



# JAIN V. & CO.

Chartered Accountants

Head Office :  
25/31, Dr. A. M. Road,  
Lalmani Bldg., 3rd Floor,  
Bhuleshwar, Mumbai - 400 002.  
Phone : 022 - 49774100  
E-mail : office@jvco.co.in  
Website : www.jvco.co.in

## CERTIFICATE ON KEY PERFORMANCE INDICATORS

Date: January 03, 2026

To,  
**The Board of Directors**  
**Hindustan Laboratories Limited**  
302, A Wing, Victory Park, Chandavarkar Road,  
Borivali (West), Mumbai Maharashtra, India, 400092

AND

**Choice Capital Advisors Private Limited**  
Sunil Patodia Tower, Plot No. 156-158, J.B. Nagar,  
Andheri (East), Mumbai Maharashtra, India, 400099,

(Choice Capital Advisors Private Limited is referred to as the "Book Running Lead Manager" or the "BRLM")

Dear Sir/Madam,

**Sub: Proposed initial public offering of equity shares of face value of ₹ 10/- each (the "Equity Shares") of Hindustan Laboratories Limited ("the Company" and such offering, the "Offer")**

We, JAIN V & CO, Chartered Accountants (Firm registration number: 116306W), are Statutory Auditors of the Company and as per the Engagement letter as on October 22, 2025, we have been appointed by the management of the Company to verify and certify key performance indicators of the Company ("KPI").

We, JAIN V & CO, Statutory Auditors of the Company, have been informed that the Company proposes to file the Draft Red Herring Prospectus with respect to the Offer (the "DRHP") with the Securities and Exchange Board of India ("SEBI"), Bombay Stock Exchange Limited and National Stock Exchange of India Limited (collectively, the "Stock Exchanges") in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations") and subsequently proposes to file (i) Red Herring Prospectus proposed to be filed with SEBI, the Stock Exchanges and the Registrar of Companies, Maharashtra at Mumbai ("Registrar of Companies" and such Red Herring Prospectus, the "RHP"); (ii) Prospectus proposed to be filed with SEBI, the Stock Exchanges and the Registrar of Companies (the "Prospectus"); and (iii) any other documents or materials to be issued in relation to the Offer (collectively with the RHP and Prospectus, the "Offer Documents").

### Management Responsibilities

The preparation and presentation of the restated financial information for the six months period ended September 30, 2025 and Fiscals 2025, 2024, and 2023, along with the key performance indicators ("KPIs") included in the accompanying annexures, are the responsibility of the management of the Company. This includes ensuring that the financial information has been prepared in accordance with the Indian Accounting Standards, the ICDR Regulations, the Companies Act, 2013 (as amended), and other applicable rules, circulars, and notifications issued in relation thereto.

The Management of the Company is also responsible for:

- Maintaining proper accounting records, MIS, and other relevant documents to support the preparation and presentation of the financial information and KPIs.
- Providing complete and accurate information, explanations, and records as required for the purpose of the agreed-upon procedures performed by the auditors.





- c) Ensuring compliance with regulatory requirements, statutory obligations, and internal policies, including maintaining accurate statutory records, minutes of meetings, and other governance documents.
- d) Identifying and disclosing all KPIs historically used to analyze, track, or monitor the Company's operational and financial performance, as well as ensuring the relevance and accuracy of such KPIs included in Annexure I.
- e) Confirming that no KPIs have been disclosed to investors at any point in the preceding three years unless otherwise mentioned in Annexure I.
- f) Ensuring the completeness, accuracy, and validity of any financial or non-financial data presented in Annexure I, including data from peer companies used for comparison.

### Statutory Auditors Responsibility

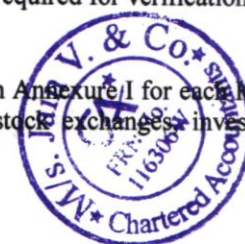
We have examined and reviewed the,

- (a) Restated Financial Information of the Company for the six months period ended September 30, 2025 and Fiscals 2025, 2024 and 2023, prepared in accordance with the ICDR Regulations, the Indian Accounting Standards, the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India ("ICAI") and Companies Act, 2013, as amended and read with the rules, circulars and notifications issued in relation thereto ("Companies Act" and such restated financial information, the "Restated Financial Information");
- (b) Accounting records and MIS of the Company.
- (c) Relevant records, correspondence with regulatory/statutory authority and registers of the Company, including but not limited to, statutory records, minutes of the meetings of the board of directors of the Company, minutes of annual general meeting and extra-ordinary general meetings of the Company, relevant statutory registers, documents, records maintained by the Company, information and explanations presented to us.

