



**ROOTED IN SCIENCE  
EMPOWERED BY VALUES**

Annual Report 2022-23



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# Pfizer Inc.

One of the world's premier biopharmaceutical companies



**100 Billion**  
Revenue in 2022



**35+**  
Manufacturing  
units worldwide



**>185 Countries**  
Where Pfizer  
products are sold



**~83,000**  
Employees



**~1.3 Billion**  
Patients treated with our  
Medicines and Vaccines

## Purpose Blueprint



PURPOSE  
**Breakthroughs  
that change  
patients' lives**



2027 AMBITION  
**Change a Billion  
lives a year**

### Core Business Principles

**01**

#### Trust is Everything

- 1.1 Act with integrity, always
- 1.2 Create more leaders, fewer bosses
- 1.3 Become the most trusted health brand

**02**

#### Science will Win

- 2.1 Bring the best of the outside in
- 2.2 Create at the frontier
- 2.3 Take on the world's biggest diseases

**03**

#### Disruption calls for Innovation

- 3.1 Place health information at people's fingertips
- 3.2 Develop groundbreaking health solutions
- 3.3 Power the biotech ecosystem

**04**

#### Time is Life

- 4.1 Develop medicines at lightspeed
- 4.2 Accelerate supply
- 4.3 Reach every last patient faster

**05**

#### Execution makes the Difference

- 5.1 Make trials more patient-centric, now
- 5.2 Create the world's best medicinal supply engine
- 5.3 Build the world's most effective commercial engine

**There can be no life without purpose. At Pfizer, we believe in that strongly which is why every word in our purpose statement, 'Breakthroughs that change patients' lives' carries weight.**

Breakthroughs refer to the role of science and innovations that enable our people to bring cutting edge medicine to many, change implies the improvements we want to effect in society and patients' lives encompass not just the patient but his/ her ecosystem – of Healthcare Professional (HCP), family, caregiver.

While our purpose defines 'what we want to achieve', equally important in this pursuit is 'how we want to achieve our goals'. The 'how' is represented by four simple values - Courage, Excellence, Equity, and Joy - and how we live up to these values every single day.

So, through the last two years, when your Company introduced far-reaching changes to its Go-to-market (GTM) model, it was our values that held us rock steady. With digitalisation revolutionising the very manner our customers and patients experience our products and services, allowing us to get our innovative medicines and vaccines into the hands of many more people around the country, values were the heroes that guided us through this transformative journey.

Our values are what binds us, and what builds us. Staying true to them, we launched initiatives this past year that allowed us to inch closer every day to our purpose, break new frontiers and live up to India's vision of healthcare access to all.

# Values that Bind, Values that Build



**Courage**

Breakthroughs start by challenging convention, especially in the face of uncertainty or adversity. This happens when we think big, speak up and are decisive.



**Excellence**

We can only change patients' lives when we perform at our best together. This happens when we focus on what matters, agree who does what and measure our outcomes.



**Equity**

We believe that every person deserves to be seen, heard, and cared for. This happens when we are inclusive, act with integrity and reduce health care disparities.



**Joy**

We give ourselves to our work, but it also gives to us. We find joy when we take pride, recognize one another, and have fun.

**13%**

Growth recorded by Eliquis, outperforming the market

**2,00,000+**

HCPs relevant to Zavicefta engaged, signaling remarkable growth in our visibility

### Courage

Your Company faced headwinds resulting from Loss of Exclusivity of two key brands – Eliquis and Zavicefta. Impending generic competition and our own conviction on the quality and power of these brands necessitated bold decisions to ensure their continued leadership in the therapeutic area. Measures including a refreshed pricing model for Eliquis, investing behind the issue of anti-microbial resistance through partnerships with hospitals and thought leaders helped retain and enhance their relevance, improved partnerships and ensured competitive accessibility. Eliquis has continued to outperform the market with a 13% growth. Our visibility and engagement with prescribers and hospitals has grown by leaps and bounds with over 2,00,000 HCPs relevant to Zavicefta engaged and over 3,000 HCPs taking a pledge with Pfizer against AMR.

**22%**

Share of women colleagues in the leadership team

### Equity

Your Company has advocated the need for adults in general, and high risk groups in particular to be vaccinated appropriately with several stakeholders using the wealth of scientific evidence, and we believe it is a large opportunity area for your company. Your Company has partnered with insurance providers and health and wellness partners to improve adult vaccination. Your Company has worked to bring partners to hospitals to improve the quality and cost of diagnosis in the anti-infective area for hospitals to ensure timely and better patient outcome by using appropriate antibiotics as well as to improve overall anti-microbial resistance.

At the workplace, inclusiveness has driven our equity agenda this year. It is a matter of great pride to see that 22% of your Company's leadership team are now women colleagues. A focus on diversity at our manufacturing plant at Goa has also led to 50% participation of women colleagues in all sourcing functions with a number of connect and engage programs curated for women colleagues across the site. Our focus is also expanding beyond gender diversity to enhance participation of colleagues with different abilities in our workforce.

**13%**

Increase in sales across BUs with the implementation of Smart Sales Buddy tech solution

### Excellence

New concepts with a focus on execution marked the highlights of your Company's efforts this year.

Combining Artificial Intelligence with Behavioural Science, your Company launched a brand new tech solution – the Smart Sales Buddy – to assist the field force in enhancing their productivity and providing managers with a better ability to track outcomes. This solution is already delivering a 7% improvement on effort KPIs and 13% improvement on sales achievements across business units by providing on-the-go guidance and real time outcome measures to our teams.

Excellence in our accounting practices, compliance with accounting standards and guidelines was also recognised with your Company's Annual Report for the year ended March 2022 being adjudged as the winner of the ICAI Award for Excellence in Financial Reporting.

**12 weeks**

Of Paternity Leave granted to new fathers, enabling them to embrace their parenting journey!

### Joy

A workplace that instills pride, allows colleagues to be the best versions of themselves and feel great about the organisation they work with. Your Company received several awards, including India Pharma Award for excellence in use of technology in pharma sector; Institute of Supply Chain Management Award for best supply chain company of the year, etc.

The concept of "Wellness Days" allowed colleagues to take paid time off to rejuvenate. Becoming a parent is an event of tremendous joy and new responsibilities for both parents. Recognising this, your Company also introduced an important initiative of "Paternity Leave", offering new fathers to take upto 12 weeks off to be with their family, celebrate and share responsibilities during this important phase of parenthood.

Your Company also introduced on-site healthcare services at the headquarters that now offers primary medical services including medical emergencies.



# Board of Directors

**1 Mr. Pradip Shah**

Independent Director  
and Chairman

Mr. Pradip Shah is the Chairman of IndAsia Fund Advisors Pvt. Ltd. Mr. Shah holds an MBA from the Harvard Business School and is a Chartered Accountant and Cost Accountant. Mr. Shah was ranked 1st in the Chartered Accountancy examination. Mr. Shah is the Ex-Managing Director of CRISIL, India's first and the largest credit rating agency. Mr. Shah had assisted in founding the Housing Development Finance Corporation (HDFC) in 1977. Mr. Shah has also served as a consultant to USAID, the World Bank and the Asian Development Bank.

**2 Ms. Meenakshi Nevatia**

Managing Director

Ms. Meenakshi Nevatia was appointed as the Managing Director of the Company effective April 3, 2023. Ms. Nevatia is a seasoned leader with nearly three decades of business leadership and consulting experience with top companies such as McKinsey & Co., Novartis Pharmaceuticals and most recently as Vice President & Managing Director for Stryker India Private Limited.

Ms. Nevatia is a Master of Business Administration in Strategy and Finance from the Indian Institute of Management, Ahmedabad and Bachelor of Science in Economics and Mathematics from the Presidency College, Kolkata.

**3 Ms. Meena Ganesh**

Independent Director

Ms. Meena Ganesh is a PGDM holder from IIM Calcutta and was conferred the 'Distinguished Alumnus' award by IIM Calcutta. Ms. Ganesh is one of India's foremost business leaders and most successful entrepreneurs with nearly three decades of experience in healthcare, consulting, technology, outsourcing, education and e-commerce industries. Ms. Ganesh is currently the MD & CEO of Portea Medical, one of India's largest and fastest-growing home healthcare companies, which she co-founded in July 2013.

**4 Mr. Sunil Lalbhai**

Independent Director

Mr. Sunil Lalbhai holds an MS degree in Chemistry from the University of Massachusetts and MS degree in Economic Policy and Planning from Northeastern University. Mr. Lalbhai has expertise and wide experience in the Management field. Mr. Lalbhai is currently the Chairman and Managing Director of Atul Limited, a diversified chemical company.

**5 Mr. Uday Khanna**

Independent Director

Mr. Uday Khanna is a Chartered Accountant with a distinguished career spanning close to four decades with Hindustan Lever/ Unilever and Lafarge India. Mr. Khanna is the Ex-Chairman of Lafarge India Private Limited. Mr. Khanna has worked in financial, commercial and general management capacities with Unilever and Lafarge Group.

Mr. Khanna was the President of the Bombay Chamber of Commerce & Industry in 2012 and 2013 and Indo-French Chamber of Commerce & Industry in 2008 and 2009.

**6 Mr. Milind Patil**

Executive Director -  
Finance and CFO

Mr. Milind Patil is a Chartered Accountant and has completed Financial Leadership and Advance Leadership Programs from Harvard Business School. Mr. Patil has around four decades of experience predominantly in the pharmaceutical industry. Mr. Patil has versatile exposure in global MNCs in challenging and complex business environments across multiple finance and business functions. Mr. Patil has a proven track record in business turnaround strategies and managing stakeholders, people, performance and risks and opportunities effectively.

**7 Mr. Samir Kazi**

Executive Director - Legal

Mr. Samir Kazi has a Bachelor of Law Degree from the University of Mumbai. Mr. Samir Kazi has over two decades of rich experience in the field of legal affairs. Mr. Kazi is responsible for providing quality legal advice on matters related to business operations, corporate laws, corporate and statutory compliances, litigation strategies, enforcement of intellectual property rights, mergers and acquisitions, which include establishment of strategic alliances, partnerships and relationships with internal and external clients.



### **Mr. Prajeet Nair**

Director – Corporate Services & Company Secretary

Mr. Prajeet Nair has close to three decades of experience and expertise in corporate governance and compliances under securities exchange and corporate laws. Mr. Nair is a Member of the Institute of Company Secretaries of India and holds a Bachelor of Law degree from the University of Mumbai. Mr. Nair has extensive experience in mergers and acquisitions and has led several projects of strategic importance. Mr. Nair has over 15 years of experience in handling drug price control matters and litigations.

# Senior Management

### **Ms. Meenakshi Nevatia**

Managing Director

### **Mr. Amit Sharma**

Director, Strategic Accounts

### **Mr. Aninda Shome**

Director, Customer Supply Chain

### **Mr. Anil Pattanshetty**

Senior Director, Business Operations

### **Mr. Debashish Roy**

Director, Patient and Healthcare Experience Studio

### **Mr. Deepak Rakheja**

Category Lead, Internal Medicine

### **Mr. Manish Mishra**

Category Lead, Vaccines

### **Dr. Manish Paliwal**

Director, Regulatory Affairs

### **Mr. Milind Patil**

Executive Director, Finance and CFO

### **Dr. Pankaj Gupta**

Senior Director, Medical Affairs

### **Mr. P Rengan**

Senior Director - Plant Operations

### **Mr. Samir Kazi**

Executive Director, Legal

### **Mr. Sandeep Seth**

Director, Compliance

### **Mr. Satyen Amin**

Director, Commercial Channel & Market Access

### **Mr. Sharad Goswami**

Senior Director, Policy & Public Affairs

### **Ms. Shilpa Pradhan**

Category Lead, Hospitals and Neighboring Markets

### **Ms. Shilpi Singh**

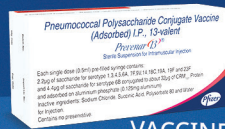
Director, People Experience

### **Ms. Sudeshna Mitra**

Healthcare Solutions Partner Lead



# Our Portfolio



VACCINE



ANTI-INFECTIVES



CARDIAC

PAIN

MATERNAL NUTRITION



GASTRO INTESTINAL

CONTRACEPTIVES



ANTI-INFLAMMATORY

NUTRITION AND IMMUNITY

RESPIRATORY

# From the Managing Director's Desk

Dear Shareholders,

I am humbled and excited to have joined Pfizer Limited at this pivotal time.

On my journey to accepting this role of tremendous trust and responsibility, I came to admire several aspects of our Company. Starting with our unwavering commitment to our purpose of delivering breakthroughs that change patients' lives and its ability to unify us in ways that go beyond our work. Followed by our core values of Courage, Excellence, Equity and Joy, that guide us in the pursuit of our breakthroughs and define who we are and how we work. And third and one of the most important in the context of FY 2023, our ability to be resilient in the face of overwhelming challenges.



The year under review saw a number of developments that challenged our ability to deliver and succeed - Revision of the National List of Essential Medicines (NLEM-2022) and consequent expansion of drugs under price controls including many of our products, Loss of Exclusivity (LoE) for our two key brands, Eliquis and Zavicefta, and transition to a new Go-To-Market model and settling into the new ways of working. Our journey in FY 2023 is testament to our resilience, to the capabilities of our people and to the power of our brands. We have remained buoyant amidst turbulence and set the stage for a new phase of growth and opportunities in FY 2023.

## A Year of Resilience

The India Pharmaceutical Market (IPM) grew by a modest 7.9% (MAT MAR 23) as compared to a robust growth of 18.2% in the previous year which had benefitted from the high volume off-take of COVID-19 and related medications such as vitamins, anti-infectives, gastrointestinal and respiratory drugs.

FY 2023 was a year of transformation for us. While the Company delivered strong performances in some of its key therapies, the overall revenue saw a decline of 7.6%. The sales for the year under review are strictly not comparable with that of the previous year on

account of the impact of Covid-19 tailwinds in the previous year, negative impact of NLEM 2022 price ceiling orders in the last quarter of FY 2023, and transfer of Upjohn business. Also, in spite of the challenges, we exercised a lot of prudence in managing spend which enabled the team to deliver a growth of 6.6% in Profit Before Tax.

The year under review also saw completion of key initiatives. We completed the transfer of the Upjohn business in August 2022, and the sale of our business undertaking at Thane in February 2023. The Company recorded a net exceptional income of ₹188.92 Cr. and a net income of ₹67.12 Cr. respectively on account of the above transactions.

The Profit Before Tax for the year under review included a charge of ₹129.85 Cr. on account of a voluntary retirement scheme and an additional charge of ₹6.84 Cr. (net) towards restructuring to drive business transformation. The Company also accrued an amount of ₹86.71 Cr. on account of revaluation and reassessment of the risk relating to the Company's old pending VAT/CST litigations.

### Resetting for an Era of Growth

After a year of transformation and settling into new business model, the Company recognises that new ways of working will require a mindset shift. We have taken various initiatives to set up for future growth.

Our top brand Prevenar continued to maintain leadership position with 62.5% value share in the private pneumococcal vaccine market and was the most prescribed pneumococcal vaccine with a unit share of 46.2% (MAT MAR 23) in the said category. We strongly believe that adult immunisation against vaccine preventable diseases like pneumococcal disease should be taken up on a large scale and we have been front ending the discussion on the need for an adult immunisation plan with central and state governments. We believe that our focused Go-To-Market Strategy with dedicated adult vaccination taskforce as we move into the new year will help gather the much-needed impetus for adult immunisation in India.

The loss of exclusivity for our breakthrough innovations, Eliquis and Zavicefta led to emergence of generic brands in the market and resulted in near-term loss of volumes for our brands. The Company through its strategy for expanded reach, complemented by price rationalisation, has seen a sustained volume performance from Eliquis. Though Zavicefta now facing strong competition in hospitals, we will continue our responsibility towards

combatting Anti-Microbial Resistance.

We are confident that the continued focus on quality and driving appropriate antibiotic usage policy with our hospital partners will sustain the Zavicefta business as we move forward.

Within our primary care portfolio, we have some very well-known brands that became household names in the last few years including Becosules and Corex. We also have an extensive Women's Health portfolio and a strong antacid portfolio including Gelusil and Mucaïne. With a renewed focus on our big brands both through our customer-facing teams and our digital initiatives, we believe we are well-positioned to ensure these remains strong pillars of growth for our business.

We have proactively embraced various digital tools to enhance operational efficiency. AI and behavioural science-based nudges have helped drive our field colleagues to adopt winning patient-centric behaviors, while virtual connects are allowing us to reach many more healthcare professionals (HCPs) today.

### Shaping Policies for the Future

We anticipate that the external regulatory environment for pharmaceutical industry will continue to be dynamic. We continue to play a leadership role in engaging with key government stakeholders in advocating for policies that enhance access to medicines, promote ease of doing business and bring about an increasingly predictable and stable operating environment. Some specific matters on which we continue to engage include frameworks to enhance awareness on vaccine preventable diseases, immunisation for elderly and co-morbid patients, regulatory modernisation to bring about global alignment and harmonisation, strengthening the existing Intellectual Property Right (IPR) regime to incentivise innovation and research and a rational and predictable drug pricing policy.

### Upholding Ethics & Compliance

Ethics and integrity form the bedrock of our operations. As part of our responsibility to change lives for the better, we prioritise safety, quality and transparency in our operations. Our governance structure supports proactive business-led quality and compliance built around elements of effective risk management.

It gives me immense pleasure to inform you that our Company's Annual Report and financial statements for year ended March 31, 2022 have been adjudged

as winner of “ICAI Award for Excellence in Financial Reporting 2021-22” in the Silver Shield category by The Institute of Chartered Accountants of India under the Manufacturing and Trading category. The awardees were selected after reviewing the accounting practices adopted by participating enterprises while preparing their financial statements, the policies adopted for disclosure, and presentation of financial statements, degree of compliance with Indian Accounting Standards and statutory guidelines, among other information contained in the annual report.

### Business Responsibility & Sustainability

We have taken significant strides to integrating sustainability into our business strategy to create long term value for our shareholders and society. We follow stringent global safety, environmental, health and occupational hygiene standards and our model for environmental sustainability is focused on conservation of resources, green energy and waste minimisation. I am happy to inform you that these efforts resulted in ~13% of total energy demand for the manufacturing operations, at our Goa Plant coming from renewable sources. The Goa Plant has also reduced its greenhouse gas emissions by 8.7% for the year under review despite considerable growth in production volumes. The carbon footprint per Million tablets has also reduced from 1.01T to 0.98T for the year under review at Goa Plant.

### Diversity, Equity & Inclusion

Diversity, equity, and inclusion is a key priority for us, and it is our constant endeavour to make our Company a truly diverse and inclusive workplace. Towards this, we have prioritised gender diversity as a core area of focus and our leadership team has taken important measures to enable building gender diverse teams. With the appointment of new women leaders, we have

made considerable progress in increasing gender diversity within our leadership team to ~22% and we continue to work towards our goal of increasing women representation in the field force to 15%. We also ensured that our workplaces are designed and equipped to support any person with disability. In addition, we are committed to equal opportunities in the terms and conditions of employment for all employees and job applicants with no discrimination and without regard to race, color, religion, sex, sexual orientation, age, gender identity or gender expression, national origin or disability.

### Bringing our Purpose to Life

During the year under review, Pfizer Inc. unveiled its Purpose Blueprint 2.0 which sets forth a new ambition: **To change a Billion lives a year by 2027**. As stated in this Annual Report’s theme – Rooted in Science, Empowered by Values – the Company will play its part to deliver our purpose to our billion-plus population, changing as many lives as we can. To deliver against those goals, we will continue to streamline the way we work, eliminate bureaucracy, and improve processes to achieve those patient-impacting breakthroughs faster, while maintaining the values and vision that have sustained our Company for years.

As I conclude, I would like to spend a moment on the DNA of our organisation: our people. The achievements of our past year would not have been possible without the dedication and hard work of our teams, and we owe our deepest gratitude to them. Thank you to our customers and shareholders for their continued trust, support and confidence. With the key levers of our transformational journey now firmly set; we are future-ready! We are eager to embrace the challenges and opportunities that lie ahead and look forward to creating shared success for all stakeholders.

