associates, shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the Promoter and Promoter Group) from the date of Board resolution approving the Buyback till the closing of the Buyback offer.

RESOLVED FURTHER THAT no information / material that is likely to have a bearing on the decision of investors has been suppressed or withheld and /or incorporated in the manner that would amount to a mis-statement or misrepresentation and in the event of it transpiring at any

point of time that any information has been suppressed or withheld and / or amounts to a mis-statement or misrepresentation, the Board and the Company shall be liable for penalty in terms of the provisions of the Companies Act and the Buyback Regulations.

RESOLVED FURTHER THAT nothing contained herein shall confer any right on any shareholder to offer or any obligation on the Company or the Board to buyback any Equity Shares or impair any power of the Company or the Board to terminate any process in relation to the Buyback, if so permissible by law.

RESOLVED FURTHER THAT Mr. K. Nithyananda Reddy, Vice Chairman & Managing Director, Mr. M. Madan Mohan Reddy, Whole-time Director, Mr. S. Subramanian, Chief Financial Officer and Mr. B. Adi Reddy, Company Secretary and Compliance Officer of the Company, be and are hereby severally authorized to file necessary e-forms with the ROC and to do all such acts, deeds and things or incidental for signing and filing of forms, payment of fees, etc. and to do all such other acts, things and deeds, as may be required for the aforesaid purpose or other services as that may be necessary.

RESOLVED FURTHER THAT Mr. B. Adi Reddy, Company Secretary and Compliance Officer of the Company, be and is hereby authorised to represent the Company before the Ministry of Corporate Affairs, SEBI, the stock exchanges, any regulatory/ statutory bodies/ authorities or any other agencies connected with the Buyback and to sign and submit all forms, letters, documents or other papers that may be required.

RESOLVED FURTHER THAT any actions taken so far in connection with the Buyback by the officers of the Company be and are hereby ratified, confirmed and approved.

RESOLVED FURTHER THAT a copy of the foregoing resolution certified by any Director and/or Company Secretary be forwarded to concerned persons/ authority as may be required."

// Certified True Copy //

For **Aurobindo Pharma Limited**

B. Adi Reddy
Company Secretary

AUROBINDO PHARMA LIMITED * HYDERABAD *

Digitally signed by ADI REDDY BADDIGAM
Date: 2026.04.08 12:05:31 +05'30'