We have also performed the procedures enumerated below with respect to the Key Performance Indicators ("KPIs") of the Company for the Six months period ended September 30, 2025 and Fiscals 2025, 2024 and 2023 (the "Periods"), as set forth in the accompanying Annexures I.

The procedures were performed to confirm the completeness and accuracy of the KPIs of the Company and accordingly, the procedures undertaken with respect to the aforesaid are summarized below:

- a) Held discussions with the Company to (a) identify the KPIs which have been used by the management historically to analyze, track or monitor the operational and/or financial performance of the Company (b) identify the KPIs which have been disclosed to its investors at any point of time during the preceding three years and (c) understand the relevance of each of the KPIs in the business of the Company;
- b) Reviewed the minutes of meetings of board and shareholders for the preceding three years to identify any KPIs shared with the investors;
- c) Traced financial data from BPAS (Business Process Automated System) records;
- d) Reviewed MIS prepared by the finance department of the Company;
- e) Obtained details of acquisitions/ dispositions made by the Company during the Six months period ended September 30, 2025 and fiscal 2025, 2024, 2023.
- f) Compared the amount in Annexure I for each KPI with the corresponding amounts appearing in the restated financial information, audited financial statements, accounting records, other financial and / or operational records and registers, including invoices, management reports, internal financial and operational reports, reports used for periodic MIS reporting, management representations, reports from digital/ computerized systems, and other applicable committees and any other relevant records and documents of the Company necessary or required for verification of the relevant information, and found all such amounts to be in agreement.
- g) In relation to the details with respect to KPIs of peer companies, compared the amount in Annexure I for each KPI of the peer group company from the respective annual reports, results released to stock exchanges, investor





presentation, prospectus of such peer companies as available publicly.

- h) Checked the computation, formula, arithmetic accuracy or computation of the percentages or amounts, and found all such amounts to be in agreement.

## Conclusion

On the basis of such examination of the documents / records / information, we confirm that the information set forth in Annexure I, duly initialed by us, which is also reproduced in the DRHP is complete, correct and accurate and nothing has come to our attention that caused us to believe that the information contained in Annexure I was not accurate, valid and complete. Based on the above procedures performed by us, we also confirm that no KPIs have been disclosed by the Company to its investors at any point of time during the preceding three years. Further, we confirm that all the KPIs which are used by the management historically to analyse, track or monitor the operational and/or financial performance of the Company have been included in Annexure I.

Our engagement has been undertaken in accordance with the Standard on Related Services (SRS) 4400 ("SRS 4400") "Engagements to Perform Agreed-upon Procedures regarding Financial Information", issued by the Institute of Chartered Accountants of India. SRS 4400 is generally adopted to perform agreed upon procedures regarding financial information, however, this standard can also be used as a guide to perform agreed upon procedures regarding non-financial information. We have conducted our examination in accordance with the "Guidance Note on Reports or Certificates for Special Purposes (Revised 2019)" issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

We confirm that we are an independent accounting firm and are in no way connected with the Company. We further confirm that we are not related in any manner to the promoters or directors of the Company, or otherwise interested in the formation of management of the Company.

We confirm that the information in this certificate is true, fair, correct, accurate and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context and will enable investors to make a well-informed decision.

We hereby confirm that while providing this certificate we have complied with the Code of Ethics and 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, issued by the Institute of Chartered Accountants of India.

We have conducted our examination in accordance with the 'Guidance Note on Audit Reports and Certificates for Special Purposes (Revised 2019)' issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

## Other Matters

This certificate may be relied upon by the Company, the Book Running Lead Manager, and the Legal Counsel appointed in relation to the Offer. We also consent to the submission of this certificate as may be necessary to any regulatory authority and/or for the records to be maintained by the Book Running Lead Manager in connection with the Offer and in accordance with applicable law.

We confirm that we will immediately communicate any changes in writing in the above information to the Book Running Lead Manager until the date when the Equity Shares allotted in the Offer commence trading on the relevant stock exchanges. In the absence of any such communication from us, Book Running Lead Manager and the Legal Counsel in relation to the Offer can assume that there is no change to the above information.

The details above are based on the information, explanation and representations obtained from the Company and basic understanding of business operations of the Company.

Our Scope of work did not involve performance of any audit test in this context of our examination. Accordingly, we do not express an audit opinion.



This certificate is not to be used, referred to or distributed for any other purpose without our prior written consent.

We hereby give consent to include this certificate in the Draft Red Herring Prospectus, Red Herring Prospectus, the Prospectus and submission of this certificate as may be necessary, to the Stock Exchange/ SEBI/ any regulatory authority and/or for the records to be maintained by the Book Running Lead Manager in connection with the Offer and in accordance with applicable law in relation to the initial offering of equity shares of the Company in a public offering in India.