Yours sincerely,

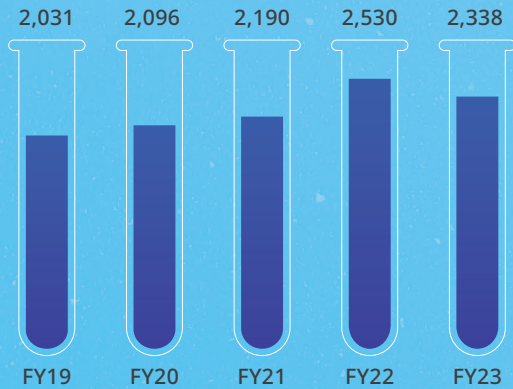


Meenakshi Nevatia

# Key Performance Highlights

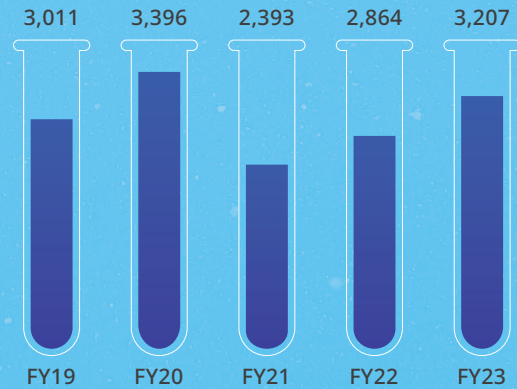
## Net Revenue

₹ in crore



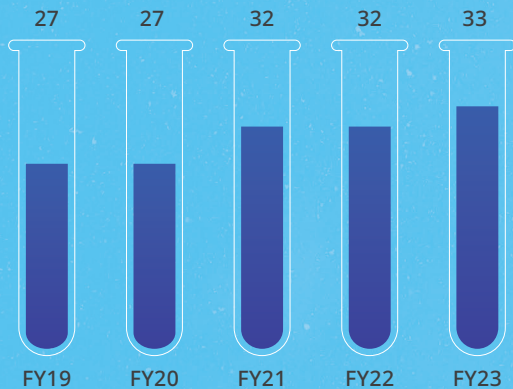
## Networth

₹ in crore



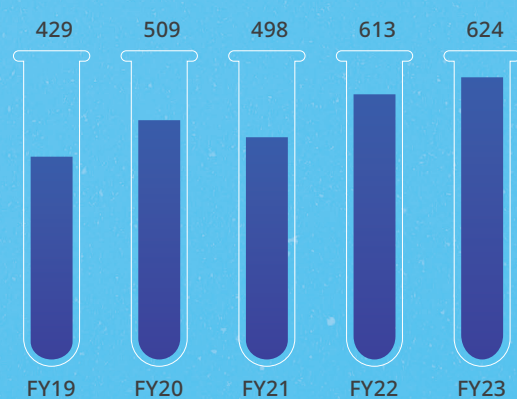
## EBITDA Margin

%



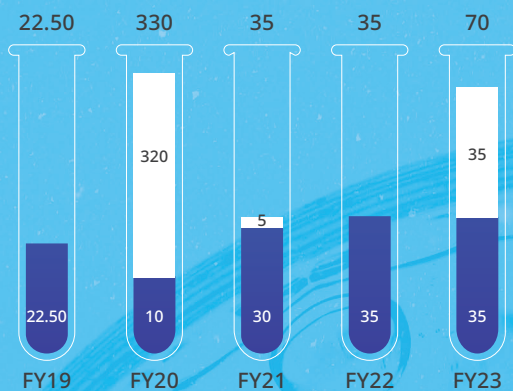
## Profit After Tax

₹ in crore



## Dividend Per Share (DPS)

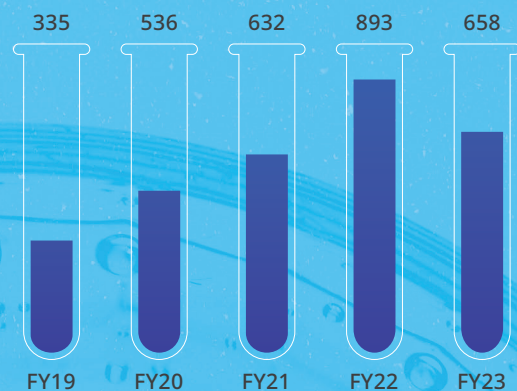
₹



● Special dividend

## Cash Generated from Operations

₹ in crore



# 10-Year Financial Highlights

	Mar 2014	Mar 2015	Mar 2016	Mar 2017	Mar 2018	Mar 2019	Mar 2020	Mar 2021	Mar 2022	Mar 2023	
<b>Statement of Profit and Loss</b>											
	\$			**							
Net Sales	1,004	1,828	2,072	2,017	1,925	2,030	2,096	2,190	2,530	2,338	
Other Income (including other operating income)	217	93	109	126	170	218	239	130	143	188	
Total Expenditure	882	1,602	1,720	1,757	1,547	1,589	1,693	1,651	1,901	1,735	
Profit Before tax and Exceptional Items	340	318	461	386	548	660	642	669	773	791	
Profit Before Taxation	340	238	470	517	548	660	642	669	773	824	
Profit After Taxation ^^	221	100	305	337	360	429	509	498	613	624	
Total Dividend Amount	1,074	57	69	92	92	103	1,510	160	160	320	
<b>Balance Sheet</b>											
Fixed Assets	23	957	928	882	918	854	943	868	842	757	
Cash and Bank balances	308	609	1,025	1,523	1,772	1,914	2,220	1,115	1,633	1,860	
Net Deferred Tax (Net)	34	67	(28)	(18)	(15)	(2)	1	13	47	98	
Net Other Assets	294	340	239	32	8	245	232	397	343	492	
Share Capital	30	46	46	46	46	46	46	46	46	46	
Reserves and Surplus	629	1,927	2,118	2,373	2,637	2,965	3,350	2,347	2,819	3,162	
<b>Key Ratios</b>											
Profit Before Tax Margin	28%	12%	22%	24%	26%	29%	28%	29%	29%	33%	
Book Value Per Share	221	431	473	529	587	658	742	523	626	701	
Return on Net Worth (%)	34%	5%	14%	14%	13%	14%	15%	21%	21%	19%	
Earnings Per Share of ₹ 10	74.01	15.26	66.66	73.61	78.70	93.78	111.28	108.77	133.89	136.38	
Dividend Per Share of ₹ 10	360.00	12.50	15.00	20.00#	20.00#	22.50#	330.00#	35.00#	35.00#	70.00#	

Note: The Company has transitioned from Previous GAAP to Ind AS effective April 1, 2015

\$ Includes results of erstwhile Wyeth Limited on its amalgamation with the Company.

^^ Profit for FY 2015 excludes Impact of Scheme of Amalgamation (₹31 crore)

\*\* Includes profit on sale of four brands and office premises

# Dividend recommended / declared by Board of Directors for respective financial years

# Corporate Profile

## Registered Office Pfizer Limited

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The Capital, 1802 / 1901, Plot No. C-70, G Block,  
Bandra Kurla Complex, Bandra (E), Mumbai – 400 051

**Tel:** +91 22 6693 2000

**Fax:** +91 22 2654 0274

**Website:** www.pfizerltd.co.in

**E-mail ID:** contactus.india@pfizer.com

**CIN:** L24231MH1950PLC008311

## Registrar and Share Transfer Agent

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### **KFIN TECHNOLOGIES LIMITED**

(Formerly known as Kfin Technologies Private Limited)

**UNIT:** PFIZER LIMITED Karvy Selenium Tower B, Plot No  
31 & 32, Gachibowli, Financial District, Nanakramguda,  
Serilingampally, Hyderabad, Telangana – 500032.

**Tel:** +91 40 6716 2222 | **Fax:** +91 40 2300 1153

**Toll Free No:** 1800-309-4001

**E-Mail ID:** einward.ris@kfintech.com

## Solicitors and Advocates

---

Veritas Legal

Crawford Bayley & Co.

## Company Secretary

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Prajeet Nair

## Statutory Auditor

---

B S R & Co. LLP

## Bankers

---

JP Morgan Chase Bank N.A

Deutsche Bank AG

ICICI Bank

State Bank of India

Citibank NA

## Cost Auditor

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RA & CO.

## Secretarial Auditor

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Saraf & Associates

## NOTICE

NOTICE is hereby given that the 72<sup>nd</sup> Annual General Meeting of the Members of Pfizer Limited will be held on **Friday, August 18, 2023 at 2.00 p.m. IST through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM')** to transact the following business:

### **ORDINARY BUSINESS:**

#### **Item No. 1 - Adoption of the Audited Financial Statement.**

To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2023, including the Reports of the Board of Directors and Auditors thereon.

#### **Item No. 2 - Declaration of Final Dividend.**

To declare a final dividend of ₹40/- (400%) per equity share for the financial year ended March 31, 2023.

#### **Item No. 3 - Appointment of Mr. Samir Kazi (DIN: 07184083) as a Director liable to retire by rotation.**

To consider appointment of a Director in place of Mr. Samir Kazi (DIN: 07184083), who retires by rotation and being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS:**

#### **Item No. 4 - To consider revision in the limit of commission payable to Non-Executive Directors.**

To consider the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013, and Article 130 of the Articles of Association of the Company read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other rules, if any, made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company do hereby approve a commission at the rate of 1% of the net profits of the Company, subject to a limit of ₹1,50,00,000/- (Rupees One Crore Fifty Lakhs only) per annum, payable to Non-Executive Directors of the Company, to be computed in the manner laid down in Section 197 of the Act, for a period of five years commencing from December 1, 2023."

#### **Item No. 5 - To consider and ratify the remuneration payable to Messrs. RA & Co., Cost Accountants for the financial year ending March 31, 2024.**

To consider the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 and other rules, if any, made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹14,70,000/- (Rupees Fourteen Lakhs Seventy Thousand only) plus applicable taxes and out-of-pocket expenses as approved by the Board of Directors of the Company, payable to Messrs. RA & Co., Cost Accountants, having Firm Registration No. 000242 for conducting Cost Audit of the cost records maintained by the Company for the financial year ending March 31, 2024, be and is hereby ratified."

**By Order of the Board of Directors**

**Prajeet Nair**  
**Director - Corporate Services &**  
**Company Secretary**  
**Mumbai, May 15, 2023**      **Membership No.: ACS19267**

Registered Office:  
Pfizer Limited  
The Capital, 1802 /1901,  
Plot No. C - 70, G Block,  
Bandra Kurla Complex, Bandra (East),  
Mumbai - 400 051.  
Tel: +91 22 6693 2000 Fax: +91 22 2654 0274  
Website: [www.pfizerltd.co.in](http://www.pfizerltd.co.in)  
E-mail ID: [contactus.india@pfizer.com](mailto:contactus.india@pfizer.com)  
CIN: L24231MH1950PLC008311



**Notes:**

1. Pursuant to the Ministry of Corporate Affairs (“MCA”) Circulars dated December 28, 2022, May 5, 2022 and January 13, 2021 read with Circulars dated April 8, 2020, April 13, 2020 and read with the Securities Exchange Board of India (“SEBI”) Circulars dated January 5, 2023, May 13, 2022, May 12, 2020 and January 15, 2021 (“the SEBI Circulars”), May 5, 2020 (collectively referred to as “Government Circulars”) permitted holding of the Annual General Meeting (“AGM”) through Video Conferencing (‘VC’/ Other Audio-Visual Means (‘OAVM’) without physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Government Circulars, this AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

2. A statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 (‘Act’) with respect to Item Nos. 4 and 5 of the Notice is annexed hereto.

3. As this AGM is being held through VC / OAVM pursuant to the applicable Government Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

Further, since the AGM is being held through VC / OAVM, the route map of the venue of the Meeting is also not annexed to this Notice.

4. The record date for the purpose of payment of final dividend for the financial year ended March 31, 2023 is Friday, August 11, 2023.

The final dividend for the financial year ended March 31, 2023, as recommended by the Board of Directors of the Company, if approved at the Annual General Meeting, will be paid to the Members on or before September 16, 2023 as under:

- i. To all Beneficial Owners in respect of shares in dematerialized form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of business hours on Friday, August 11, 2023.
- ii. To all Members in respect of shares held in physical form as per the Register of Members, as may be made available by the Company’s Registrar and Transfer Agent, as of the close of business hours on Friday, August 11, 2023.

5. Pursuant to Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit Transfer and Refund) Rules, 2016 and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017 (“Rules”) and other applicable provisions of the Act, if any, the Company had after sending due reminders to the requisite shareholders and publishing advertisement in the newspapers, credited the shares of the shareholders whose dividend has remained unclaimed for seven consecutive years to the Demat Account of the Investor Education and Protection Fund (“IEPF”). Details of the shares credited are as follows:

Particulars	Number of Shareholders	Number of Shares
Total shares in the MCA IEPF Account as on April 1, 2022.	5,733	3,43,995
Details of shares transferred on October 3, 2022 with respect to the Dividend for the year ended March 31, 2015.	1,236	46,867
Number of shares claimed and transferred to the shareholders from MCA IEPF Account during the year.	45	3,871
Total shares in the MCA IEPF Account as on March 31, 2023.	6,924	3,86,991

Voting rights on shares lying in the MCA IEPF account shall remain frozen till the rightful owner of such shares establishes his/her title of ownership to claim the shares. The details of shares so transferred are available on the Company’s website under the Investor Relations Section at [www.pfizerltd.co.in](http://www.pfizerltd.co.in)

The concerned shareholders may note that, no claim shall lie against the Company in respect of unclaimed dividend amounts and shares credited to the Demat Account of IEPF. Pursuant to the provisions of the Act and the Rules, the concerned shareholders can claim the shares along with the unclaimed dividend amount(s) which have been transferred to IEPF Account from the MCA. The procedure for claiming such dividend and/or shares is available on the website of the Company at [www.pfizerltd.co.in](http://www.pfizerltd.co.in) and on the website of the Ministry of Corporate Affairs at [www.mca.gov.in](http://www.mca.gov.in) and [www.iepf.gov.in](http://www.iepf.gov.in).

The Members/claimants whose shares, unclaimed dividend, etc. have been transferred to the IEPF may claim the shares by making an application to IEPF Authority in Form IEPF-5 (available on

[www.iepf.gov.in](http://www.iepf.gov.in)) along with the requisite fee as decided by the Authority from time to time. The Member / claimant can file only one consolidated claim in a financial year as per the IEPF Rules and amendments thereto.

Further, please note that the unclaimed dividend in respect of the financial year ended March 31, 2016, will be transferred to the IEPF in accordance with the provisions of Sections 124 and 125 of the Act by August 18, 2023. The Shareholders are requested to claim their unclaimed dividend, if any, for the Financial Year ended March 31, 2016 on or before August 11, 2023.

6. In compliance with Sections 124 and 125 of the Act, the Company has transferred the unpaid and unclaimed dividends declared up to the financial year ended March 31, 2015, from time to time to the IEPF established by the Central Government. The Shareholders can obtain the details of their unclaimed dividend for the past seven years which is lying with the Company on its website [www.pfizerltd.co.in](http://www.pfizerltd.co.in) For any clarification / assistance with respect to unclaimed dividends for the succeeding years, the concerned shareholder(s) may contact the Company's Registrar and Transfer Agent:

KFin Technologies Limited  
 UNIT: PFIZER LIMITED  
 Selenium Tower B, Plot No 31 & 32,  
 Gachibowli Financial District, Nanakramguda,  
 Serilingampally, Hyderabad, Telangana - 500032.  
 Contact person: Mr. Premkumar Nair - Manager  
 Tel: +91 40 6716 2222  
 TOLL FREE NO.: 1800-309-4001  
 E-mail ID: [einward.ris@kfinotech.com](mailto:einward.ris@kfinotech.com)

The shareholders may check the status of their unclaimed dividends including the dividends for financial year ended March 31, 2022, and interim dividend for financial year 2023 on the website of the Company i.e., [www.pfizerltd.co.in](http://www.pfizerltd.co.in)

Members are requested to note that dividends that are not claimed or remain unpaid till seven years from the date of transfer to the Company's unpaid dividend account will be transferred to the IEPF. Further, equity shares in respect whereof dividend remains unclaimed/unpaid for seven consecutive years or more will be transferred to the demat account of the IEPF Authority as required under Section 124 of the Act read with Rules notified thereunder, as may be amended from time to time.

7. Pursuant to Schedule V and VI to the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, details of unclaimed shares outstanding in the Company's Unclaimed Suspense Account as on March 31, 2023, are as follows:

Particulars	Number of Shareholders	Number of Outstanding Shares
Aggregate number as at April 1, 2022.	507	14,886
Number of shares transferred from the Unclaimed Suspense Accounts to MCA IEPF Account during the year	506	14,869
Number of shareholders who approached the Company for transfer of shares from Unclaimed Suspense Account during the year.	1	17
Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account.	1	17
Aggregate number as at March 31, 2023.	Nil	Nil

8. By virtue of Section 72 of Companies Act, 2013 and SEBI circular SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated November 3, 2021 and March 16, 2023 securities holders holding shares in physical mode are required to comply with the requirements of registration/updation of valid Permanent Account Number (PAN) and Know Your Customer (KYC) details in form ISR - 1 and/or form ISR - 2 as the case maybe with the Registrar and Transfer Agents of (RTA) the Company, KFin Technologies Limited. The facility for nomination is available for the members of the Company in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting the Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. ISR-3 or Form No. SH-14, as the case may be. The said forms are available on [www.pfizerltd.co.in](http://www.pfizerltd.co.in) under Investors Relations Section under Investor Services Tab.

Further, the folios wherein any one of the document/details are not available on or after October 1, 2023, shall be frozen by the RTA. The Company had sent an intimation letter to all the shareholders holding shares in physical form at their registered address requesting them to comply with the provisions of the aforesaid SEBI Circular. Members are requested to submit the said details to Company's RTA, KFin Technologies Limited, in case the shares are held by them in physical form.

Members who are holding shares in electronic mode are requested to submit their PAN and KYC details to their respective DP in case the same has not been updated.

9. As per SEBI Directive, in case of failure to register the PAN and bank account details as aforesaid, any transaction in the securities of the Company shall be subject to enhanced due diligence by the Company/RTA, as may be prescribed.
10. Pursuant to SEBI Notification dated January 25, 2022 and May 18, 2022, on Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2022, listed Companies and their Registrars and Transfer Agents (RTAs) have been mandated that all requests for shares which are lodged for duplication, claim from suspense escrow demat account of the Company, Renewal / Exchange of securities certificate, endorsement, sub - division/ splitting of securities certificates and/or folios/ transmission/ transposition/ Name Deletion shall be processed only in dematerialized form.

In view of this, the Shareholders holding shares in physical mode are advised to dematerialize their shares at the earliest. The basic process for dematerialization of shares and its benefits are available under the "Member Utility" and "Frequently Asked Questions" respectively in "Investor Services" tab of the "Investor Relations" section on the Company's website- [www.pfizerltd.co.in](http://www.pfizerltd.co.in) In case the shareholders have any queries or need any assistance in this regard, they are requested to contact the Company's Registrar and Transfer Agent - KFin Technologies Limited at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or the Company at [contactus.india@pfizer.com](mailto:contactus.india@pfizer.com).

#### 11. Dispatch of Annual Report through Electronic Mode:

In compliance with the MCA Circulars and SEBI Circulars, Notice of this AGM along with the Annual Report for financial year 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depository Participants. Members may note that the Notice and Annual Report for financial year 2022-23 is also available on the Company's website [www.pfizerltd.co.in](http://www.pfizerltd.co.in) and websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of the Company's Registrar and Transfer Agent, KFin Technologies Limited (KFinTech) at <https://evoting.kfintech.com>

12. For receiving all communications (including Annual Report) from the Company electronically:
  - a) Members holding shares in physical mode and who have not registered / updated their PAN, email address and mobile number with the

Company are requested to register / update the same by providing the duly completed Form ISR-1 as stated in point 8 of the Notes.

- b) Members holding shares in dematerialized mode are requested to register / update their email address and mobile number with the respective Depository Participant(s).

#### 13. PROCEDURE FOR REMOTE E-VOTING AND E-VOTING AT THE AGM:

In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015 and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting facility provided by Listed Entities, the Company is pleased to offer remote e-voting facility, which will enable the Members to cast their votes electronically on all resolutions set out in the Notice.

Further in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / Depository Participants in order to increase the efficiency of the voting process.

Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

The remote e-voting period commences on Monday, August 14, 2023 (9.00 a.m. IST) and ends on Thursday, August 17, 2023 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form as on Friday, August 11, 2023 i.e., cut-off date, may cast their vote electronically.

The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled upon expiry of the aforesaid period.

Any person holding shares in physical form and non-individual shareholders, who acquire shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@kfintech.com](mailto:evoting@kfintech.com). However, if the shareholder is already registered with KFinTech for remote e-Voting then, existing User ID and password can be used for casting the vote.

In case of Individual Shareholders holding securities in demat mode and who acquire shares of the Company and becomes Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under Note no. 14 - "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

Further, the facility for voting through electronic voting system will also be made available at the Meeting ("Insta Poll") and members attending the Meeting who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting through Insta Poll.

**14. The details of the process and manner for remote e-voting and e-voting at the AGM are explained herein below:**

The Company has appointed KFin Technologies Limited ("KFinTech") to provide the remote e-voting facility. In case of any query pertaining to e-voting, please visit Help & FAQ's section of KFinTech e-voting website: <https://evoting.kfintech.com>

**Step 1:** Instructions to access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.





**Step 2:** Instructions to access to KFinTech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

**Step 3:** Instructions to join virtual meetings(e-AGM) of the Company on KFinTech system to participate in e-AGM and vote at the AGM.

**Details on step 1 are mentioned below:**

**Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with <b>National Securities Depositories Limited ('NSDL')</b>	<p><b>1. Users already registered for IDeAS facility:</b></p> <p>I. Visit URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></p> <p>II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section.</p> <p>III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting"</p> <p>IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period</p>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with <b>National Securities Depositories Limited ('NSDL')</b>	<p><b>2. Users not registered for IDeAS e-Services</b></p> <p>I. To register click on link : <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></p> <p>II. Select "Register Online for IDeAS" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>III. Proceed with completing the required fields.</p> <p>IV. Follow steps given in point 1</p>
Individual Shareholders holding securities in demat mode with <b>National Securities Depositories Limited ('NSDL')</b>	<p><b>3. Alternatively by directly accessing the e-Voting website of NSDL</b></p> <p>I. Open URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a></p> <p>II. Click on the icon "Login" which is available under 'Shareholder/Member' section.</p> <p>III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</p> <p>IV. Post successful authentication, you will be requested to select the name of the company and the e-Voting Service Provider name, i.e., KFinTech.</p> <p>V. On successful selection, you will be redirected to KFinTech e-Voting page for casting your vote during the remote e-Voting period.</p> <p>VI. Shareholders/Members can also download the NSDL Mobile App "<b>NSDL Speede</b>" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p> <b>App Store</b>     <b>Google Play</b></p> <div style="display: flex; justify-content: space-around;">   </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with <b>Central Depository Services (India) Limited ('CDSL')</b>	<b>1. Existing users who have opted for Easi / Easiest</b>
	I. Visit URL: <a href="https://web.cdslindia.com/myeasinew/home/login">https://web.cdslindia.com/myeasinew/home/login</a> or URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a>
	II. Click on Myeasi
	III. Login with your registered user id and password.
	IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFinTech e-Voting portal.
V. Click on e-Voting service provider name to cast your vote	
Individual Shareholders holding securities in demat mode with <b>Central Depository Services (India) Limited ('CDSL')</b>	<b>2. Users not registered for Easi/ Easiest</b>
	I. Option to register is available at <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration</a>
	II. Proceed with completing the required fields.
III. Follow the steps given in point 1	
Individual Shareholders holding securities in demat mode with <b>Central Depository Services (India) Limited ('CDSL')</b>	<b>3. Alternatively, by directly accessing the e-Voting website of CDSL</b>
	I. Visit URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a>
	II. Provide your demat Account Number and PAN.
	III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.
IV. After successful authentication, user will be provided links for the respective ESP, i.e KFinTech where the e-Voting is in progress.	

Type of shareholders	Login Method
<b>Individual Shareholder login through their demat accounts / Website of Depository Participant</b>	I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.
	II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.
	III. Click on options available against company name or e-Voting service provider – KFinTech and you will be redirected to e-Voting website of KFinTech for casting your vote during the remote e-Voting period without any further authentication.

**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available on the respective websites.

Helpdesk information for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL are mentioned below.

Login Type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: <b>1800 102 0990</b> and <b>1800 224 430</b>
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk. <a href="mailto:evoting@cdslindia.com">evoting@cdslindia.com</a> or contact at <b>022-23058738</b> or <b>022-23058542-43</b>

**Details on Step 2 are mentioned below:**

**Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

(A) Members whose email IDs are registered with the Company/Depository Participants, will receive an email from KFinTech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the below process:

- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com/>

- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 7453, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'Pfizer Limited - AGM' and click on "Submit".
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution(s), you will not be allowed to modify your vote. During the voting period, Members can login

any number of times till they have voted on the Resolution(s).

- xii. Corporate/ Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM on its behalf and to cast its vote through remote e-voting together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id [scrutinizer@dholakia-associates.com](mailto:scrutinizer@dholakia-associates.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). The scanned image of the above-mentioned documents should be in the named format "Pfizer Limited\_7453". Alternatively, the aforesaid documents may be uploaded on the KFinTech e-voting website: <https://evoting.kfintech.com>
- (B) Members whose email IDs are not registered with the Company/Depository Participant(s), are requested to follow the below process:
- i. Kindly click on the link: <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>  
Members are requested to register the e-mail id on temporary basis for the purpose of participating in the e-voting event and follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)
  - ii. Alternatively, member holding shares in physical mode may send an e-mail request at the email id [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) along with scanned copy of duly signed Form ISR-1 as mentioned in note 8 and Member holding shares in electronic mode may update the KYC details with their respective Depository Participant.
    - i. After due verification, the Company / KFinTech will forward your login credentials to your registered email address.
    - ii. After receiving the e-voting instructions, please follow all steps at A. (i) to (xi) to cast your vote by electronic means.

**Details on Step 3 are mentioned below:**

**'Instructions to access to join virtual meetings (e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.'**

The Company is pleased to provide facility of VC / OAVM and live webcast of the proceedings of the AGM on Friday, August 18, 2023

from 2.00 P.M. (IST) onwards at the web link – <https://emeetings.kfintech.com/>

- a) Members are requested to follow the procedure given below:
  - i. Launch internet browser by typing the URL:  
<https://emeetings.kfintech.com>
  - ii. Enter the login credentials provided in the email received from the Company/ KFinTech. (i.e., User ID and password for e-voting).
  - iii. After logging in, click on “Video Conference” tab and select the EVEN of the Company.
  - iv. Then click on the video symbol and accept the meeting etiquettes to attend the Meeting
- b) Please note that the Members who do not have User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above at point 14.
- c) Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser) / Safari / Internet Explorer / Microsoft Edge / Mozilla Firefox 22.
- d) Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- e) Members who would like to express their views or ask questions during the AGM may register themselves by logging on to <https://emeetings.kfintech.com> and clicking on the ‘Speaker Registration’ option available on the screen after log in. The Speaker Registration will be open during Sunday, August 13, 2023 to Wednesday, August 16, 2023. Only those members who have pre-registered their name will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

f) The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>. Please login through the user ID and password provided in the mail received from KFinTech. On successful login, select ‘Post Your Question’ option which will be opened from Sunday, August 13, 2023 to Wednesday, August 16, 2023.

g) Members will be allowed to attend the AGM through VC / OAVM on first-come-first-served basis.

Facility of joining AGM through VC/ OAVM shall be available for at least 2000 members to participate in the AGM and such participation shall be on a first-come-first-served basis. However, please note that pursuant to the MCA Circulars, large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders’ Relationship Committee, Auditors, etc. may be allowed to attend the meeting without restriction on account of first-come-first served principle.

h) Facility to join the meeting shall be opened thirty minutes before the scheduled time of the AGM and shall be kept open throughout the proceedings of the AGM.

i) Members who need assistance before or during the AGM, can contact KFinTech on [emeetings@kfintech.com](mailto:emeetings@kfintech.com) or call on toll free number 1800-309-4001 Kindly quote your name, DP ID-Client ID / Folio no. and e-voting Event Number in all your communications.

15. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
16. Members attending the AGM through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
17. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM.
18. Members are requested to note the following contact details for addressing e-voting grievances:  
Mr. Premkumar Nair, Manager  
KFin Technologies Limited  
Selenium Tower B, Plot 31-32, Gachibowli,  
Financial District, Nanakramguda, Hyderabad 500 032  
Phone No.: +91 40 6716 2222  
Toll-free No.: 1800-309-4001  
E-mail: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

## 19. General Instructions for Shareholders:

- i) The Cut-off date for determining the eligibility of Members for remote e-voting and Instapoll is Friday, August 11, 2023 at close of business hours.
- ii) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e., Friday, August 11, 2023, at close of business hours. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e., Friday, August 11, 2023 at close of business hours only shall be entitled to avail the facility of remote e-voting /Insta Poll.
- iii) Any person who becomes a Member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e., Friday, August 11, 2023, at close of business hours may obtain the User ID and password in the manner as mentioned below:
  - a) If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS : MYEPWD E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399.  
Example for NSDL:  
MYEPWD <SPACE> IN12345612345678  
Example for CDSL:  
MYEPWD <SPACE> 1402345612345678  
Example for Physical:  
MYEPWD <SPACE> 1234567890
  - b) If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the member may click "Forgot Password" and enter Folio No. or DP ID, Client ID and PAN to generate a password.
  - c) In case of any clarification regarding remote e-voting and e-voting, Members may call on KFinTech's toll-free number 1800-309-4001 (from 9:00 a.m. to 6:00 p.m.). Member may send an e-mail request to [evoting@kfintech.com](mailto:evoting@kfintech.com). If the member is already registered with KFinTech's e-voting platform, then he/she can use his existing password for logging in.
- iv) The Notice of the 72<sup>nd</sup> AGM of the Company is also available on KFinTech remote e-voting website: <https://evoting.kfintech.com>
- v) The remote e-voting period commences on Monday, August 14, 2023 (9.00 a.m. IST) and ends on Thursday, August 17, 2023 (5.00 p.m. IST). KFinTech shall block the remote e-voting module after 5.00 p.m. IST on Thursday, August 17, 2023.
- vi) E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.

## 20. Information and instructions relating to e-voting/ Insta Poll are as under:

- i. The members who have cast their vote(s) by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
- ii. A member can opt for only single mode of voting per event, i.e., through remote e-voting or voting at the Meeting (Insta Poll). If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
- iii. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e., Friday, August 11, 2023 only shall be entitled to avail the facility of remote e-voting or for participation at the AGM and voting through Insta Poll. A person who is not a member as on the cut-off date, should treat this Notice for information purpose only.
- iv. The Company has opted to provide the same electronic voting system at the Meeting, as used during remote e-voting, and the said facility shall be operational till all the resolutions proposed in the Notice are considered and voted upon at the Meeting and may be used for voting only by the members holding shares as on the cut-off date who are attending the Meeting and who have not already cast their vote(s) through remote e-voting.

Facility to cast vote through Insta Poll will be made available on the Video Conferencing screen and will be activated once the Insta Poll is announced at the Meeting.

The e-voting facility at AGM will be disabled after 15 minutes from the conclusion of the Meeting.

## 21. The Company has appointed (CS) Mr. Nrupang B. Dholakia, Designated Partner of Dholakia & Associates LLP, (Membership No. FCS 10032) Company Secretaries in practice as the Scrutinizer for conducting the electronic voting and electronic polling process in a fair and transparent manner.

The Scrutinizer shall within two working days from the conclusion of the Annual General Meeting, submit his report of the votes cast in favour or against, through electronic voting and electronic polling process to the Chairman or to any other person as authorized by the Chairman. The results declared along with the consolidated Scrutinizer's Report shall be placed on the website of the Company [www.pfizerltd.co.in](http://www.pfizerltd.co.in) and on the website of KFinTech <https://evoting.kfintech.com/> The results shall simultaneously be communicated to the BSE Limited and the National Stock Exchange of India Limited.



**PROCEDURE FOR INSPECTION OF DOCUMENTS:**

22. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the Members during the AGM.

All documents referred to in the Notice and Explanatory Statement thereto will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [contactus.india@pfizer.com](mailto:contactus.india@pfizer.com)

23. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Wednesday, August 16, 2023 through email on

[contactus.india@pfizer.com](mailto:contactus.india@pfizer.com). The same will be replied by the Company suitably.

**TAX DEDUCTED AT SOURCE ON DIVIDEND**

24. Pursuant to the provisions of the Income Tax Act, 1961, the Company is required to withhold taxes at the prescribed rates on the dividend paid to its shareholders. No tax will be deducted on payment of dividend to the resident individual shareholders if the total aggregate dividend paid during the year ending March 31, 2024 does not exceed ₹5,000/-.

The withholding tax rate would vary depending on the residential status of the shareholder and documents registered with the Company/KFintech/Depository Participant.

Given below are the details of withholding tax rate as per the residency status of the shareholders and list of documents required to be submitted for the same:

**A. RESIDENT SHAREHOLDERS:****A.1 Tax Deductible at Source for Resident Shareholders**

Sr. No.	Particulars	Withholding tax rate	Documents required (if any)
1.	Valid Permanent Account Number (PAN) updated in the Company's Register of Members.	10%	No document required (if no exemption is sought).
2.	In absence of a valid PAN or if the PAN is not linked with Aadhar* or PAN being reflected in list of specified person on the reporting portal of income tax department under section 206AB updated in the Company's Register of Members.	20%	No document required (if no exemption is sought).
3.	Availability of lower/nil tax deduction certificate issued by Income Tax Department under section 197 of Income Tax Act, 1961.	Rate specified in the certificate	Lower tax deduction certificate obtained from Income Tax Authority.

\* As per the Notification of Central Board of Direct Taxes, all individual shareholders are requested to link their Aadhaar numbers with PAN. If the PAN is not linked with Aadhar and / or if the PAN is classified as "not valid", for any reason, as per the database of the Income-tax Portal, it would be considered as an invalid PAN.

**A.2 No tax will be deducted at source on dividend payment to resident shareholders, if the resident shareholders submit and register the following documents with the Company / KFinTech through the link <https://ris.kfintech.com/form15/>**

Sr. No.	Particulars	Withholding tax rate	Documents required (if any)
1.	Individual shareholder whose tax on his / her estimated total income of the financial year ending March 31, 2024 including the dividend received and receivable by the Company will be Nil.	Nil	Self-declaration in Form No. 15G with all the required fields duly filled up.
2.	Individual shareholder, who is of the age of 60 years or more at any time during the financial year ending March 31, 2024, whose tax on his / her estimated total income of the financial year including the dividend received and receivable by the Company will be Nil.	Nil	Self-declaration in Form No. 15H with all the required fields duly filled up.

Sr. No.	Particulars	Withholding tax rate	Documents required (if any)
3.	Shareholders to whom the provisions of section 194 of the Income Tax, 1961 does not apply such as LIC, GIC, or any other insurer.	Nil	Documentary evidence that the said provisions are not applicable and a self-declaration of beneficial interest in the shares of the Company held by it.
4.	Shareholder covered under section 196 of Income Tax Act, 1961 such as Government, RBI, corporations established by Central Act & mutual funds.	Nil	Documentary evidence for coverage under section 196 of Income Tax Act, 1961 and a self-declaration of beneficial interest in the shares of the Company held by it.
5.	Category I and II Alternative Investment Fund, as notified in Notification number 51/2015 dated 25 June, 2015.	Nil	SEBI registration certificate to claim benefit under section 197A(1F) of Income Tax Act, 1961 along with Self attested copy of PAN Card
6.	Funds, Authorities, Boards, Institutions or Bodies by whatever name called, whose income is unconditionally exempt from tax and who are not statutorily required to file return of income under section 139 of the Income-tax Act, 1961, as listed in Circular18/2017 issued by the Central Board of Direct Taxes.	Nil	Documentary evidence of coverage under Circular No. 18/2017 issued by Central Board of Direct Taxes (CBDT) and eligible for unconditional exemption under section 10 of the Income-tax Act, 1961.
7.	National Pension System Trust referred to in clause 44 of section 10 of the Income-tax Act, 1961.	Nil	Documentary evidence of coverage under clause 44 of section 10 of the Income-tax Act, 1961.

#### B. NON-RESIDENT SHAREHOLDERS:

**Withholding tax on dividend payment to non-resident shareholders, if the non-resident shareholders submit and register the following documents with the Company / KFinTech through the link <https://ris.kfintech.com/form15/>**

Sr. No.	Particulars	Withholding tax rate	Documents required (if any)
1.	Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) / Non-resident shareholders	20% (plus applicable surcharge and cess) or Tax rate under Double Tax Avoidance Agreement ("DTAA") whichever is beneficial	To avail beneficial rate of tax treaty all the following documents would be required: <ol style="list-style-type: none"> <li>FFI/FPI registration number / certificate.</li> <li>Tax Residency certificate issued by revenue authority of country of residence of shareholder for the year in which dividend is received</li> <li>Self-attested copy of Permanent Account Number issued by Indian tax authorities</li> <li>Form 10F filled &amp; duly signed</li> <li>Self-declaration for non-existence of permanent establishment / fixed base in India</li> <li>Self-declaration of Beneficial ownership of the shares held in the Company by the non- resident shareholder</li> <li>Self declaration of non - impairment in any manner to claim the benefits of DTAA</li> </ol> <p>(Note: Application of beneficial Tax Treaty Rate shall depend upon the accuracy and completeness of the documents submitted by the Non Resident shareholder and review to the satisfaction of the Company)</p>
2.	Indian Branch of a Foreign Bank	Nil	Nil tax deduction certificate under section 195(3) obtained from Income Tax Authority, Self-declaration confirming that the income is received on its own account and not on behalf of the Foreign Bank and name of Indian branch of foreign bank is not appearing in the list of specified persons under section 206AB on the reporting portal

Sr. No.	Particulars	Withholding tax rate	Documents required (if any)
3.	Availability of Lower/NIL tax deduction certificate issued by Income Tax Department under section 195(2) or 195(3) or 197 of Income Tax Act, 1961	Rate specified in certificate	Nil / lower tax deduction certificate obtained from Income Tax Authority

(i) The Company shall issue soft copy of the TDS certificate to its shareholders through email registered with the Company / KFinTech post payment of the dividend. Shareholders will be able to download the TDS certificate from the Income Tax Department's website <https://incometaxindia.gov.in/> (refer to Form 26AS) provided that the correct PAN is registered with the Company/Depository Participants.

The aforesaid documents such as Form 15G / 15H, documents under Sections 195, 196, 197A, FII/FPI Registration Certificate, Tax Residency Certificate, Form 10F, Nil/lower tax certificate, self declaration etc. duly filled in all respects are required to be uploaded on the link <https://ris.kfintech.com/form15/> on or before Friday, August 11, 2023 to enable the Company to determine the appropriate TDS / withholding tax rate applicable. Any communication on the tax determination/deduction for the purpose of the said dividend received post Friday, August 11, 2023 may be considered at the sole discretion of the Company. Please note that Incomplete and/or unsigned forms, declarations and documents will not be considered by the Company for granting any relief/exemption.

Effective July 1, 2021, Finance Act, 2021 has inserted Section 206AB of the Income Tax Act ('IT Act') as a special provision for TDS for non-filers of income-tax return whereby tax has to be deducted at twice the rate specified in the relevant provision of the IT Act.

(ii) Application of TDS rate is subject to necessary verification by the Company of the shareholder details as available in Register of Members as on the Record Date, and other documents available with the Company / KFinTech.

(iii) The Shareholders who have not updated their PAN details are required to update the same with Company in case of physical holding in ISR - 1 as mentioned in point 8 above and with their respective Depository Participant in case of Electronic holding on or before Friday, August 11, 2023 to avoid higher rate of tax deduction and to avail the credit of tax so deducted.

(iv) In case, for any reasons, TDS is deducted at a higher rate by the Company, there would still be an option available with the shareholder to file the return of income and claim an appropriate refund, if eligible. No claim shall lie against the Company for such taxes deducted.

(v) In the event of any income tax demand (including interest, penalty, etc.) due to short deduction of tax at source by the Company arising from

any misrepresentation, inaccuracy or omission of information provided by the Member/s, such Member/s will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any tax assessment or appellate proceedings, as may be required.

(vi) This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.

Members holding shares in the physical mode are requested to address their communications / queries quoting their folio number(s) to the Company's Registrar & Transfer Agents:

KFin Technologies Limited  
 UNIT: PFIZER LIMITED  
 Selenium Tower B, Plot No 31 & 32,  
 Gachibowli Financial District, Nanakramguda,  
 Serilingampally, Hyderabad,  
 Telangana - 500032.  
 Contact person: Mr. Premkumar Nair - Manager  
 Tel: +91 40 6716 2222  
 TOLL FREE NO.: 1800-309-4001  
 E-mail ID: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

**AS REQUIRED UNDER REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SS 2-SECRETARIAL STANDARDS ON GENERAL MEETINGS, GIVEN BELOW ARE THE DETAILS OF THE DIRECTOR PROPOSED FOR RE-APPOINTMENT.**

**ITEM NO. 3:**

Mr. Samir Kazi (DIN: 07184083) aged about 47 years, is a lawyer with over 20 years of rich legal experience. Mr. Kazi earned his Bachelor's of Law degree from the University of Mumbai in the year 1999. Mr. Kazi started his career with an illustrious law firm in Mumbai - Mulla & Mulla & Craigie Blunt & Caroe, where Mr. Kazi practiced for over 7 years before taking up in-house law practice. Thereafter, Mr. Kazi was a Legal advisor to the Hinduja Group India Limited, before being associated with Pfizer Limited since 2007.

Mr. Kazi has represented various clients in a broad range of litigation disputes and transactional matters, handled complex commercial and business litigation and specialized in alternative dispute resolution. Mr. Kazi's core competencies includes Corporate Laws, Intellectual

Property laws, Corporate Governance, Cross Border transactions, Mergers & Acquisitions, Joint Ventures, Amalgamations and Regulatory laws amongst various other areas of expertise.

Mr. Kazi is responsible for providing quality legal advice, including inputs on matters relating to industrial bodies, governance, compliance and mergers & acquisitions, establishment of strategic alliances, partnerships and relationships with internal & external clients.

Mr. Kazi was appointed as a Whole-time Director on the Board designated as Executive Director - Legal for a period of 5 years on February 14, 2020, on terms and conditions as approved by the Members at their 69<sup>th</sup> AGM held on September 4, 2020. The details of Mr. Kazi's last drawn remuneration is stated in the Corporate Governance Report (Annexure G to the Board Report).

In terms of Section 152 of the Companies Act, 2013, Mr. Kazi is liable to retire by rotation at the 72<sup>nd</sup> Annual General Meeting. Mr. Kazi being eligible, offers himself for re-appointment.

Mr. Kazi does not hold any shares in the Company. Mr. Kazi is not a Director in any other Company.

None of the Directors or Key Managerial Personnel of the Company and their relatives other than Mr. Kazi (being the appointee) are concerned or interested, financially or otherwise, in the Resolution set out at Item No. 3. This Statement may also be regarded as a disclosure under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS 2 - Secretarial Standard on General Meetings.