This certificate may be relied on by the Book Running Lead Manager and the legal counsel in relation to the Offer.

We have no responsibility to update this report for events and circumstances occurring after the date of this report.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Offer Documents.

Yours faithfully,

For and on behalf of  
**For JAIN V & CO**  
**Chartered Accountants**

ICAI Firm Registration No: 116306W

**CA VIRENDRA JAIN**  
Partner  
Membership No: 100216  
Place: Mumbai  
Date: 3<sup>rd</sup> January, 2026  
UDIN: 26100216VOASLV8412



Encl: As above

CC:

**Legal Counsel to the Offer**  
**M/s. Crawford Bayley & Co.**  
State Bank Buildings N. G. N. Vaidya Marg  
Fort, Mumbai Maharashtra, India 400023



## Annexure I

The KPIs disclosed below have been used historically by the Company to understand and analyze its business performance, which as a result, helps them in analyzing the growth of business verticals in comparison to its peers. The Company considers that the KPIs set forth below are the ones that may have a bearing for arriving at the basis for the Offer Price.

The KPIs disclosed below have been approved and confirmed by a resolution of the Audit Committee of January 03, 2025. Further, the members of the Audit Committee have verified the details of all KPIs pertaining to the Company and confirmed that there are no KPIs pertaining to the Company that have been disclosed to any investors at any point of time during the three years period prior to the date of filing of the DRHP.

- a) Disclosure of all the KPIs pertaining to the Company that have been disclosed to its investors at any point of time during the three years preceding the date of this certificate

NA

- b) The list of the KPIs along with brief explanation of the relevance of the KPI for the business operations of the Company are set forth below:

S. no.	KPI	Explanation
<b>Financial</b>		
1.	Revenue from Operations (₹ in millions)	Revenue from Operations is used by the management to track the revenue profile of the business and in turn helps assess the overall financial performance of the Company and size of the business.
2.	EBITDA (₹ in millions)	EBITDA provides information regarding the operational efficiency of the business.
3.	EBITDA Margin (in %)	EBITDA Margin is an indicator of the operational profitability and financial performance of the business.
4.	Net Profit after tax (₹ in millions)	Net Profit After Tax provides information regarding the overall profitability of the business.
5.	Net Profit after tax Margin (in %)	Net Profit After Tax Margin is an indicator of the overall profitability and financial performance of the business.
6.	Return on Net Worth (in %)	Return on Net Worth provides how efficiently the Company generates profits from shareholders' funds.
7.	Return on Capital Employed (in %)	Return on Capital Employed provides how efficiently the Company generates earnings from the capital employed in the business.
8.	Debt-Equity Ratio (in times)	A key indicator of a company's financial health and stability, and is also known as a gearing ratio or leverage ratio
<b>Operational</b>		
9.	Net Working Capital Days	Days working capital is a metric that measures how many days it takes the company to transform its working capital into sales cash flows.
10.	Inventory Days	Inventory days is an indicator of efficiency of inventory management by the company
11.	Debtors Days	Debtor days indicates how efficiently the company is managing its debtors
12.	Creditors Days	Creditors days indicates how efficiently the company is managing payments to its suppliers.

Details of KPIs as at/ for the six months period ended September 30, 2025 and Fiscals 2025, 2024 and 2023

Particulars	Unit	Six months period ended September 30, 2025	Fiscal 2025	Fiscal 2024	Fiscal 2023
<b>Financials</b>					
<b>GAAP Measures</b>					
Revenue from operations <sup>(1)</sup>	₹ in million	1,126.32	2,197.46	1,863.74	1,723.39
Net Profit after tax (PAT) <sup>(2)</sup>	₹ in million	182.38	412.66	341.38	222.50
<b>Non- GAAP Measures</b>					
Net PAT margin <sup>(3)</sup>	%	16.19%	18.78%	18.32%	12.91%
Return on net worth (RoNW) <sup>(4)</sup>	%	9.71%	26.11%	28.39%	24.18%







and comparability with past financial performance, when taken collectively with financial measures prepared in accordance with Ind AS. Investors are encouraged to review the Ind AS financial measures and to not rely on any single financial or operational metric to evaluate the business.