None of the Directors or Key Managerial Personnel are related to each other. The number of Board / Committee Meetings attended during the year and other Directorships, Membership / Chairmanship of Committees are stated in the Corporate Governance Report (Annexure G to the Board Report).

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the Members.

**A STATEMENT SETTING OUT MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, ("THE ACT") FOR ITEM NOS. 4 AND 5.**

#### **ITEM NO. 4**

The Members had approved payment of commission at the rate of 1% of the net profits of the Company subject to a maximum limit of ₹1,00,00,000/- (Rupees One Crore only) per annum to Resident Indian Non-Executive Directors at the 67<sup>th</sup> Annual General Meeting of the Company held on September 6, 2018 for a period of five years commencing from December 1, 2018.

Accordingly, approval of the Members is sought, for payment of commission at the rate of 1% of the net profits of the Company subject to a limit of ₹1,50,00,000/- (Rupees One Crore Fifty Lakhs only) per annum to Non-Executive Directors pursuant to the provisions of Section 197 of the Companies Act, 2013.

This approval would be effective for a period of five years commencing from December 1, 2023.

Mr. Pradip Shah, Mr. Uday Khanna, Mr. Sunil Lalbhai and Ms. Meena Ganesh who are Non-Executive Directors of the Company may be deemed to be concerned or interested in the passing of this Resolution as it concerns them.

None of the other Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of the Notice. None of the Directors or Key Managerial Personnel are related to each other.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

#### **ITEM NO. 5**

Pursuant to Section 148 of the Companies Act, 2013 ("Act") read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Board of Directors at its Meeting held on May 15, 2023, on the recommendation of the Audit Committee, appointed Messrs. RA & Co., Cost Accountants (having Firm Registration No. 000242) for conducting Cost Audit of the cost records maintained by the Company for the financial year ending March 31, 2024, at a remuneration of ₹14,70,000/- (Rupees Fourteen Lakhs Seventy Thousand only) plus applicable taxes and out-of-pocket expenses which was subject to ratification by the Members. The said remuneration as approved by the Board of Directors payable to Messrs. RA & Co. requires to be ratified by the Members of the Company.

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Members.

**By Order of the Board of Directors**

**Prajeet Nair**  
**Director – Corporate Services**  
**& Company Secretary**  
**Mumbai, May 15, 2023**      **Membership No.: ACS19267**

Registered Office:

Pfizer Limited

The Capital, 1802 / 1901,

Plot No. C – 70, G Block,

Bandra Kurla Complex, Bandra (East),

Mumbai - 400 051.

Tel: +91 22 6693 2000

Fax: +91 22 2654 0274

Website: [www.pfizerltd.co.in](http://www.pfizerltd.co.in)

E-mail ID: [contactus.india@pfizer.com](mailto:contactus.india@pfizer.com)

CIN: : L24231MH1950PLC0083

## BOARD'S REPORT

### Including Management Discussion and Analysis Report

To the Members,

Your Directors take pleasure in presenting this 72<sup>nd</sup> Annual Report along with the Audited Financial Statement for the financial year ended March 31, 2023. The Company operates only in one business segment that is, "Pharmaceuticals" and this Report covers its pharmaceutical business performance.

#### DIVIDEND

The Board of Directors ('Board') at its meeting held on September 6, 2022, declared an Interim (Special) Dividend of ₹30/- (300%) per equity share for the financial year ended March 31, 2023, in view of the gain on account of the sale of Upjohn Business to Mylan Pharmaceuticals Private Limited. The said Interim (Special) Dividend was paid on September 30, 2022 and the payout was ₹137.24 Crores.

The Board of Directors at its Meeting held on May 15, 2023, recommended a final dividend of ₹35/- (350%) per equity share and a special dividend of ₹5/- (50%) per equity share in view of the gain on account of the sale of business undertaking at Thane, aggregating to total dividend of ₹40/- (400%) for the financial year ended March 31, 2023, The payout for the said dividend will be ₹182.99 Crores.

The aggregate dividend for the financial year ended March 31, 2023, including the interim (Special) dividend of ₹30/- (300%) paid on September 30, 2022 and the final dividend of ₹40/- (400%) recommended by the Board, amounts to ₹70/- (700%) per equity share and total dividend payout for the financial year ended March 31, 2023, will amount to ₹320.23 Crores.

#### FINANCIAL HIGHLIGHTS

Particulars	(₹ in crore)	
	Year ended March 31, 2023	Year ended March 31, 2022
Sales of products	2,337.63	2,530.28
Other Operating Income	87.13	80.71
Revenue from Operations	2,424.76	2,610.99
Other Income	101.05	62.65
Profit Before Tax	824.01	772.89
Income Tax Expense	200.08	160.33
Profit for the year	623.93	612.56
Total other comprehensive income (net of tax)	3.61	7.17
Total comprehensive income for the year	627.54	619.73

Your Company's sales for the financial year ended March 31, 2023, stood at ₹2,337.63 Crores as compared to ₹2,530.28 Crores in the previous year, which represents a decline of 7.6%. The sales for the year under review are strictly not comparable with that of previous year, mainly on account of COVID-19 tailwinds in the financial year 2021-22, impact of National List of Essential Medicines (NLEM) 2022 and of divestment of Upjohn business in the current year.

The Profit before tax for the financial year ended March 31, 2023, was ₹824.01 Crores as compared to ₹772.89 Crores in the previous year, representing a growth of 6.6%. The profit after tax stood at ₹623.93 Crores for the financial year ended March 31, 2023, as compared to ₹612.56 Crores in the previous year.

#### KEY FINANCIAL RATIOS

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, we give below the key financial ratios:

Sr. No.	Particulars	FY 2023	FY 2022
1	Debtors Turnover Ratio	17.74	22.41
2	Inventory Turnover Ratio	2.02	2.14
3	Interest Coverage Ratio	N.A.	N.A.
4	Current Ratio	3.84	2.81
5	Debt Equity Ratio	N.A.	N.A.
6	Operating Profit Margin	29%	28%
7	Net Profit Margin	26%	23%
8	Return on Net Worth	21%	23%

The Current Ratio has changed by 37% mainly on account of income booked in the year under review for sale of Thane plant against advance received of ₹178 Crore, thus decreasing the current liabilities. None of the other aforementioned ratios have undergone a change of more than 25% as compared to the previous financial year.

The return on net worth is computed as net income by average shareholders equity. The change in return on net worth was primarily on account of lower sales during the year under review.

#### ECONOMIC OVERVIEW

India's growth continues to be resilient despite some signs of moderation in growth. Although significant challenges remain in the global environment, India was one of the fastest growing economies in the world, which is reflection of robust domestic consumption and lesser dependence on global demand and challenges. There are several factors responsible for India's growth resilience, such as, strong infrastructure spending, export growth driven by services, improved labour market, and robust revenue collections to support public spending.

The World Bank, in its latest India Development Update (IDU) report remarked that the country's growth is expected to be constrained by slower consumption and challenging external conditions. The World Bank has revised its FY 2023-24 GDP forecast for India to 6.3% from 6.6% (December 2022). Rising borrowing costs and slower income growth will weigh on private consumption growth, and government consumption is projected to grow at a slower pace due to the withdrawal of certain pandemic-related fiscal support measures. A recent spike in international crude oil prices is one of the major worries as India is a net importer of energy.

Despite the ongoing slump in global economic growth, many market analysts believe that this could well be India's decade. The International Monetary Fund (IMF) expects India to grow by 5.9% in FY 2023-24 and by an average rate of 6.1% over the next five years. In the medium to long term, progress on structural reforms, such as changes to labour laws and strengthening manufacturing through investment incentive schemes, are likely to spur economic growth.

## CURRENT HEALTHCARE AND PHARMACEUTICALS ENVIRONMENT

### Indian Pharmaceutical Market Overview:

The Indian Pharmaceutical Market (IPM) with a turnover of ₹200,507 Crores for the period April 2022 to March 2023 has registered a growth of 7.9% as against 18.2% in the previous year. While the previous year registered robust growth primarily driven by volumes post recovery of the second wave of COVID-19, for the year under review price increase (5%) emerged as a key growth driver for IPM followed by new introductions (2%). Multinational companies hold about 17% market share and have grown at 5%.

### Therapeutic Growth:

While Chronic segment has slowed down from 13% to 11% over MAT, much larger slowdown is seen for Acute segment where growth has come down from 22% to 6%. This could be attributed to higher Acute base of March, 2022 MAT which was driven by COVID-19. In Acute therapies, lower growth is observed in all therapies compared to March, 2022 MAT with highest drop in growth for Anti-Infectives from 35% to 6%. Vitamin segment also witnessed significant drop from 16% to 3%.

### Market Prognosis:

As per the IQVIA Prognosis report for FY 2022 - 23, the Indian Pharmaceutical Market (IPM) is forecast to grow at a CAGR of 8.8% (±2.0%) between 2022 and 2027, reaching ₹3,08,300 Crores by 2027. However, the healthcare budgetary allocation remains to be low. A total of ₹86,175 Crore has been allocated for the Ministry of Health and Family Welfare (MOHFW) under FY2023-24 union budget, an increase of just under 4% on the ₹83,000 Crores budgeted for FY2022-23. The expenditure on health as a percentage of GDP has only grown from 1.4% in FY 2018-19 to 2.1% in FY2022-23. The Government continues to work towards its focus area

of targeting spend of 2.5% of its GDP on overall public health by 2025.

### Key factors affecting Market Growth:

#### Expansion of e-pharmacy and chain businesses.

E-pharmacy has emerged as a major source of competition for bricks and mortar pharmacies in the recent years. Several Indian investors have pursued entry into the online channel leading to rapid growth of the sector. During the pandemic, the government also classified e-pharmacies as an essential service and promoted it through the 'Arogya Setu' app, 'Digital India' initiatives and the National Digital Health Mission (NDHM). Factors such as rise in internet penetration, improved digital payments infrastructure, rise in industry investments and medicine spending, and the introduction of a formal regulatory framework is likely to fuel sector growth.

**Increase in health insurance coverage.** The Central Government's flagship Ayushman Bharat - Pradhan Mantri Jan Arogya Yojana (AB-PMJAY) health insurance scheme will drive public health insurance coverage. Since its inception, new programs have been launched in a bid to boost efficiency and transparency, including the rollout of digital initiatives, such as electronic health cards for AB-PMJAY affiliates, online physician and health facility registries, and electronic medical records.

Additionally, the introduction of voluntary contributory coverage for 400 million people who cannot afford health insurance at market prices is underway. While coverage under the scheme is limited to hospital in patient care, it will increase access to healthcare, rates of diagnosis and raise disease awareness, thereby also benefiting the private clinic and retail pharmacy sectors. In the short-medium term, the AB-PMJAY is unlikely to have a significant direct impact on major Indian private healthcare providers.

#### Initiatives to improve access to healthcare and essential medicines.

Efforts to strengthen public healthcare provision are being pursued under the government's 'Ayushman Bharat' (Healthy India) initiative. Government data indicates that the roll-out of 150,000 Health and Wellness Centers (HWCs) was completed by the end of 2022. The central government has launched several schemes such as 'PM Atmanirbhar Swasth Bharat Yojana', 'PM Ayushman Bharat Health Infrastructure Mission' and 'PM Swasthya Suraksha Yojana' to improve public provision across primary, secondary and tertiary care. 'Ayushman Bharat Digital Mission' (ABDM) is being developed to expand access to digital healthcare services, while subsidized medicines will be made available more widely as the 'Jan Aushadhi' store network is expanded further. While improved healthcare access will have a positive impact on volume growth, the government's pro-generic measures to ensure better affordability of drugs are expected to slow down price growth over the prognosis period.

Further, Ayushman Bharat Digital Mission (ABDM), which aims to develop the backbone, necessary to support the

integrated digital health infrastructure of the country, was strengthened with enhanced funding for developing the National Digital Health Ecosystem. With the announcement of National Digital Health Ecosystem, the healthcare industry is expected to witness the development of a robust platform for managing digital registries of healthcare providers and facilities, unique health identities and universal access to health facilities. Your Company endorses this initiative as digital health, in years to come, is likely to become the central pillar to influence care models, deliver value-based services throughout the healthcare continuum in India, and have a cascading impact on all stakeholders within the eco system.

#### **Draft New Drugs, Medical Devices and Cosmetics Bill.**

Overall, the year witnessed a relatively slow movement in terms of regulatory changes in the pharmaceutical sector. The most significant of these developments is the introduction of the draft New Drugs, Medical Devices and Cosmetics Bill, 2022 to overhaul the existing pharmaceutical regulation. The Draft Bill is intended to be a comprehensive legislation with provisions to regulate drugs, medical devices, cosmetics, clinical trials and online pharmacies, among others. Once enacted, the Draft Bill will replace the Drugs and Cosmetics Act, 1940 India's primary drug regulation at present. The Ministry notified the Drugs (Seventh Amendment) Rules, 2022 on August 24, 2022, for enabling the parallel submission of applications for marketing approvals and manufacturing licenses for new drugs in India. The Amendment Rules have been issued after taking into consideration various representations from the industry submitting that the entire process of obtaining new drug permission and manufacturing license is sequential and has led to delays in introducing the product in the market.

#### **Implementation of Over The Counter ('OTC') regulations**

The creation of an explicit OTC category, and rules governing the classification and regulation of non-prescription drugs, have been on the government's agenda for several years. In May 2022, the government published a draft list of 16 drugs to be included in a new OTC category which it plans to expand over time. However, policymakers had not defined an explicit regulatory framework, including approval, pricing, promotion, and rules governing Rx-to-OTC switching procedures. The new framework is also expected to drive a shift in consumer attitude towards self-medication and preferences for OTC drugs over prescription drugs without compromising on patient safety, thereby boosting the OTC market, going forward.

### **AN OVERVIEW OF THE PHARMA OPERATING ENVIRONMENT**

The government's pharmaceutical policy has been driven by three key aspects of accessibility, affordability and quality of drugs. Towards these priorities, deliberations in the Ministry of Health and Department of Pharmaceuticals have been ongoing, focusing on how best to accelerate approval pathways for new drugs to be available in India,

innovative mechanisms to enhance affordability and a significant focus on ensuring that medicines made and sold in India, and indeed exported from the country, comply with stringent quality standards. Additionally, research & development aimed at strengthening domestic capabilities and policies supporting domestic production continue to be important features of the government's policy.

Your Company has been advocating for a consultative process on the National List of Essential Medicines (NLEM) revisions and has also made recommendations on streamlining and rationalizing the Drug Price Control Order (DPCO) such that sustainable affordability and enhanced access can be delivered to patients in the country. The revision in National List of Essential Medicines (NLEM 2022) was released by the Government in September, 2022 after multiple rounds of deliberations. The list has a total of 384 medicines with 34 additions including four patented drugs. While a total of 34 additional drugs have been added to the list, 26 drugs in the previous list have been removed. As a result, all drugs included in the new NLEM are now subject to price control. During the last quarter of 2022-23, the National Pharmaceutical Pricing Authority (NPPA) has issued several orders to refix the ceiling prices of hundreds of drug formulations and 'new drugs'.

Further, the Industry also had multiple discussions with Department of Pharmaceuticals and NPPA for developing a consensus around implementation of Trade Margin Rationalization (TMR). Your Company in-principle supports rationalization of trade margin while advocating for non-trade supplies to be excluded from the working calculations of TMR.

Towards the regulatory regime, your Company has been advocating the need for a predictable, time-bound, transparent and globally aligned regulatory system which would go a long way in expediting access to lifesaving drugs and providing confidence on quality as well. Certain operational challenges around regulatory processes, if resolved, will significantly reduce delays, ensure alignment with best practices around the world and go a long way in helping deliver safe and effective medicines in the least amount of time.

### **TRANSFER OF UPJOHN BUSINESS**

Members are aware that Pfizer Inc., USA had announced on July 29, 2019, that it had entered into a definitive agreement to combine its Upjohn business which consists of off-patented branded and generic established medicines with Mylan N.V., thereby creating a new global pharmaceutical company, viz., Viatrix Inc. Your Company had thereafter on September 30, 2021 entered into a Business Transfer Agreement (BTA) with Mylan Pharmaceuticals Private Limited (Mylan), a subsidiary of Viatrix Inc. to transfer certain primarily off-patented branded and generic established medicines business comprising six brands which included Lyrica, Viagra, Celebrex, Amlogard, Daxid and Dilantin as a going concern to Mylan for a consideration of ₹180.48 Crores.

Market data source: IQVIA MAT March 2023



Consequent to the completion of conditions precedent in the BTA, including receipt of regulatory approvals, your Company has completed the transfer of Upjohn business along with related business assets and liabilities to Mylan effective August 1, 2022. The Company recorded a net 'exceptional income' of ₹188.92 Crores (after working capital adjustments) on account of the said transfer.

## THANE PLANT – BUSINESS TRANSFER AGREEMENT

Members are also aware that in September 2015, the Company had entered into a Business Transfer Agreement (BTA) for transfer of the Company's manufacturing facility at Thane as a going concern.

Pursuant to the receipt of all requisite approvals from the concerned authorities, your Company has transferred its Business Undertaking at Thane including the land, plant and machinery and all workmen employed at the said business undertaking to Vidhi Research & Development LLP effective February 24, 2023.

## REVIEW OF OPERATIONS

### Business Operations:

Your Company's commercial operations are conducted through distinct business units that focus on clearly defined therapeutic areas. Between these business units, your Company collectively addresses 15 therapy areas with a portfolio of over 150 products that include therapeutics and vaccines.

### 1. Vaccines:

Your Company's Vaccine business focuses on Prevenar 13, a pneumococcal conjugate vaccine that is administered to infants who are 6 weeks and older as part of primary vaccination, toddlers, adolescents, adults, and elderly population. This vaccine provides coverage against the most prevalent 13 serotypes of streptococcus pneumoniae. Prevenar 13 is the first and only conjugated vaccine approved for all age groups in India. Moreover, Prevenar 13 is the no. 1 vaccine by revenue in India's private vaccine market.

Your Company continues to enjoy a leadership position in the private pneumococcal vaccines market with a unit share of 46.2 % and Prevenar 13 becoming the most prescribed pneumococcal vaccine. With 62.5% value market share, your Company maintained a leadership position by value as well in the private pneumococcal vaccine market as of March 2023.

Children below 5 years of age, elderly, those suffering with chronic diseases, and individuals with immunocompromised conditions are highly susceptible to pneumococcal disease. Your Company, being a leader in this market undertook various initiatives to creating awareness amongst diverse stakeholders, including parents, patients, healthcare practitioners, paramedic staff, pediatricians, pulmonologists, physicians, and other specialists to help them recognize the disease burden and vaccination benefits.

Market data source: IQVIA MAT March 2023

Continuing the need to strengthen the adult vaccine ecosystem in India, your Company rolled out initiatives to build conviction among experts such as pulmonologists and infectious disease specialists across the nation. Your Company provided a platform to pulmonologists to establish the need of adult immunization and reduce the burden on vaccine preventable diseases.

### 2. Inflammation and Immunology:

Pfizer is a global leader in discovering and developing novel therapeutics for patients living with chronic autoimmune diseases. Inflammation & Immunology vertical focused on the next generation of therapies in this space. Your Company's current portfolio includes two advanced therapies, which cater to patients suffering from diseases related to chronic immune system such as Rheumatoid Arthritis, Psoriatic Arthritis, Ankylosing Spondylitis, Juvenile Idiopathic Arthritis, Psoriasis and Ulcerative Colitis.

**Enbrel** is the first Tumor Necrosis Factor (TNF) inhibitor launched across the globe for chronic indications like Rheumatoid Arthritis (RA), Ankylosing Spondylitis (AS), Psoriatic Arthritis (PsA), Psoriasis (PsO) and Juvenile Idiopathic Arthritis (JIA). This product is available with pre-filled pen and syringe options and is applied subcutaneously among pediatric and adult patients. To date, Enbrel has impacted the lives of over 6 million patients worldwide. Enbrel is backed by more than 500 clinical trials and more than 7,000 publications. Enbrel is currently prescribed by rheumatologists, dermatologists and selected orthopedic treating physicians in India. With a legacy of over 22 years, Enbrel continues to maintain its growth trajectory in your Company. The heritage and trust, backed by years of experience and robust scientific data remain the key drivers for Enbrel, which is further fueled by strong medical and marketing activities focused on experience sharing among HCPs and disease awareness for public.

Your Company expanded its inflammation and immunology portfolio in 2016, with the launch of Xeljanz (Tofacitinib) for RA and PsA. Xeljanz is the first oral Janus Kinase (JAK) Inhibitor, which inhibits the activity of one or more of the Janus Kinase family of enzymes. Based on recent clinical evidence, Xeljanz has been approved for additional indication of Ulcerative Colitis and AS. With these new indications, your Company has expanded coverage to gastroenterologists and has driven advocacy for oral advanced therapies for chronic rheumatic conditions.

Your Company has also initiated several innovative initiatives in the digital space for driving patient awareness to improve disease diagnosis and to help patients achieve a good quality of life during treatment. One of the highlights is the launch of a YouTube Channel, "All About Arthritis" and "Psorted" focusing on disease awareness for rheumatic and psoriatic conditions respectively.



### 3. Internal Medicine:

Internal Medicine business of your company represents the Primary Care vertical and serves millions of patients every year. Enhanced HCP connect, meaningful customer engagements and better distribution capabilities are at the core of Internal Medicine business. It is our aim to equip ourselves with the right capabilities to deliver industry-defining customer experience (CX). Staying true to our commitment to a new Go-To-Market (GTM) strategy and to meet CX goals, we now transform the way we engage with patients and physicians through efficient omnichannel marketing. Through the new GTM strategy, Internal Medicine is building the business on three main pillars viz: (a) Productivity enhancement through tailored engagements, improved segmentation, targeting and expansion, (b) Enhanced customer reach to identified government & private medical college HCPs, through an independent and qualified tele-calling team, (c) Improved distribution and reach to ensure ease of access through various channel expansion initiatives.

**Eliquis:** Eliquis® (Apixaban), a Factor Xa Inhibitor Anticoagulant is a leading oral anticoagulant, predominantly prescribed by cardiologists, physicians/pulmonologists, vascular surgeons, and orthopedic surgeons for the management of Atrial Fibrillation (AF). This year Eliquis witnessed Loss of Exclusivity (LoE) and started witnessing mushrooming of generic brands in the market. Your Company strategized to increase the unit sales significantly through expanded reach complemented by price rationalization. Eliquis continues to out-perform the market and grew by 13%. The team has initiated significant outreach and penetration for the brand through the new GTM co-promotion strategies. This strategy has been able to create traction in prescribers as well as prescriptions.

**Neuroscience and Cardiovascular:** Your Company's Neuroscience portfolio represents multiple brands that are leaders in their respective segments. Pacitane (Trihexyphenidyl) leads in its therapeutic category with 67% market share and 32% Rx growth over last year. Ativan (Lorazepam) is one of the largest anxiolytic brands in the Benzodiazepine Tranquilizer market growing at 23% in Rx. Minipress XL continues to hold the leadership position in the uncontrolled hypertension market with 45% market share and 10% growth. Your Company continued to focus on increasing awareness, bridging the knowledge gap among physicians and continued its engagement initiatives in uncontrolled hypertension through medico-marketing initiatives with physicians, nephrologists, and cardiologists.

**Respiratory Portfolio:** Your Company has presence in the Respiratory portfolio with Cough and Oral Corticosteroids therapies. The flagship brand Corex Dx has maintained its leadership position in the dry cough space with 15.3% market share. Your

Company continued the program "Cough the Right Way" to spread awareness on cough etiquettes among patients. The major focus for Corex DX was aimed at building awareness on the usage of rational cough combinations in the management of dry cough. As part of its future growth strategy, your Company continues to focus on building brands in the productive cough segment with line extensions of Corex LS.

#### Women's Healthcare:

Your Company's portfolio in Women's Healthcare spans across important life-stages of women such as contraception, pregnancy and menopause with established iconic brands across the continuum of care. These brands are market leaders in the represented market with 12.4% market share, 13.2% growth and 103 EI. Nutritional portfolio is growing at 12.2% with 9.8% market share, contraception range is growing at 15% with 37% market share and menopause portfolio is growing at 22.2% with 14.7% market share as at MAT March, 2023.

Brands like Folvite, Ovrall, continue to maintain their leadership position in the represented market and the consolidated portfolio continues to drive strong growth. Adoption of focused digital and physical engagement tools to drive awareness helped drive robust prescription growth, with Folvite being among the top 5 brands and Folvite active and Autrin being among the top 100 brands prescribed by gynecologists. The key focus in your Company's nutritional portfolio continues to sustain the leadership position for Folvite and strengthening the line extension brands, especially via the "Partners through Parenthood" program that supports HCPs to optimize outcomes in pregnant women in their pre-conception, pregnancy, and lactation phases through the right nutritional support. This on-going flagship program is now geared up to reach consumers through social media platforms partnering with eminent gynecologists for better pregnancy outcomes.

In the Oral Contraceptive space, your Company continues to lead the represented market with Ovrall being the market leader. Pioneering initiatives in the digital space targeted at gynecologists and consumers have been the differentiators. Key focus initiatives aim at driving consumer awareness around contraception and enabling a 100% digital journey from awareness to e-consultation with 20 million Indian consumers this year through #SpilltheBeans campaign on social media. This has resulted in positive traction with consumers HCPs.

Your Company continues its endeavor to increase awareness around Menopause and its management among young gynecologists through partnership with Indian Menopause Society. This has been supported through in-clinic consumer awareness initiatives and through social media platforms to help women in their menopausal age to seek support from gynecologists.



Your Company's commitment towards SCIENCE FIRST is reinforced in the current times by leveraging partnerships with renowned scientific associations such as Family Welfare Committee of Federation of Obstetric and Gynecological Societies of India (FOGSI), Spina Bifida Foundation (SBF) and Indian Society of Perinatology and Reproductive Biology (ISOPARB) to upgrade scientific knowledge of gynecologists through innovative digital channels to spread awareness about importance of folic acid during pregnancy. Your Company pioneers gynecologist education and building resources and tools for advancing better quality of care for patients, with commitment to improve maternal outcomes and reproductive health.

#### **Gastric Portfolio:**

Your Company has presence in gastroenterology segment with brands like Nexium, Gelusil and Mucaine. The focus of our Esomeprazole Proton Pump Inhibitor (PPI) - Nexium, has been on delivering excellence by driving strong in-clinic focus on key specialties including gastroenterologists and orthopedicians. Nexium and Nexium D underwent a pack change from a strip of 10s to a strip of 15s to improve adherence to therapy. Your Company launched GERDian campaign to promote rational use of PPIs and is working with international associations like American Society of Gastrointestinal Endoscopy (ASGE) with the Gastro Video Theatre portal for knowledge upgradation and enhanced patient outcomes on the most relevant topics in the gastroenterologist domain. Your Company has intensified focus on nursing homes and small hospitals to sustain momentum. Your Company has launched a Hospital Staff Education and Learning Program (HOPE) - a module-based content platform designed especially for the nursing community and paramedic staff. Nexium D, launched in 2019, continues to build growth for the brand and has been positioned to drive differentiation by targeting patients with symptoms related to Refractory GERD.

Leading brands such as Gelusil and Mucaine have further entrenched your Company's dominance in the Antacids segment. Gelusil's position in the Antacids market has strengthened with dominance in the high potential states leading to a 17% market share. With a refreshed GTM strategy and consistent innovation, your Company has increased the on-ground activation to ~50,000 retailers which has helped to improve Gelusil's visibility and availability to consumers. Additionally, outreach and engagement via awareness campaigns on hyperacidity conditions through social media campaigns on Facebook, Instagram, YouTube have helped reach over 23 million target consumers. Meaningful partnerships with trade partners have enabled the brand to increase its reach. Mucaine has maintained its leadership position in the Antacids market with 18% market share. Mucaine is driven by robust prescription growth of 13% across specialties

within a prescriber base of 52,000. Identifying the needs of the market for patients consuming Mucaine for a longer duration, a line extension of Mucaine 400ml was launched for better adherence to the treatment.

#### **Pain and inflammation Portfolio:**

Your Company has a pronounced presence in the pain and inflammation category with brands Dolonex (Piroxicam) and Wysolone (Prednisolone). Both are legacy brands with more than 40 years of presence in India and are leaders in their respective categories, having impacted lives of more than 10 million patients in the country. Dolonex DT and Wysolone have an EI of 98 and 95 respectively, each backed by strong Rx growth of 9% and 33% respectively. Your Company has continued its engagement activities in osteoarthritis (OA) and low back pain (LBP) through medico-marketing initiatives like 'Back in Action' campaign with orthopedicians and physicians. The portfolio expanded in December 2020, with the introduction of Dolonex E (Etoricoxib) for the treatment of osteoarthritis. Your Company plans to expand the portfolio to provide a range of solutions for management of osteoarthritis and rheumatoid arthritis. Your Company also does digital promotion of Dolonex range at doctor networking platforms and medical journal and associations websites.

#### **Vitamins (VMN) Portfolio:**

Your Company has established a strong presence in the VMN market with its Becosules range. Becosules, being a flagship multivitamin brand continues to lead and shape the B-complex vitamins market. With the legacy of more than 60 years, Becosules continues to impact lives of million patients/consumers every month. Continuous focus on expanding the prescriber base, increasing consumer demand and innovative channel initiatives have been the key pillars to strengthen brand leadership. Taking this one step further, your Company started programmatic consumer promotion campaigns through social media platforms such as Facebook, YouTube, Instagram and reached out to 27 million target consumers. Continued focus on HCPs has been pivotal in increasing prescriber base to ~50,000 HCPs and prescriptions of 12.5 million.

Becosules having over the counter (OTC) brand status coupled with the new GTM model helped to expand its retail reach. This new model helped drive aggressive retail engagement with ~50,000 chemist outlets and build consumer awareness to help consumers boost immunity with Becosules.

#### **4. Hospitals:**

Pfizer Hospital Business Unit (HBU) focuses on institutions including hospitals and nursing homes through advanced anti-infectives portfolio. Pfizer's breakthrough innovation, Zavicefta (ceftazidime-avibactam) continued its spectacular growth driven

by high conviction of HCPs, with increased demand across a greater number of hospitals. This novel drug is indicated for the management of hospital acquired pneumonia including ventilator-associated pneumonia (HAP/VAP), complicated intra-abdominal infection (cIAI), complicated urinary infection (cUTI) and Bacteremia associated or suspected to be associated with any of the three indications in adults. Zavicefta has created significant positive patient impact in India and earned accolades in the Pfizer Global arena. With Zavicefta, the team has strengthened the focus across multiple stakeholders in the value chain such as clinicians and microbiologists to drive diagnosis and early and appropriate usage of Zavicefta in eligible patients. Pfizer's efforts will continue to focus on driving right drug usage and innovative healthcare solutions for hospitals by partnering with Subject Matter Experts.

The category also has a strong presence across the anti-bacterial continuum, ranging from beta-lactam/beta-lactamase-inhibitor (BL/BLI) products to high-end anti-bacterial products. Amongst these, Magnex Forte is the leading brand with 6.7% market share by value in the represented market segment. In 2017, the team acquired and launched the brand Meronem, an injectable antibiotic indicated for the treatment of serious bacterial infections which are difficult to treat due to resistant pathogens. Meronem enjoys 5.5% market share by value in the represented market.

Our endeavor is to build a strong ecosystem of Antimicrobial Stewardship (AMS) from awareness to implementation to ensure appropriate usage of anti-infectives in hospital setups. As part of our broader Antimicrobial Resistance (AMR) objective, HBU has engaged over 200,000 HCPs across the country through various campaigns such as "Take a pledge with Pfizer", which followed an omnichannel approach, spreading awareness through 10 different external and internal channels. Over 3000 HCPs took a pledge with Pfizer in the war against AMR. The platform was used to spread awareness with the public on the right way of consuming anti-microbials. Your Company has pioneered initiatives to boost Diagnostic Stewardship in India by facilitating knowledge dissemination at large & mid-tier hospitals and supported access to diagnosis.

## MANUFACTURING OPERATIONS

Your Company's manufacturing operations are carried out in full compliance with local laws and in line with the stringent Global Pfizer Quality, Compliance and Environment Health & Safety standards.

Your Company has successfully sustained Integrated Manufacturing Excellence Program (IMEx) throughout the Goa site i.e. Pfizer's internal production system and is recognized for their achievement of delivering value with all colleagues working in Integrated Manufacturing

Excellence Program (IMEx) way. Your Company is also honored with the 2022 PGS Performance Award for their extraordinary efforts in making the site an amazing workplace for all.

Your Company focusses strongly on environmental sustainability through implementation of green energy initiatives and waste minimization projects.

## People

Over the past year, your Company set up a Colleague Resource Group (CRG) to improve diversity and inclusion initiatives across the site. The CRG conducted several programs and initiatives to train and motivate employees to foster a DEI (Diversity, Equity & Inclusion) culture. Your Company also continued the quarterly Compliance Champions awards program to strengthen & sustain the compliance and data integrity culture at the site. IMEx way of working is being followed to deliver best-in-class performance.

Your Company imparted Six Sigma Yellow/ Lean Green & Lean Black Belt trainings and other Operational Excellence trainings to improve the competency and capability of site colleagues. The site colleagues have also implemented various Six Sigma and Lean projects.

## Environment Sustainability

Your Company follows stringent global safety, environmental health and occupational hygiene standards. We have created an excellent model for environmental sustainability with focus on conservation of resources, green energy and waste minimization.

Your Company has continued its journey towards Green Energy and completed Phase V (100 KWP) Solar project during the year. site's solar power generation during the period was 662 MWH which is nearly 1.9 times higher compared to 345 MWH in the previous year. Our green energy effort have resulted in ~13% of the total energy demand for the Manufacturing operation at our Goa plant coming from the site's renewable source. The total carbon footprint of your Company has reduced by 865 tonnes since initiation of the solar project in 2019.

Your Company has continued its drive towards energy conservation through replacement of old manufacturing operations machines with high-efficiency machines. Plants have also reduced their Greenhouse gases from 3720 tons (2021-22) to 3394 tons (2022-23) which is an 8.76% reduction; this is despite a significant growth in production volumes by 6%. The carbon footprint per million tablets has also reduced from 1.01T to 0.98T. These initiatives have resulted in significant reduction in energy utilization.

## MEDICAL AFFAIRS

During the year under review, your Company's Medical Affairs Team partnered with various business units to help deliver our medicines in a way that would not only create greater impact for our customers, but also for patients and communities.



During the year under review, Medical Affairs focused on increasing the access and reach of vaccines to the most vulnerable groups of patients and population. The team in collaboration with Market Access and Public Affairs team, identified several high-risk population groups vulnerable to pneumococcal disease like elderly, children and adults with Sick Cell Disease (SCD) and thalassemia, and people living with HIV. Efforts are ongoing in terms of several long-term data generation and external partnerships to build advocacy and policy shaping around adult pneumococcal vaccination. One of the early key wins is the release of national guidelines on management and control of SCD by Indian College of Hematology, the academic wing of Indian Society of Hematology & Blood Transfusion (ISHBT), Indian Council of Medical Research (ICMR) and the implementation of pneumococcal vaccination for patients with SCD in Madhya Pradesh and Maharashtra.

The Medical Affairs, to improve awareness on vaccination and improve advocacy, was able to conduct over 24 meetings with HCPs from diverse specialties covering over 1000 participants in knowledge dissemination and interactive discussions. Through physical, virtual and hybrid engagements, the team was able to connect with over 2000 doctors to discuss and engage them to build a robust scientific messaging around importance of pneumococcal vaccination across different ages and risk factors.

The Medical Affairs continued its partnerships with Medical Associations across portfolios for focused medical education programs like ECHO & C-CON in collaboration with API and AFPI & GUTS in collaboration with Asian Institute of Gastroenterology. Its partnership with IMS (Indian Menopause Society) helped to reach more than 300 HCPs to educate them on the effective management of menopause and its associated symptoms. The Medical Affairs took a lead in patient centric initiatives like creation of the BLOOM booklet, in association with IMS and ISOPARB, for awareness on menarche to menopause, which reached more than 5000 patients.

Antimicrobial resistance (AMR) is a major global health concern and your Company is committed in its efforts towards addressing the challenges posed by AMR in India. Our pillars continue to be surveillance, evidence generation, healthcare system strengthening, diagnostic awareness & stewardship implementation.

The Medical Affairs Team continue to monitor the trends in resistance and the susceptibility of antibiotics in the country through our surveillance program, Antimicrobial Testing Leadership and Surveillance (ATLAS). We periodically publish the data in various national and international forums and journals. The team also continue to generate evidence on the real-world effectiveness of our breakthrough molecules that help tackle the problem of AMR, through our non-interventional studies and supporting investigator sponsored research (ISR). This year we supported four such ISRs.

Improving awareness around diagnostics is important to ensure infections are treated early with the appropriate. Antimicrobials so as to prevent the spread of resistance. We have focused on educating 200 doctors and 900 nurses through digital modules on diagnostic stewardship through our support towards Delhi Society for Promotion of Rational Use of Drugs (DSPRUD).

To understand the behavioral aspects pertaining to implementing AMS in hospitals, we supported the Indian School of Business (ISB) for a study focused on understanding the antimicrobial use practices in health facilities and outline the behavioral barriers and enablers in these practices. We also supported quality improvement grants that focus on demonstrating outcomes from implementing AMS in hospitals through shared resource models.

## PEOPLE EXPERIENCE (PX)

The year 2022-23 was a year of transformation. Over the last two years, your Company has embarked on a large-scale change in its GTM model and your People Experience (PX) team extended strong partnership in enabling the business to build the right structures, attract and deploy strong talent into varied roles. Recognizing that our new ways of working would need a mindset shift, requiring our workforce to unlearn old habits and adapt to newer ways of working, the PX team placed appropriate interventions to lead our workforce through the phases of seeing the change to living the change throughout the transformation journey.

The new GTM model also gave rise to several novel roles in the enterprise and your Company conscientiously aimed to attract a truly diverse talent pool in these emerging roles from a wide range of backgrounds and industries. Additionally, your Company continues to strive for an inclusive and empowering work environment, adopting practices to simplify processes and remove needless complexity, rewarding both performance and leadership skills, fostering career growth and internal mobility, and offering competitive compensation and benefits programs that encourage mental and physical wellbeing.

**Focus on talent diversity:** The transformation resulted in the creation of several new roles to offer an elevated experience to our customers and patients. The roles required a wide array of skills from analytics to content, from strategic account management to mining insights and designing and delivering solutions for our customers. The PX team was able to successfully onboard talent from a range of industries such as advertising, HealthTech and medical devices, ensuring the collective skills of this cohort would deliver a seamless experience for our patients and customers.

**Activating growth:** Your Company launched a transformed talent management framework to address the evolving needs of our employees. The new framework focuses on building a more fluid approach to career development, promoting growth through several distinct pathways

within and outside the home function. Growth gigs were also activated as a means for employees and leaders to gain new skills and experiences, while staying in their current role. As a result, your Company saw strong traction in our colleagues traversing very non-conventional career paths and our leaders receiving talent and skills 'on-demand' from several corners of the company. The strength of Pfizer's talent systems has helped your Company nimbly identify and assess high-potential internal talent and offer a fulfilling pathway into traditional as well as emerging job functions.

**The CONNECT' sessions:** The PX team headed out to meet and spend time with our field colleagues through a series of roadshows titled 'The CONNECT.' Panning six cities over 12 days, the sessions were held across all our Regional Centers to steer conversations with nearly 250 colleagues on Growth and Learning, understanding our benefits proposition and gathering candid feedback on what we can do differently. The sessions received tremendous positive feedback, allowing the enterprise to offer perspective, gather feedback and touch our workforce across the length and breadth of our operations.

#### Diversity, Equity & Inclusion (DEI)

Diversity, Equity, and Inclusion is a key priority for your Company, and it is our constant endeavor to make Pfizer India a truly diverse and inclusive workplace. Towards this, we have prioritized Gender Diversity as a core area of focus and our Leadership team has taken important measures to enable building gender-diverse teams. With the appointment of four women leaders, we have made considerable progress in increasing gender diversity within our Leadership team to ~22%. We continue to work towards our goal of increasing women representation in the field force to 15%.

**Fine Balance Workshops:** As we continue focusing on building gender-diverse teams in the field, it is important for us to build managerial capability to lead diverse teams successfully. With this objective, we continue our partnership with a leading consulting firm in the DEI space to co-create workshops to equip our managers to exhibit behaviors and develop a leadership style that will help colleagues realize their true potential through all life-stages.

**Men as allies to drive social change:** Recognizing the critical role men play in being allies to drive social change and recognizing the importance of male partnership to enable women to enter and stay in the workforce, your Company introduced a 12-week paternity break policy for all male colleagues. The policy attempts to enable both parents to celebrate critical moments in their parenting journey, but also share responsibilities equally during this important life-event.

**Abha - a community for women @ Pfizer:** Recognizing the many facets of a woman and a woman's life, on International Women's Day, Pfizer India launched Abha (meaning Radiance). Abha has been established for the

empowerment, recognition, and celebration of women across their life-stages. Community, Self-Expression, Health, and Diversity & Inclusion are the founding principles of this program, which has come to life through strong partnership and collaboration between the Medical, Colleague Communications and DEI teams. Abha strives to address critical issues on women's health, growth & development and steer important conversations that will reinforce our efforts to become a more diverse and culturally inclusive organization. In the time to come, it serves to become the unified voice of and for our women colleagues.

#### Employee Health & Wellness

Your Company continues its focus on holistic wellness for all employees. In addition to the existing suite of mental and physical health focused offerings, this year saw the introduction of OPD coverage for our employees as part of our insurance offering. We also offered employees the freedom to choose their annual health service, offering flexibility of time and place to ensure that all employees have the opportunity to take control of their health more proactively.

#### LEGAL

Your Company's Legal division is committed to providing pragmatic solutions in line with the legal and commercial interests of the Company. Being a specialized department, the Legal Division works proactively with the business to drive compliant and innovative business ideas, strategies and programs right from inception and thereby promotes Pfizer's commitment to Patients First. Your Company's Legal Lead also serves as the Risk Counsellor Lead (RCL) and acts as the primary risk management interface for all functions in India. In this capacity, the RCL provides comprehensive risk management advice and counsel to the business and enabling functions, with strong support partnership and in consultation with in-market Compliance and other risk management functions, as appropriate.