Particulars	Unit	Hindustan Laboratories Limited			Ajanta Pharma Limited			Syncom Formulation (India) Limited			Windlas Biotech Limited						
		Six months ended September 30, 2025	Fiscal 2025	Fiscal 2024	Fiscal 2023	Six months ended September 30, 2025	Fiscal 2025	Fiscal 2024	Fiscal 2023	Six months ended September 30, 2025	Fiscal 2025	Fiscal 2024	Fiscal 2023				
Financial																	
GAAP Measures																	
Revenue from operations <sup>(1)</sup>	₹ in million	1,126.32	2,197.46	1,863.74	1,723.39	26,563.80	46,481.00	42,087.10	37,426.40	2386.19	4650.13	2633.87	2242.54	4324.88	7598.78	6309.56	5130.83
Net Profit after tax (PAT) <sup>(2)</sup>	₹ in million	182.38	412.66	341.38	222.50	5,155.30	9,203.90	8,161.70	5,879.80	323.56	494.35	253.14	200.71	354.64	609.94	581.87	426.26
Non- GAAP Measures																	
PAT margin <sup>(3)</sup>	%	16.19%	18.78%	18.32%	12.91%	19.41%	19.80%	19.39%	15.71%	13.56%	10.63%	9.61%	8.95%	8.20%	8.03%	9.22%	8.31%
Return on net worth (RoNW) <sup>(4)</sup>	%	9.71%	26.11%	28.39%	24.18%	12.72%	25.02%	23.47%	17.68%	8.98%	15.69%	9.30%	8.39%	6.82%	12.76%	13.66%	10.70%
Return on capital employed (RoCE) <sup>(5)</sup>	%	12.86%	33.13%	37.25%	31.76%	15.78%	31.59%	31.00%	21.73%	11.59%	18.47%	10.84%	9.46%	8.86%	16.96%	18.17%	14.30%
Debt/Equity <sup>(6)</sup>	Ratio	0.04	0.06	0.08	0.01	0.06	0.01	0.01	0.01	0.00	0.01	0.25	0.32	0.06	0.06	0.01	0.01
EBITDA <sup>(7)</sup>	₹ in million	254.58	538.77	440.93	306.93	6791.80	12595.00	11719.40	7832.50	342.08	541.32	296.47	196.30	550.80	941.07	781.72	602.26
EBITDA margin <sup>(8)</sup>	%	22.60%	24.52%	23.66%	17.81%	25.57%	27.10%	27.85%	20.93%	14.34%	11.64%	11.26%	8.75%	12.74%	12.38%	12.39%	11.74%
Operational																	
Net Working Capital Days <sup>(9)</sup>	Days	133	115	78	52	162	132	149	134	183	168	240	233	128	139	133	148
Inventory Days <sup>(10)</sup>	Days	28	18	15	18	59	68	71	78	27	24	29	33	32	34	40	47
Debtor Days <sup>(11)</sup>	Days	124	97	92	97	91	95	100	101	80	83	124	116	77	73	73	81
Creditor Days <sup>(12)</sup>	Days	26	20	33	52	30	36	38	37	34	26	31	28	76	82	63	54





Notes:

Source: All the information for listed industry peers mentioned above is on a consolidated basis (unless otherwise available only on standalone basis) and is sourced from their respective annual reports available in public domain. The ratios have been computed as per the following definitions.

- (1) Revenue from operations means the Revenue from Operations as appearing in the Restated Financial Information
- (2) Net Profit after tax represents the restated profits of the Company after deducting all expenses
- (3) PAT Margin (%) is calculated as profit for the year/period as a percentage of revenue from operations.
- (4) Return on Net Worth (%) is calculated as net profit after tax as restated for the end of the year or period divided by Average Net worth as at the end of the year or period. Average net worth means the average of the net worth of current and previous fiscal. Net worth means the aggregate value of the paid-up share capital and other equity.
- (5) Return on capital employed is calculated as earnings before interest and taxes (EBIT) divided by average capital employed. Average capital employed is calculated as average of the total equity, total borrowings and deferred tax liabilities (net of deferred tax assets) of the current and previous year or period.
- (6) Debt-equity ratio is calculated by dividing total debt by total equity. Total debt represents long term and short-term borrowings and long-term and short-term lease liabilities. Total equity includes the aggregate value of the paid-up share capital and other equity.
- (7) EBITDA means Earnings before interest, taxes, depreciation and amortization expense, which has been arrived at by obtaining the profit/ (loss) before exceptional items and tax for the fiscal and adding back finance costs, depreciation, and amortization expense and subtracting other income.
- (8) EBITDA Margin is calculated as EBITDA divided by revenue from operations.
- (9) Working capital days are arrived at by dividing working capital (current assets excluding cash and cash equivalents and bank balances less current liabilities excluding short term borrowings) by revenue from operations multiplied by the number of days in the year (365) or period (183).
- (10) Inventory days is calculated as the number of days in the year (365) or period (183) divided by (revenue from operations divided by the average inventory at the beginning and end of the year or period).
- (11) Debtor days is calculated as the number of days in the year (365) or period (183) divided by (revenue from operations divided by the average trade receivables at the beginning and end of the year or period).
- (12) Creditor days is calculated as the number of days in the year (365) or period (183) divided by (revenue from operations divided by the average trade receivables at the beginning and end of the year or period).