The Legal Division continues to spearhead solutions with the business, especially pertaining to digital initiatives to enhance reach to physicians and increase awareness among patients by leveraging technology. It plays a leadership role in the following areas:

- Spearheading proactive litigation against infringers and protecting the IP rights and entitlement of the Company.
- Constant support for business development projects across divisions and enabling functions.
- Mitigation of risks associated with the Company's business operations and intellectual property rights.
- Defending the Company against litigation as well as pro-actively initiating litigation, wherever necessary, to ensure that the Company is insulated from operational risk.



## BIOPHARMA OPERATIONS GROUP

The Biopharma Operations organizational structure and service catalog is designed to enable our Biopharma Purpose by delivering excellence in how we operationalize the commercial model. The fundamentals of Biopharma Operations are:

**Performance:** Capturing and leveraging new insights and data enhances, our ability to optimize and accelerate performance across the organization

**Scale:** Engaging both a GLocal and cross BU model accelerates the roll out of key learnings and best practices

**Efficiency:** Consolidating knowledge enables faster, more efficient delivery of solutions and reduces the need for teams to start from square one

**Simplification:** Streamlining our engagement model and operational expertise reduces the lift required for colleagues

The Biopharma Operations (bio-ops) Group works in close partnership with the business to ensure delivery of key services with enhanced speed, efficiency and agility. The bio-ops team is responsible for strategizing, operationalizing and meeting the needs of key stakeholders and customer facing colleagues at Pfizer. It is this collective advantage of the group that has led to strong partnerships with business and other customers; thereby helping Pfizer to deliver breakthroughs that change patients' lives.

## SUPPLY CHAIN

At Pfizer, the objective of Supply Chain is to deliver breakthroughs that change patients' lives through interventions that enhance our services across the value chain.

In our efforts to stay ahead of the curve, we have created a framework to capture the voice of our customers and use the inputs to enhance their experience with Pfizer. Predictive analytics to anticipate customer purchase patterns, disease profiles, value added services etc. have been a few of the new initiatives. We have also created a calendar for educating our first paying customers on best practices for safety and handling of temperature-controlled products. All these interventions thereby form pillars in our journey to drive Customer Delight.

To further complement all these initiatives a differentiated logistics network strategy has been put in place to increase the reach of our medicines and to tap wider customer segments beyond our current footprint. All these initiatives have helped us evolve as an agile and sustainable customer supply chain organization. The Supply Chain function is also constantly and successfully developing a talent pool to provide logistics solutions in India.

## HEALTHCARE SOLUTIONS PARTNER

Healthcare Solutions Partner (HSP) is the most recent Subject Matter Expert (SME) role in India, created with a vision to lead improvements in healthcare outcomes and

customer experience by bringing innovative solutions that meet and exceed customers' needs across the patient journey. Healthcare Solutions Partner is a customer facing, commercial, non-demand generating team of scientific experts, who identify unmet HCP & patient needs and partner with internal and external stakeholders to create strategic interventions addressing those identified needs, for a transformed customer experience.

Healthcare Solutions Partners provide insights and solutions to customers across multiple categories including Hospitals and Vaccines. They develop a deep understanding of the customer needs across the patient journey and help categories unlock more value in the ecosystem. This enables categories to have a deeper relationship and differentiated engagement with the customers, resulting in commercial advantage for Pfizer.

Healthcare Solutions Partners also undertake work in areas which impact us and our customers the most. Some of the key areas of value creation are implementation of AMS in hospitals, eliminating barriers and creating opportunities for adult vaccination against pneumococcal disease and enabling early diagnosis & improved outcomes across key therapy areas.

In the first six months, Healthcare Solutions Partners have already identified and sourced capabilities to deliver differentiated engagement with customers, profiled and engaged key stakeholders, built a robust system to capture customer insights and started bringing in innovative solutions to address actionable insights. As your Company continues to transform the way we engage with our customers, the team is committed to championing the voice of our HCPs and patients as we strive to understand them and service them better with innovative 'beyond-the-pill' offerings.

## PFIZER HEALTHCARE EXPERIENCE STUDIO (PHEX)

When we think differently, we can innovate and innovations lead to breakthroughs. Under Bold Move 3.3 last year, Your Company brought a dynamic group of thinkers under PHEX Studio team, with different skillsets to boost innovative business approach and creative thinking.

The PHEX Studio team is an integral lever of Pfizer's transformation journey in India. The team comprises four Subject Matter Experts (Patient Experience Specialist, HCP Experience Specialist, Content & Channel Specialist and Data & Omnichannel Specialist) who identify need-gaps of our patients and customers, benchmark our services against our competitors, create informative yet engaging content and utilize Artificial Intelligence and Machine Learning to identify actionable insights.

Within a short span of six months, the team has created an impact by building an omni-channel customer engagement dashboard to enable data driven decision making, built SEO based content strategy for a higher brand presence, conceptualized a first-ever in-house public interest digital campaign, designed innovative digital models to power

Next-Gen Bot driven outreach, won the Emerging Market 'Vaccine Innovation Challenge' and more.

The PHEX team envisions disrupting innovations within the digital ecosystem that will continue to advance the way we engage with our customers and deliver value 'beyond the pill'.

## DIGITAL

As the world adapts to an amalgamation of the old & new, the pharmaceutical sector will need to adopt novel technology and alter its methods of operation. Today digital processes which have enriched operational efficiency and facilitated adherence to standard operating procedures with greater ease have already replaced conventional methods. In the aftermath of the COVID-19 pandemic, the industry is facing challenges arising from fluctuating market demand and changing consumer needs. The team this year embraced a new GTM model and achieved significant milestones, equipped our Customer Facing Colleagues (CFCs) with multiple solutions to better engage with our customers.

Technology has proven to be crucial in keeping the pharma business resilient. As a company we adopted many digital solutions to improve efficiency and streamline operations and continued to make progress on cyber security controls to ensure our company is secure from external threats to our Intellectual Property and mission critical information.

Artificial Intelligence has been one of the most buzzing technologies in recent years. This has led to significant advances in many areas such as speech recognition, natural language processing, robotics, machine learning and computer vision. Keeping up with the times, we introduced AI-enabled chat bots to our customers and AI and behavioral science-based nudges to our field colleagues as companions to drive winning behavior.

As a Company, we continue to be at the forefront of adopting new and innovative digital technologies. We have recently taken a foot forward to identify use cases to leverage Metaverse and Digital twins to provide immersive and interactive experiences to our customers.

## FINANCE

The Finance Division has been a strong and effective business partner to provide guidance and leadership while upholding the highest standards for internal controls and corporate governance. The division has been instrumental in driving performance, managing risks and opportunities, in rolling out new GTM strategies, change management and leading various enterprise-wide initiatives.

During the year under review, your Company's Finance team partnered strongly with each business units to develop and execute various key projects, the Finance team led the completion of transfer of Upjohn Business and transfer of your Company's Thane business undertaking and played the role of enabler in multiple high impact business critical matters.

In addition to partnering strongly with business, the Finance division played a pivotal role in ensuring fiduciary integrity, upholding high corporate governance standards, developing governance policies, maintaining good investor relations, institutionalizing effective internal controls and consistently driving strong business performance and financial prudence.

Your Company's Annual Report and financial statements for year ended 31<sup>st</sup> March 2022 have been adjudged as winner of "ICAI Award for Excellence in Financial Reporting 2021-22" in the Silver Shield category, by The Institute of Chartered Accountants of India in the Manufacturing and Trading Sector with turnover equal to and between ₹500 Crores and ₹3000 crores. The awardees were selected after reviewing the accounting practices adopted by participating enterprises while preparing their financial statements, the policies adopted for disclosure, and presentation of financial statements, degree of compliance with Indian Accounting Standards and statutory guidelines, among other information contained in the annual report.

### Internal Control Systems, their adequacy and Compliance:

The Compliance Controls and Risk (CCR) is responsible for ensuring adequacy and effectiveness of internal controls through continuous monitoring. CCR's objective is to give senior management, Risk Management Committee and the Audit Committee, an independent and reasonable assurance on the adequacy and effectiveness of the Company's risk management, control and governance processes. This is achieved through a co-sourced internal audit model wherein audit reviews are performed through an independent Chartered Accountancy firm.

Your Company has laid down Internal Financial Controls that include a risk-based framework to ensure orderly and efficient conduct of its business, safeguarding of its assets, accuracy and completeness of the accounting records and assurance on reliability of financial information. The control environment comprises a mix of preventive and detective controls which are manual, semi-automated and automated in nature. Your Company has followed principles such as segregated duties, authorization, reconciliation, physical inventory, periodic review etc. while designing the internal control framework.

The Risk Management Committee & Audit Committee has evaluated the design framework and operative assessment and deliberated with members of management and Statutory Auditors to ascertain their views or opinions. The Audit Committee has satisfied itself on the adequacy and effectiveness of the internal financial control system laid down by management. The Statutory Auditors have confirmed the adequacy of the internal financial control systems over financial reporting.

The CCR conducts periodic risk assessments during the year wherein all the risks to Company's objectives are assessed, and mitigating plans are recorded in the risk register. This risk register includes operational, financial, regulatory, legal, business and compliance risks. During



the Risk Assessment exercise, current as well as emerging risks which may impact your Company's objective achievements are considered and assessed based on their likelihood and impact. All the key risks along with mitigating plans are presented and discussed twice a year/ semiannually with the Risk Management Committee and the Audit Committee.

Based on the risk assessment and findings from previous internal audits, CCR prepares an annual audit plan which is based on the audit universe comprising all business, enabling functions, risk and compliance related requirements and control maturity across the processes. The audit plan is approved by the Risk Management Committee and the Audit Committee. CCR ensures execution of the audit plan throughout the year. As part of the quarterly review, status of the annual audit plan, design assessment, operating effectiveness, key audit findings and remediation status of prior findings are presented and discussed with the Audit Committee.

## COMPLIANCE AND ETHICS

Your Company operates ethically and thoughtfully in everything that we do, driven by our responsibility to change lives for the better. Your Company's ethical decision-making guides us as we work to achieve our purpose of delivering breakthroughs that change patients' lives. Through proactive, business-led risk management, Pfizer prioritizes integrity, safety, and quality in every aspect of our business.

Your Company has a robust Compliance framework with lightspeed approach. This helps to identify and mitigate emerging compliance risks by adopting a thoughtful risk-taking and leadership accountability approach.

During the year under review, the Compliance team introduced various innovative compliance programs to further enhance a culture of ethics & integrity at the grassroots level and implemented a proactive, and robust risk and compliance governance framework. The team enhanced the use of digital approach and adopted data analytics and technology for compliance monitoring and adherence which has led to more effective monitoring and dealing with risks at early stages. With the new GTM strategy, we proactively identify emerging risks and implemented a mitigating framework of controls and governance. With the new SME roles onboard, we have rolled out customized training plans to ensure the activities carried out by SMEs are as per the guidance. The compliance and business processes, tools and system have been further simplified with the use of new technology which has also led to better compliance adherence.

Your Company has a well-defined policy covering interaction with Healthcare Professionals and Government officials called 'My Anti-Corruption Policy & Procedures' (MAPP). The policy addresses both local legal requirements while also leveraging the best practices followed in other markets. The right tone from the top leadership and regular training and awareness also provides frequent

reinforcement of Pfizer's compliance and ethics values. We continue to enhance and update our policies keeping in mind the evolving environment and emerging risks.

As a way of reinforcing ethics and integrity, your Company has identified around 66 colleagues from various teams as "Compliance Champions". They act as the first point of contact for colleagues when they have policy related questions. These measures have ensured that your Company is well placed to drive the spirit of compliance across its stakeholders.

Compliance cultural is an integral part of your company's value system. Our culture initiatives like 'Act with Integrity Campaign', 'Joint Roadshow with PX' helped inculcate compliance learning with Joy. With 66 Compliance champions on field, the acclaimed framework of the Compliance Champion League (CCL) has gone a long way in ensuring phenomenal success and scripted an unparalleled compliance driven culture for Pfizer India.

### Office of the Ombudsman

Your Company offers 'Office of the Ombuds' and unlike any other resource at Pfizer, it provides a safe place where any colleague can reach out and have a completely private, confidential and unbiased discussion regarding any work-related issue, question or concern. Office of the Ombudsman also provides insights, perspectives and points of view that can help colleagues develop strategies and potential options to resolve workplace concerns or questions. 'Office of Ombuds' is available to all colleagues regardless of title and role.

## CORPORATE AFFAIRS

The Corporate Affairs Division works in the domains of Government Relations, Public Policy, External Communications, Patient Advocacy and Corporate Social Responsibility. During the year under review, the division undertook numerous policy advocacy initiatives; stakeholder engagement outreach; campaigns to build corporate and therapy area reputation and community and colleague engagement programs.

Your Company undertook direct advocacy with the Government and engaged stakeholders through industry associations such as Organization of Pharmaceutical Producers of India (OPPI), Federation of Indian Chambers of Commerce and Industry (FICCI), US India Strategic Partnership Forum (USISPF) and US India Business Council (USIBC) on matters of priority for the business.

Some of the key issues which we advocated included allowing private sector companies to drive public awareness campaigns for vaccine preventable diseases, regulatory modernization for expediting drug approvals, strengthening the existing Intellectual Property Right (IPR) regime to incentivize innovation and research, exemption of our patented/breakthrough drugs from the instructions relating to the Global Tender Enquiry (GTE) issued by the Government, pricing and other matters which came up from time to time.



Your Company played a pivotal role in driving multiple initiatives with the Government including the areas mentioned above. This covered specific recommendations/representations on the existing challenges with reference to global best practices, import and trade of patented medicines in India, strengthening of Intellectual Property ecosystem, inclusion of innovative therapies under Government programs among others. Your Company continued to participate and play an active role in leading the dialogue with relevant government stakeholders and contributing recommendations on the above-mentioned policy level issues.

## CORPORATE SOCIAL RESPONSIBILITY

The purpose of your Company is to promote access to quality healthcare in the country by nurturing innovations, encouraging community involvement of our employees and synergizing efforts in partnership with government and other stakeholders for collective impact.

This year, the team continued to identify and work on projects that are aligned to Pfizer's CSR priorities as listed below:

- Promote Indian innovation and Indian intellectual property with a focus on healthcare;
- Undertake awareness and access programs in partnership with NGOs, government and healthcare providers in areas such as women and child health, among others;
- Support Government, national and/or state programs and priorities with linkages to healthcare; and
- Participate in disaster relief activities.

Your Company's flagship CSR initiatives undertaken during the year under review gained significant momentum leading to high-impact outcomes.

Pfizer along with NGO partner, Americares India Foundation (AIF) rolled out two major projects to combat India's AMR challenges.

1. **Project Parivartan** focusses on addressing the current Infection Prevention and Control (IPC) challenges in healthcare facilities. In this multi-year project, your Company is supporting the development of a model for 'Institutional Capacity Building' to deliver facility-based IPC and Anti-Microbial Stewardship among 11 small and mid-size hospitals across India. The project has now completed 2 years reflecting marked positive impact on the IPC & AMS practices across the 11 shortlisted hospitals.
2. Pfizer along with an NGO partner, launched an online learning program called **OPEN-AMR** for healthcare workers to offer access to quality training on IPC across India. The project provides AMPS/ IPC module as per the WHO guidelines. The platform is accessible free of cost with certification in six languages (English, Hindi, Tamil, Telugu, Malayalam, and Marathi). It is implemented by Americares India Foundation (AIF) with Trained Nursing Association of India (TNAI) as a

certificate partner. 22,000 + nurses have enrolled on to the platform. The program is highly appreciated amongst the nurses adding to their skills on AMS & IPC.

The Indian Council of Medical Research (ICMR)- Pfizer collaboration aims at enhancing the existing AMR Stewardship Program with a focus on awareness. The project helps address the growing threat of antimicrobial resistance (AMR) in India.

**The Pfizer-ACF (Tata Trusts) Cancer Care Project** has been set up to work with the high-risk population that requires healthcare attention. Overall, this project aims to serve as a one-stop, information and support center for patients and families at Tata Trusts' key cancer hospitals. Alamelu Charitable Foundation (ACF) was established by Tata Trusts to support the setup of a comprehensive healthcare network across India. The program is in the first phase of its operation and includes the following:

- Health and wellness kiosks in Ranchi, Diphu, Silchar and Tirupati. The kiosks provide services such as counselling and interactive sessions on preventing cancer and lifestyle-related disorders to reduce the risk of non-communicable diseases (NCD), counselling sessions for smoking cessation and prevention, screening for Oral, Cervical and Breast cancer, general physician examination and basic laboratory investigation including haematological, serological and bio- chemical tests, etc.
- Community outreach and early detection for NCD, screening of catchment population and referral to the nearest center. Set-up and operationalization of a patient referral and tracking platform.
- Manage and operate a virtual patient helpdesk, complemented by one on-site patient navigator in OPD and day care centers in the four locations.

The project has positively impacted lives of over 500,000 beneficiaries and over 3000+ healthcare workers. This project is a breakthrough in providing access and high-quality consistent care as the primary objective of the program.

As a part of the Company's CSR initiative, your Company has partnered with NGO Doctors for You to set up **physical help desks** at 14 high burden cancer hospitals across India. 4 of the 14 Aastha help desks have been launched in this financial year. The aim of the initiative is to improve the treatment experience for cancer patients throughout their journey by hand holding them and their caregivers through the diagnosis, treatment and rehabilitation phases. 200,000 + patients and their caregivers supported through the help desk.

**Pfizer's Healthcare Innovation Project**, that started in 2015 in partnership with IIT Delhi (Pfizer-IIT Delhi Innovation and IP Program) has supported 34 Indian innovators till date. The programme's Version 2.0 "Pfizer



INDovation” was rolled out in partnership with Social Alpha – a healthcare accelerator company focusing on supporting start-ups with specific themes in healthcare for 24 months. The current focus for the next 24 months would be on Oncology and Digital Health. This unique partnership model is designed to provide funding, resources, expertise and infrastructure to propel India’s healthcare innovations from prototype to market. The program envisages active support for venture acceleration from other market investors. The overarching objective of this programme is to nurture, support, celebrate and reward healthcare innovations that are ‘Made in India’. The project funded by Pfizer would be unencumbered in nature, with all rights of innovations being owned by the innovators. 6 start-ups have been selected and are on the journey to commercialization.

### The Journey So Far

Supported **28 innovators**

**5** start-ups **graduated**

**3** start-ups in market

**4** start-ups under regulatory and clinical approvals

**6** start-ups in **oncology** and **digital health** being presently incubated across India

Your Company is working towards developing the village of Kaulale, Jawhar under the **Pfizer Sustainable Village Transformation Project** with BAIF Institute for Sustainable Livelihoods and Development as the implementation partner. At present, work is ongoing in nine villages of the same Gram Panchayat Kaulale for proposed integration of the key components for holistic village development this year to achieve several development ideals that include, but are not limited to:

- Clean drinking water and sustainability of water sources.
- Quality education for all, (primary education).
- Safe food and nutritional security for all.
- Safe sanitation facilities and access to quality curative and preventive healthcare services through awareness.
- Livelihood security and financial inclusion.
- Optimal use, management, and sustainability of natural resources and conservation of biodiversity.

### Shortfall in CSR Spend

The CSR funds were earmarked for five key projects – AMR Parivartan Hospital Transformation Project in partnership with Americares, Pfizer-Tata Trusts Cancer Care project, Village Transformation Project (BAIF), Pfizer INDovation and IP Programs and Cancer helpdesks by Doctors for You.

Given the scale and scope of these projects, the programs could not utilize the full funds earmarked for the financial year under review for some of these projects. These CSR projects are long term and continuing projects which would be supported by the Company during subsequent years. Accordingly, the said CSR funds are being released in a phased manner according to the progress on the projects.

As per the provisions of the Companies Act, the unspent CSR amount of ₹4.59 Crores in respect of ongoing projects for the financial year ended March 31, 2023 has been transferred to Pfizer Limited - Corporate Social Responsibility Unspent Account FY 2022 - 23 and will be subsequently spent on the Company’s ongoing CSR projects within a period of three years.

A brief outline of the initiatives undertaken during the year and details of CSR projects undertaken by your Company during the financial year under review are provided in the Corporate Social Responsibility Report which forms part of this Report and annexed herewith as **“Annexure - A”**.

### WHISTLE BLOWER / VIGIL MECHANISM

Your Company has established a Whistle Blower/Vigil Mechanism through which its Directors, Employees and Stakeholders can report their genuine concerns about unethical behavior, actual or suspected fraud or violation of the Company’s code of conduct or ethics policy. The said Policy provides for adequate safeguards against victimization and direct access to higher level supervisors. The e-mail ID for reporting genuine concerns is: ‘corporate.compliance@pfizer.com.’ In appropriate and exceptional cases, concerns may be raised directly to the Chairman of the Audit Committee at Chairman.IndiaAuditcom@pfizer.com.’ No person has been denied access to the Audit Committee Chairman. A quarterly report on the whistle blower complaints received and action taken thereon is placed before the Audit Committee for its review.

### PREVENTION OF SEXUAL HARASSMENT POLICY

The ‘Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013’ (the ‘Act’) seeks to protect women colleagues against sexual harassment in their workplace. Your Company has specially designed training modules to help all colleagues and contingent associates understand what constitutes sexual harassment in the workplace, how to address it and Pfizer’s role in preventing it. Your Company has an Internal Complaints Committee constituted under the purview of the Act and has ensured adherence to the Act. The details of complaints filed and disposed of during the Financial Year under review are as under:

Sr. No.	Particulars	Number of Complaints
1.	Number of Complaint pending as on beginning of FY 2022-23	NIL
2.	Number of complaints filed during FY 2022-23	1
3.	Number of complaints disposed of during the FY 2022-23	1
4.	Number of Complaints pending as on end of FY 2022-23	NIL

## DIRECTORS

In accordance with the provisions of the Companies Act, 2013, Mr. Samir Kazi, (DIN: 07184083) retires by rotation at the ensuing Annual General Meeting, and being eligible, offers himself for re-appointment.

Mr. S. Sridhar (DIN: 05162648), ceased to be Managing Director & Chief Executive Officer of the Company with effect from close of business on March 31, 2023. Your Directors wish to place on record their appreciation of the distinguished association of Mr. S. Sridhar with the Company and the invaluable contributions made by Mr. S. Sridhar during his tenure as the Managing Director & CEO of the Company.

The Board of Directors of the Company at their Meeting held on February 9, 2023, pursuant to the recommendation of Nomination and Remuneration Committee, appointed Ms. Meenakshi Nevatia (DIN: 08235844) as an Additional Director and Managing Director of the Company, for a period of 5 (five) years with effect from April 3, 2023, subject to the approval of Members and Central Government.

All Independent Directors have given the declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### Board Performance Evaluation

The Company has devised a Performance Evaluation Framework and Policy, which sets a mechanism for the evaluation of the Board, Board Committees and Directors. Performance Evaluation of the Board, Committees and Directors was carried out through an evaluation mechanism in terms of the aforesaid Performance Evaluation Framework and Policy.

The performance evaluation of each individual Director, the Board and Committees was carried out through deliberations. The said performance evaluation was done based on the parameters stated in the templates designed under the aforesaid framework and after taking into consideration the guidance note issued by the Securities and Exchange Board of India ("SEBI").

### Independent Directors' Meeting

During the year under review, one Meeting of the Independent Directors was held on May 20, 2022, without the presence of the Executive Directors. At the said Meeting, the Independent Directors carried out performance evaluation of Non-Independent Directors and the Board of Directors as a whole, performance of Chairman of the Company, the quality, content and timeliness of flow of information between the Management and the Board, based on the Performance Evaluation framework of the Company. All the Independent Directors were present at the aforesaid Meeting.

### FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

Your Company has in place a Familiarization Program for Independent Directors to provide insights into the Company's business to enable them to contribute significantly to its success. The Executive Directors and Senior Management make presentations periodically to familiarize the Independent Directors with the strategic operations and functions of the Company. Your Company also circulates news and articles related to the industry and provides specific regulatory updates to the Independent Directors on a regular basis.

A summary of the major Familiarization Programs carried out during the year for the Independent Directors is given below:

Sr. No	Particulars of the Programs / Presentations	Date	No. of Hours
1.	Pharma Market, Industry Performance and Regulatory changes update. (Duration one hour each)	20.05.2022 05.08.2022 11.11.2022 09.02.2023	4
2.	Presentation on Internal Medicine Business - market maximization and expansion opportunity for Eliquis	20.05.2022	0.5
3.	Business presentation on Vaccines Strategy (Duration 30 mins each)	20.05.2022 09.02.2023	1
4.	Presentation on Go to Market Transformation Design Blueprint (Duration 30 mins each)	20.05.2022 05.08.2022	1
5.	Presentation on Digital Marketing	05.08.2022	0.5
6.	Presentation on Risk Management Framework and Key Business Risks	05.08.2022 27.01.2023	1.25
<b>Total Duration (Hours)</b>			<b>8.25</b>

## NOMINATION AND REMUNERATION POLICY

The Board has, on the recommendation of the Nomination and Remuneration Committee, framed a policy for selection and appointment of Directors, Senior Management, Key Managerial Personnel and their remuneration. The Nomination and Remuneration Policy forms part of this Report annexed herewith as **"Annexure - B"**.

## MEETINGS OF THE BOARD

The details of the meetings of the Board and Committees are provided in the Corporate Governance Report which forms part of this Report and annexed herewith as **"Annexure - G"**.

## DIRECTOR'S RESPONSE TO AUDITOR'S COMMENT

The comment by the Statutory Auditors under para 2A(b) under 'Other Matter' section of Independent Auditor's Report dated May 15, 2023, was on account of absence of daily electronic back-up of the books of account and other relevant books and papers on servers located in India during August 11, 2022 till February 22, 2023. The Ministry of Corporate Affairs (MCA) had mandated the frequency of back-up of books of accounts on daily basis (from periodical basis) on servers located in India effective August 11, 2022. The Company was carrying periodical back-up of its back of accounts on servers physically located in India and the process to change the frequency from periodical basis to daily basis was under implementation. The mechanism for daily basis back-up was thereafter made live in February 2023.

## DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- that in the preparation of the annual financial statements for the year ended March 31, 2023 the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- that such accounting policies as mentioned in Notes 2 and 3 of the Notes to the Financial Statements have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on March 31, 2023 and of the profit of the Company for the year ended on that date;
- that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the annual financial statements have been prepared on a going concern basis;
- that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively; and

- that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

## AUDIT COMMITTEE

The details pertaining to the composition of the Audit Committee are included in the Corporate Governance Report, which forms part of this report.

## RISK MANAGEMENT POLICY

The details pertaining to the Risk Management Policy are included in the Corporate Governance Report, which forms part of this Report.

## RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered in during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interests of the Company at large. The Company had entered in materially significant related party transactions with Pfizer Service Company BVBA, Belgium for purchase of raw materials, bulk drugs and finished goods. The same is within the limit duly approved by the members at the 65<sup>th</sup> Annual General Meeting.

All Related Party Transactions are placed on a quarterly basis before the Audit Committee for approval and before the Board for consideration and noting.

The Policy on Related Party Transactions as approved by the Board is uploaded on the Company's website [www.pfizerltd.co.in](http://www.pfizerltd.co.in). The weblink for the Policy is <https://www.pfizerltd.co.in/files/revisedrelatedpartytransactionpolicy Pfizer website.pdf>

None of the Directors have any material pecuniary relationships or transactions vis-à-vis the Company.

Pursuant to Section 134 of the Companies Act, 2013 and Rules made thereunder, particulars of transactions with related parties as required under Section 188 (1) of the Companies Act, 2013, in the prescribed Form AOC-2 forms part of this Report and annexed herewith as **"Annexure - C"**.

## PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The Company has not granted any loans, guarantees, or investments under Section 186 of the Companies Act, 2013 for the financial year ended March 31, 2023.

## DEPOSITS FROM PUBLIC

During the financial year under review, the Company has not accepted any deposits from the public and as such, no amount on account of principal or interest on deposits from the public was outstanding as on the date of the Balance Sheet.

## DISCLOSURES OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL

No orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

## GENERAL INFORMATION

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014, forms part of this Report and annexed herewith as "Annexure - D".

A table containing particulars of employees in accordance with the provisions of Section 197(12) of the Companies Act, 2013, ("the Act") read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of this Report and annexed herewith as "Annexure - E".

The information required pursuant to Section 197(12) of the Act read with Rule 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, forms part of this Report. However, as per the provision of Sections 134 and 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members through electronic mode up to the date of the ensuing Annual General Meeting. Any member interested in obtaining a copy of such statement may write to the Company Secretary at the Company's Registered Office.

The Company does not have any subsidiary company or associate company or joint venture company.

Hence, neither the Managing Director nor the Whole-time Directors of your Company received any remuneration or commission during the year, from any of its subsidiaries.

The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof - Not Applicable

The details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year-Not Applicable

## TRANSFER TO RESERVES

During the year, no amount was transferred to the general reserves.

## MATERIAL CHANGES AFFECTING THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company between the end of the Financial Year and date of this report.

## AUDITORS

The Auditors, Messrs. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), were appointed as Statutory Auditors to hold office for a term of 5 (five) years from conclusion of the 71<sup>st</sup> Annual General Meeting till the conclusion of the 76<sup>th</sup> Annual General Meeting.

Accordingly, Messrs. B S R & Co. LLP will continue to hold office till the conclusion of the 76<sup>th</sup> Annual General Meeting of the Company. Messrs. B S R & Co. LLP have confirmed their eligibility and that they are not disqualified to hold the office of Statutory Auditor.

The Auditor's Report for the financial year ended March 31, 2023 does not contain any qualification, reservation or adverse remark.

## COST AUDITORS

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the cost audit records maintained by the Company is required to be audited. The Board of Directors had, on the recommendation of the Audit Committee, appointed Messrs. RA & Co., to audit the cost accounts of the Company for the financial year 2023-24 on a remuneration of ₹14,70,000/- (Rupees Fourteen Lakhs Seventy Thousand only). As required under the Companies Act, 2013, the remuneration payable to the Cost Auditor is required to be placed before the Members in a general meeting for their ratification. Accordingly, a Resolution seeking Member's ratification for the remuneration payable to Messrs. RA & Co., Cost Auditors is included at Item No. 5 of the Notice convening the Annual General Meeting.

Your Company is required to maintain the cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013. Your Company has accordingly maintained the same and has filed the Cost Audit Report for Formulations and Compliance Report for the financial year ended March 31, 2022 on October 11, 2022, which is within the stipulated timeline prescribed under the applicable regulations. The Cost Audit Report for Formulations for the financial year ended March 31, 2023 is due to be filed by October 26, 2023.

Messrs. R. A. & Co., have confirmed their eligibility to be the Cost Auditors and have been appointed to conduct Cost Audit of the Company's records for the financial year ending March 31, 2024. The remuneration is subject to ratification by the shareholders.

## SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Messrs. Saraf & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report forms part of this Report and annexed herewith



as **"Annexure - F"**. The Secretarial Audit Report for the financial year ended March 31, 2023, does not contain any qualification, reservation or adverse remark.

### **ANNUAL SECRETARIAL COMPLIANCE REPORT**

The Company has undertaken an audit for the financial year 2022-23 for all applicable compliances as per SEBI Regulations and Circulars/Guidelines issued thereunder. The Annual Secretarial Compliance Report has been submitted to the stock exchanges within 60 days from the end of the financial year under review. The Annual Secretarial Compliance Report is available on the Company's website at [www.pfizerltd.co.in](http://www.pfizerltd.co.in)

### **COMPLIANCE WITH SECRETARIAL STANDARDS**

Your Directors confirm that the Secretarial Standards issued by the Institute of Companies Secretaries of India, as applicable to the Company and which are mandatory in nature, have been duly complied with.

### **ANNUAL RETURN**

Pursuant to Section 92(3) read with Section 134(3)(a) of the Companies Act 2013 and rules made thereunder, the Annual Return of the Company as on March 31, 2023 in Form MGT-7 is available on the Company's website at [www.pfizerltd.co.in](http://www.pfizerltd.co.in)

### **CORPORATE GOVERNANCE AND BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORTING**

A Report on Corporate Governance along with a Certificate from B S R & Co. LLP, regarding compliance with the conditions of Corporate Governance as stipulated under Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of this Report and annexed herewith as **"Annexure - G"**.

A Business Responsibility & Sustainability Report as stipulated under Regulation 34(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, describing the initiatives taken by your Company from an environmental, social and governance perspective, forms part of this Report and annexed herewith as **"Annexure-H"**.

### **CAUTIONARY NOTE**

Certain statements in respect to Management Discussion and Analysis may be forward looking and are stated as required by the applicable laws and regulations. The future performance of the Company may be affected by many factors, which could be different from what the Directors envisage in terms of future performance and outlook.

### **ACKNOWLEDGMENTS**

Your Directors would like to place on record their sincere appreciation for the support and assistance extended by the Company's suppliers and business associates. Your Directors are thankful to the esteemed shareholders for their continued support and the confidence reposed in the Company and its Management.

Your Directors wish to place on record their appreciation for the support and guidance provided by its Parent Company, Pfizer Inc. USA.

**For and on behalf of Board of Directors**

**Mumbai, May 15, 2023**

**Pradip Shah  
Chairman  
DIN: 00066242**

## ANNEXURE A

### Report on Corporate Social Responsibility activities for the Financial Year ended March 31, 2023.

1. Brief outline on CSR Policy of the Company:

At Pfizer Limited (the "Company" or "Pfizer"), we constantly strive to positively impact the health of people throughout the Country. For more than seven decades, we strived to serve our community by setting the standard for quality, safety and value in the discovery, development, manufacture and delivery of medicines. Your Company through its Corporate Social Responsibility ("CSR") Policy encourages stronger commitment from the organization and employees towards the society to address the healthcare challenges of the country. The Policy applies to all CSR programs/projects of the Company and has been prepared keeping Pfizer's own core competence and priorities in mind. The policy also aims to align your Company's CSR interventions with the healthcare priorities of the Government of India and other stakeholders working with similar mandates. In doing so, it would be the endeavor of your Company to synergize its CSR initiatives undertaken by various functions/divisions within one unified strategic umbrella. The CSR Committee acts in an advisory capacity to the Board and Management with respect to policies and strategies that affect your Company's role as a socially responsible organization. The CSR Committee ensures that the implementation, monitoring and impact assessment of the projects is in compliance with the CSR Objectives and Policy of your Company.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Pradip Shah	Chairman - Independent Director	4	4
2.	Mr. S. Sridhar	Member - Managing Director*	4	4
3.	Mr. Milind Patil	Member - Executive Director - Finance & CFO	4	4
4.	Mr. Samir Kazi	Member - Executive Director - Legal	4	4

\*Mr. S. Sridhar resigned as Managing Director and Director of the Company effective March 31, 2023. Consequent to the said resignation, Mr. Sridhar ceased to be a Member of the Corporate Social Responsibility Committee effective March 31, 2023.

Ms. Meenakshi Nevatia, Managing Director was appointed as a Member of the Corporate Social Responsibility Committee effective April 3, 2023.

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company.

i. Weblink for composition of CSR Committee and CSR Policy:

<https://www.pfizerltd.co.in/files/Policy-on-Corporate-Social-Responsibility.pdf>

ii. Weblink for CSR Projects approved by the Company:

<https://www.pfizerltd.co.in/our-community-efforts>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):

Your Company has been voluntarily conducting impact assessments through independent agencies to monitor and evaluate its strategic CSR programs. The Company takes cognizance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, and amendments thereof from time to time. There are no projects for which the impact assessment report is applicable in FY 2022-23.

5. (a) Average net profit of the Company as per section 135(5) : ₹703.57 Crores

(b) Two percent of average net profit of the Company as per section 135(5) : ₹14.07 Crores

(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NA

(d) Amount required to be set off for the financial year, if any : Nil

(e) Total CSR obligation for the financial year (5a+5b+5c) : ₹14.07 Crores

6. (a) Details of CSR amount spent against both ongoing & other than ongoing projects for the financial year:

(Amount in ₹)

(1) Sr. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act	(4) Local area (Yes/No)	(5) Location of the project		(6) Project duration	(7) Amount allocated for the project (in ₹)	(8) Amount spent in the current financial Year (in ₹)	(9) Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	(10) Mode of Implementation- Direct (Yes/No)	(11) Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1	Pfizer - Tata Trusts Cancer Care Project	Promoting and Preventive Healthcare	No	PAN India	PAN India	4 years	4,48,16,514	3,28,16,514	1,20,00,000	No	Alamelu Charitable Foundation	CSR00001539
2	Project Parivartan and Online Learning Platform	Promoting and Preventive Healthcare	No	PAN India	PAN India	4 Years	4,72,60,412	2,79,48,309	1,93,12,103	No	Americares India Foundation	CSR00000791
3	Pfizer-cancer care physical helpdesk - Project Aashta	Promoting and preventive healthcare	No	PAN India	PAN India	3 Years	3,12,82,546	1,77,82,546	1,35,00,000	No	Doctors for you	CSR00000608
4	Pfizer-Indovation and IP Project	Promoting and preventive healthcare	No	PAN India	PAN India	3 years	1,21,29,479	1,21,29,479	0	No	Social Alpha Foundation for Innovation and Technology Transfer (FITT)	CSR00001535
5	Charitable Contribution to St. Judes, Armann Foundation and Artscape Foundation through participation in Tata Mumbai Marathon 2022	Promoting and preventive healthcare	No	PAN India	PAN India	2 years	29,28,000	18,30,293	10,97,707	No	St. Judes Armann Foundation Srijon Foundation	CSR00001026 CSR00006398 CSR00003818
<b>TOTAL</b>							<b>13,84,16,951</b>	<b>9,25,07,141</b>	<b>4,59,09,810</b>			



- (b) Amount spent in Administrative Overheads: ₹22,96,742  
(c) Amount spent on Impact Assessment, if applicable: Nil  
(d) Total amount spent for the Financial Year (6b+6c+6d+6e) = ₹9,48,03,883  
(e) CSR amount spent or unspent for the financial year

(Amount in ₹)

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
9,48,03,883	4,59,09,810	April 29, 2023	NA	NA	NA

- (f) Excess amount for set off, if any -

(₹ in Crore)

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	14.07
(ii)	Total amount spent for the Financial Year	9.48
(iii)	Excess amount spent for the financial year [(ii)-(i)]	(4.59)
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Not Applicable
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Not Applicable

7. Details of Unspent CSR amount for the preceding three financial years:

(₹ in Crore)

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Balance Amount in Unspent CSR Account under section (6) of Section 135 (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (in ₹)	Deficiency, if any
					Name of the Fund	Amount (in ₹)	Date of transfer		
1.	2021-22	NIL	NIL	NIL	NA	NA	NA	NIL	NIL
2.	2020-21*	10.95	3.90	3.58	NA	NA	NA	3.90	NIL
3.	2019-20**	4.63	NIL	NIL	NA	NIL	NIL	NIL	NIL
	<b>TOTAL</b>	<b>15.58</b>	<b>3.90</b>	<b>3.58</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>3.90</b>	<b>NIL</b>

\* During the Financial Year 2021-22, the Company had voluntarily deposited the unspent CSR amount of ₹10.95 Crores for Financial year ended March 31, 2021 in a separate bank account named Pfizer Limited - Corporate Social Responsibility Unspent Account FY 2020-21 out of which ₹3.47 Crores was spent during Financial Year 2021-22 on the Company's ongoing CSR projects.

The remaining CSR unspent amount of ₹3.90 Crores will be spent in the subsequent years.

\*\* During the Financial Year 2020-21, the Company had voluntarily deposited the unspent CSR amount of ₹4.63 Crores for Financial year ended March 31, 2020 in a separate bank account named Pfizer Limited - Corporate Social Responsibility Unspent Account FY 2019-20 and spent ₹2.98 Crores during Financial Year 2020-21 on the Company's ongoing CSR projects. The remaining CSR unspent amount of ₹1.65 Crores was thereafter spent during the Financial Year 2021-22 on the Company's ongoing CSR projects.

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the financial year - No



9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5).

The CSR funds were earmarked for five key projects – AMR Parivartan Hospital Transformation Project in partnership with Americares, Pfizer-Tata Trusts cancer care project, Village transformation project (BAIF), Pfizer INDovation and IP Programs and Cancer helpdesks by Doctors for you. Given the scale and scope of these projects, the programs could not utilize the full funds earmarked for the Financial year under review for some of these projects. These CSR projects are long term and continuing projects which would be supported by the Company during subsequent years. Accordingly, the said CSR funds are being released in a phased manner. As per the provisions of the Companies Act, the unspent CSR amount of ₹4.59 Crores has been transferred to Pfizer Limited - Corporate Social Responsibility Unspent Account FY 2022 – 23 and will be subsequently spent on the Company's ongoing CSR projects within a period of three years.

**For and on behalf of Board of Directors**

Mumbai, May 15, 2023

**Meenakshi Nevatia**  
Managing Director  
DIN: 08235844

**Pradip Shah**  
Chairman  
DIN: 00066242

## ANNEXURE-B

### The Nomination and Remuneration Policy

This Nomination and Remuneration Policy (“Policy”) has been adopted by Pfizer Limited’s Board of Directors (“Board”), acting on the recommendation of its Nomination and Remuneration Committee.

#### 1. OBJECTIVES:

The Policy shall be in compliance with Section 178 of the Companies Act, 2013 read with the applicable Rules thereto and applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time. The key objectives of the Policy would be:

- a. Assess necessary and desirable competencies of Board members;
- b. Review Board succession plans;
- c. Evaluate the Board’s performance;
- d. Make recommendations to the Board on:
  - i. Executive Directors remuneration and incentive policies;
  - ii. Remuneration packages of key managerial personnel and senior management;
  - iii. The Company’s recruitment, retention and termination policies for key managerial personnel and senior management; and
  - iv. The remuneration framework for Directors.

#### 2. PFIZER LIMITED’S COMPENSATION PHILOSOPHY:

Pfizer Limited’s (“Company”/“Pfizer”) Compensation and Benefits programs are designed to enhance its ability to attract, motivate, retain and engage a high performing and committed workforce.

#### 3. DEFINITIONS:

- a. “Act” means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- b. “Key Managerial Personnel” means
  - i. Chief Executive Officer or the Managing Director or the Manager;
  - ii. Whole-time Director;
  - iii. Chief Financial Officer;
  - iv. Company Secretary; and
  - v. Such other officer as may be prescribed under the Act.
- c. “Senior Management” means personnel of the Company who are members of its core management team excluding the Board of Directors comprising all members of management one level below the Executive Directors including the functional heads.

#### 4. ROLE OF THE COMMITTEE:

- a. **Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee:**

##### The Committee shall:

- i. Formulate the criteria for determining qualifications, positive attributes and independence of a Director;
- ii. Identify persons who are qualified to become a Director and persons who may be appointed as Key Managerial Personnel and Senior Management Personnel in accordance with the criteria laid down in this policy;
- iii. Formulate criteria for evaluation of Directors, Key Managerial Personnel, Senior Management Personnel and the Board as a whole;
- iv. Recommend to the Board, criteria for remuneration for Directors, Key Managerial Personnel and other Employees;
- v. Recommend to the Board, appointment, re-appointment and removal of Directors, Key Managerial Personnel and Senior Management Personnel and
- vi. Devise a Policy on Board Diversity.

- b. **Policy for appointment, re-appointment, remuneration and removal of Directors, Key Managerial Personnel and Senior Management:**

- i. **The Nomination and Remuneration Committee will ensure that:**
  - a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
  - b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
  - c) remuneration to Directors, Key Managerial Personnel and Senior Management Personnel involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

ii. **Appointment criteria and qualifications:**

- a) the Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, Key Managerial Personnel or at senior Management level and recommend to the Board his / her appointment.
- b) the candidate shall possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- c) the appointment of any Director / Key Managerial Personnel / Senior Management shall also be governed by the prevailing policies of the Company.

iii. **Term / Tenure:**

a) **Managing Director / Whole-time Director:**

The Company may appoint or re-appoint a person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b) **Independent Director:**

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment for another term up to five consecutive years on passing of a special resolution by the Company and disclosure of such appointment in the Board's Report.

No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director, it should be ensured that the number of Boards on which such Independent Director serves

is restricted to seven listed companies as an Independent Director, and three listed companies as an Independent Director in case such person is serving as a Whole-Time Director of a listed company or such other number as may be prescribed under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. For this purpose, the Independent Directors shall submit a declaration in this regard and the Committee / Board shall rely on such declaration.

iv. **Evaluation:**

The Committee shall carry out the evaluation of performance of Directors, Key Managerial Personnel, Senior Management Personnel and the Board as a whole at regular interval (yearly).

v. **Removal:**

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, Rules and Regulations thereunder or for such other compelling reasons, the Committee may recommend to the Board with reasons recorded in writing, removal of a Director, Key Managerial Personnel or Senior Management Personnel subject to the provisions and compliance of the Act, Rules and Regulations and applicable policies of the Company.

vi. **Retirement:**

The Independent Directors shall not be liable to retire by rotation. The other Directors, Key Managerial Personnel and Senior Management Personnel shall retire as per the applicable provisions of the Act and prevailing policies of the Company.

c. **Policy relating to the Remuneration for the Managing Director, Whole-time Director, Key Managerial Personnel and Senior Management Personnel:**

i. **General:**

While determining the remuneration/ compensation / benefits etc. to the Managing Director, Whole-time Directors, Key Managerial Personnel and Senior Management Personnel, the Committee shall keep in mind following criteria:

- That the remuneration is aligned with market when compared to relevant peer companies;

- That the remuneration is appropriate for the Company as it exists today but anticipates future business needs;
- Philosophically consistent around Pfizer's global policies but locally and culturally appropriate;
- Understandable and valuable to the talent the Company wishes to attract, motivate, engage and retain;
- Simple and cost-effective for the Company to communicate, maintain and administer;
- Selected positions may be paid higher remuneration than market aligned peer group remuneration; and
- Higher remuneration may be considered for the purpose of retention of talent.

The remuneration / compensation / benefits etc. of Managing Director and Whole-time Directors shall be subject to the approval of the shareholders of the Company and Central Government, wherever required.

**ii. Increments to the existing remuneration / compensation / benefit structure of Managing Director Whole-time Directors will be recommended by the Committee to the Board subject to the maximum limits approved by the Shareholders.**

**iii. Remuneration to Managing Director, Whole-time Director, Key Managerial Personnel and Senior Management Personnel:**

The Committee shall ensure that Remuneration to Managing Director, Whole-time Directors, Key Managerial Personnel and Senior Management Personnel has a balance between fixed and variable incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals. The components of remuneration consists of annual guaranteed cash comprising of basic salary, ad-hoc/special allowance, House Rent Allowance, etc. Variable component consists of bonus / performance linked incentives based on the performance of the Company and performance of each Director / Key Managerial Personnel / Senior Management Personnel. The Managing Director / Whole-time Directors / Key Managerial Personnel / Senior Management Personnel are also eligible for Long Term

Incentives granted by the Parent Company, Pfizer Inc., U.S.A in the form of Stock Options and Restricted Stock Units. The quantum of perquisites includes employer's contribution to Provident Fund, Medical Reimbursement Expenses, Leave Travel Assistance, Car / Conveyance Allowance etc.

**iv. Remuneration to Non-Executive / Independent Directors:**

• **Sitting Fees:**

Resident Non-Executive / Independent Directors shall be paid the sitting fees for attending the meetings of the Board and the Committees of which they are member. The Board may at its discretion revise the sitting fees payable to the Resident Non-Executive / Independent Directors from time to time. Provided that the amount of such fees shall not exceed the limit prescribed under the Act.

• **Commission:**

In addition to the sitting fees, Resident Non-Executive / Independent Directors may also be paid a Commission, as may be determined by the Board, as recommended by the Nomination and Remuneration Committee after considering the performance of the Company and the performance and contribution of the Directors, as evaluated by the Board, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Act and subject to approval of Shareholders.

• **Stock Options:**

Independent Directors shall not be entitled to any stock options of the Company or its Parent Company.

**5. OTHERS:**

Clauses with respect to the Membership and Term, Chairperson, Frequency of Meetings, Nomination and Remuneration Duties and other administrative functions of the Committee shall be as per the Nomination and Remuneration Charter of the Company.

**6. REVIEW OF THE POLICY:**

The Committee will discuss any revisions that may be required, and recommend any such provisions to the Board for consideration and approval.

## ANNEXURE-C

### Form AOC-2

**Pursuant to Clause (h) of Sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8 (2) of the Companies (Accounts) Rules, 2014**

Form for disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in Sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under fourth proviso thereto.

**i. Details of contracts or arrangements or transactions not at arm's length basis:**

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2023, which were not at arm's length basis.

**ii. Details of material contracts or arrangement or transactions at arm's length basis:**

The details of material contracts or arrangement or transactions conducted on arm's length basis during the year ended March 31, 2023 are as follows:

Sr. No.	Name of the Related Party and Relationship	Nature of Transaction	Duration	Salient Terms	Amount (₹ in Crore)
1.	<b>Pfizer Worldwide Services, Ireland (Fellow Subsidiary)</b>	Service Income	Ongoing	On arm's length basis and in ordinary course of business.	62.77
2.	<b>Pfizer Service Company BVBA, Belgium (Fellow Subsidiary)</b>	Purchase of Stock in Trade	Ongoing	On arm's length basis and in ordinary course of	390.94
		Purchase of Raw / bulk Materials			81.15
3.	<b>Pfizer Products India Private Limited (Fellow Subsidiary)</b>	Service Income	Ongoing	On arm's length basis and in ordinary course of business	17.78
		Recovery of Expenses			0.32
4.	<b>Pfizer Limited Employees' Provident Fund (Post Employment Benefit Trust)</b>	Contribution to provident fund	Ongoing	On arm's length basis and in ordinary course of business	12.51

Appropriate approvals have been taken for all related party transactions. No advances have been paid or received against the transactions mentioned above.

**For and on behalf of the Board of Directors**

Mumbai, May 15, 2023

**Pradip Shah**  
Chairman  
DIN: 00066242

## ANNEXURE-D

### Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

INFORMATION UNDER SECTION 134 OF THE COMPANIES ACT, 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014

#### A. CONSERVATION OF ENERGY:

##### a) Energy Conservation measures taken:

1. Installed Phase - V Photovoltaic (PV) Solar Project.
2. Installed new Auto Coater

##### b) Impact of measures taken:

1. Reduction of Electrical energy consumption.
2. Reduction in carbon emission.

##### c) Steps taken for utilizing alternate sources of energy:

The manufacturing site at Goa has expanded its PV Solar project from 400 KWP to 500 KWP in Phase-V. The Site generated 662 MWH Green Electricity in 2022-23, out of which 618 MWH of Electrical energy was consumed in Manufacturing Process and 44 MWH was exported back to National Grid.

The Site is also in process of installation of PV Solar Panel Phase-VI of 100 KWP and Phase-VII of 800 KWP which will be commissioned in April, 2023 & August, 2023 respectively.

##### d) Capital investment on energy conservation equipments:

A sum of ₹2.5 Crores was spent as capital expenditure for upgradation of the facility to achieve energy conservation.

The site purchased 8.8% less Electrical power when compared in terms of specific power purchased, in previous year.

Specific power purchased (KWH/Million Tablets packed) for FY 2022-23 was 1274 units as against 1386 Units for FY 2021-22.

#### B. TECHNOLOGY ABSORPTION:

##### Research and Development (R & D):

##### 1. Efforts in brief made towards technology absorption:

The Company on an on-going basis takes steps to enhance its technical expertise for pharmaceutical formulations. The Company puts emphasis on innovation in its operations.

##### 2. Benefits derived as a result of the above efforts:

The Company has benefited substantially as a result of the emphasis on innovation. Development of new products for the domestic market, improvement in product quality, operational excellence projects, technology transfer of products and reduction in energy consumption are some of the benefits derived as a result of above efforts carried out during the year under review.

The Site further adopted automated technology and installed new equipment which met Pfizer Quality and EHS standards.

##### 3. Imported technology (imported during the last 3 years reckoned from the beginning of the financial year):

- a. The details of technology imported: Nil
- b. The year of import: Not applicable
- c. Whether the technology has been fully absorbed: Not applicable
- d. If not fully absorbed, areas where absorption has not taken place and reasons thereof: Not applicable

##### 4. Expenditure on Research and Development

	(₹ in Crore)
(i) Capital	NIL
(ii) Revenue	NIL
(iii) Total	NIL
<b>Total to R&amp;D expenditure as percentage of total turnover :</b>	<b>N.A.</b>

#### C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the period under review:

- a. Foreign exchange earnings by the Company was ₹68.78 Crores
- b. Foreign exchange expenditure (which includes import of raw materials, goods for resale and service charges etc.) was ₹0.84 Crore.

For and on behalf of the Board of Directors

**Pradip Shah**  
Chairman  
DIN: 00066242

Mumbai, May 15, 2023

## ANNEXURE-E

### PARTICULARS OF EMPLOYEES

#### PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Sr. No	Requirement under Rule 5(1)	Details
1.	Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year.	<p><b>Executive Directors</b></p> <ul style="list-style-type: none"> <li>Mr. S. Sridhar, Managing Director: <b>61.85<sup>^</sup></b></li> <li>Mr. Milind Patil, Executive Director - Finance and CFO: <b>32.09</b></li> <li>Mr. Samir Kazi, Executive Director - Legal: <b>22.40</b></li> </ul> <p><b>Non-Executive Directors</b></p> <ul style="list-style-type: none"> <li>Mr. Pradip Shah, Independent Director: <b>2.58</b></li> <li>Mr. Uday Khanna, Independent Director: <b>2.48</b></li> <li>Mr. Sunil Lalbhai, Independent Director: <b>2.45</b></li> <li>Ms. Meena Ganesh, Independent Director: <b>2.31</b></li> </ul>
2.	Percentage increase in remuneration of each Executive Director, Chief Financial Officer (CFO), Chief Executive Officer (CEO) and Company Secretary (Salary of 2022-23 v/s Salary of 2021-22)	<ul style="list-style-type: none"> <li>Mr. S. Sridhar, Managing Director: <b>26.45%<sup>^</sup></b></li> <li>Mr. Milind Patil, Executive Director - Finance and CFO: <b>6.61%</b></li> <li>Mr. Samir Kazi, Executive Director - Legal: <b>20.62%</b></li> <li>Mr. Prajeet Nair, Director - Corporate Services &amp; Company Secretary: <b>21.03%</b></li> </ul>
3.	Percentage increase in the median remuneration of employees in the financial year (2022-23 v/s 2021-22)	<b>- 5.27%*</b>
4.	Number of Permanent Employees as on March 31, 2023 on the rolls of the Company.	<b>1,702</b>
5.	Average percentage increase made in the salaries of employees other than the managerial personnel in last Financial Year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	<p>Managerial Personnel: <b>19.33%</b></p> <p>Others: <b>7.02%</b></p>
	Justification for variation in the average percentile increase between Non Managerial employees and Managerial employees	Average percentage calculated based on comparison between sum of remuneration paid to all managerial personnel in 2022-23 vs. 2021-22. The variation in the average percentage increase between managerial personnel and others is mainly due to higher increase in the irregular income of Key Managerial Personnel as a result of their Annual Performance Linked Incentives.
6.	Affirmation that the remuneration is as per the remuneration policy of the Company.	Remuneration is as per the Nomination and Remuneration Policy of the Company.

<sup>^</sup> Mr. S. Sridhar resigned as the Managing Director of the Company with effect from March 31, 2023.

\* impacted on account of VRS and business restructuring.

For and on behalf of the Board of Directors

Pradip Shah  
Chairman  
DIN: 00066242

Mumbai, May 15, 2023



## ANNEXURE-F

### Form No. MR-3 Secretarial Audit Report for the Financial Year Ended 31<sup>st</sup> March 2023

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
**PFIZER LIMITED**  
CIN: L24231MH1950PLC008311  
The Capital, 1802 / 1901,  
Plot No. C-70, G Block,  
Bandra Kurla Complex,  
Bandra (East), Maharashtra,  
Mumbai – 400051.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Pfizer Limited (L24231MH1950PLC008311)** (hereinafter called the 'Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management, I hereby report that in my opinion, the Company has during the audit period covering the financial year ended on 31<sup>st</sup> March, 2023, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment; the Company has neither made any Overseas Direct Investment (ODI) nor accepted any External Commercial Borrowings (ECB), hence ODI and ECB Guidelines are not applicable to the Company.

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - e) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

The Company has further complied with below mentioned laws, which are specifically applicable to the Company as it is in the business of drugs and pharmaceuticals:

- i. Drugs and Cosmetics Act, 1940
- ii. Drugs and Magic Remedies (Objectionable Advertisement) Act, 1954
- iii. Drugs (Prices Control) Order, 2013
- iv. Narcotic Drugs and Psychotropic Substances Act, 1985
- v. Pharmacy Act, 1948

Following laws were not applicable to the Company during the Audit period:

- i. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- ii. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- iii. Securities and Exchange Board of India (Issue and Listing of Non-Convertible securities) Regulations, 2021;
- iv. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- v. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.

I have also examined compliance with the applicable clauses of the following

- (i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with Stock Exchange read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards, etc as mentioned above.

I further report that:

- The Board of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the Composition of the Board of Directors that took place during the period under review were carried out in compliance with provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent well in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

- All decisions were carried through unanimously as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.

I further report that there are adequate systems and processes, commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, there are no specific events / actions having a major bearing on the Company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc. referred to above.

**For Saraf & Associates  
Practising Company Secretaries**

**K.G. SARAF  
Proprietor**

**Place : Mumbai**

**Date : 15.05.2023**

**UDIN : F001596E000310696**

**FCS: 1596 | CP: 642**

**FRN. S1988MH004800**

**PR. 1003/2020**

Note: This report is to be read with my letter of even date which is annexed as 'ANNEXURE 1' and forms an integral part of this report.

**'ANNEXURE 1'**

To,  
The Members,  
**PFIZER LIMITED**  
CIN: L24231MH1950PLC008311  
The Capital, 1802 / 1901,  
Plot No. C-70, G Block,  
Bandra Kurla Complex,  
Bandra (East), Maharashtra,  
Mumbai – 400051.

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as per the Auditing Standards issued by the Institute of Company Secretaries of India to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Saraf & Associates  
Practising Company Secretaries**

**Place : Mumbai  
Date : 15.05.2023  
UDIN : F001596E000310696**

**K.G. SARAF  
Proprietor  
FCS: 1596 | CP: 642  
FRN. S1988MH004800  
PR. 1003/2020**

## ANNEXURE-G

### Corporate Governance Report

#### I. PFIZER'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance at Pfizer is not just adherence to mandatory rules and guidelines. It lies in observing the spirit behind the letter. Your Company has responsibly, critically and collegially worked through all major decisions. It has helped create a credible reputation amongst all stakeholders and regulators. We are guided by the Core Values of Pfizer in our day-to-day decision making which reflects the enduring character of Pfizer and its people. Your Company constantly strives to maintain highest levels of governance standards and is focused on its goal to work together for a healthier world. This approach has helped the Company earn the trust of all its stakeholders over its long history.

#### II. BOARD OF DIRECTORS

##### (a) Composition of Board of Directors

The Company is fully compliant with the Corporate Governance norms in respect of constitution of the Board of Directors ("Board"). The Board at Pfizer represents an optimum mix of professionalism, knowledge, gender and experience. Presently, the Board comprises of 4 Non-Executive Independent Directors including one Woman Director and 3 Executive Directors. Mr. Pradip Shah, Mr. Uday Khanna, Mr. Sunil Lalbhai and Ms. Meena Ganesh (Woman Director) are Non-Executive Independent Directors on the Board. Ms. Meenakshi Nevatia, Mr. Milind Patil and Mr. Samir Kazi are Executive Directors on the Board. The Chairman of the Board is a Non- Executive Independent Director. None of the Director is related to other Directors. The composition of the Board is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") Companies Act, 2013 ("Act") read with Sections 149 and 152 of the Act.

Detailed profile of all the Board members is available on the Company's website at [www.pfizerltd.co.in](http://www.pfizerltd.co.in). Based on the disclosures received from Independent Directors, the Board is of the opinion that the Independent Directors fulfil the conditions specified in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the Management. Further, the Independent Directors have included their names in the data bank of Independent Directors

maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

Mr. S. Sridhar resigned as the Managing Director and Director of the Company with effect from March 31, 2023. None of the other Directors of the Company have resigned before the expiry of their tenure.

The Company has obtained a certificate from Practicing Company Secretaries, Saraf & Associates, confirming that none of the Directors on Board are debarred or disqualified from being appointed or continuing as Director of the Company by SEBI / Ministry of Corporate Affairs or any such statutory authority. The said certificate is enclosed as Annexure 1 to this Corporate Governance Report.

Given below are the key skills / expertise / competence identified by the Board of Directors which are required by them in the context of the business and sector of the Company to function effectively:

Skills / Expertise / Competence	Description
Business Leadership & Operations	Deep knowledge of the Pharmaceutical Industry to provide important insights and perspectives to the Board on the Company's commercial, strategic, manufacturing, legal and other functions. Leadership experience resulting in a practical understanding of the Company's processes, develop talent, succession planning and driving the long term growth strategy of the Company.
Risk Management & Governance	In depth knowledge and understanding of business risks to provide insights and perspective to the Board on Enterprise risk. Develop highest levels of governance practices, provide insights about maintaining Board and management accountability and to protect stakeholders' interest.
Finance & Accounting	Provide financial expertise to the Board, including an understanding and analysis of financial statements, corporate finance, accounting and capital markets.

Skills / Expertise / Competence	Description
Business Expertise	In depth understanding of the pharmaceutical operating and business environment, market access and healthcare solutions. Respond to change with agility, optimism and innovation. Sound knowledge of Business Technology, Digital Marketing, Strategic Development, Public Affairs, etc.

### (b) Board Meetings

The Board meets at least once every quarter to review the quarterly results and other items of the Agenda and if necessary, additional meetings are held. The gap between two Board Meetings does not exceed 120 days. The Board is apprised and informed of all the important information relating to the business of the Company including those

The details of composition of the Board, number of Board Meetings held, attendance thereat and at the last Annual General Meeting ("AGM"), and the number of other Directorships, Memberships and/or Chairmanships held by each Director of the Board as on March 31, 2023, are set out below:

listed in Part A of Schedule II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The Chairman of the Board, the Managing Director and the Company Secretary discuss the items to be included in the Agenda and the Agenda is sent in advance to the Directors along with the draft of the relevant documents and explanatory notes wherever required, to enable the Board to discharge its responsibilities effectively and take informed decisions. In case of special and urgent business needs, the Board/Committees approval is taken by passing resolution by circulation, as permitted by law, which is noted and then confirmed in the next Board/Committee Meeting.

Five Board Meetings were held during the financial year under review. These Meetings were held on May 20, 2022, August 5, 2022, September 6, 2022, November 11, 2022, and February 9, 2023.

Name	Category of Directorship*	No. of Board Meetings Held	No. of Board Meetings Attended	Attendance at the Last AGM	No. of other Directorships Held	No. of other Committees of which Member/Chairman	Skills/Expertise/Competence
Mr. Pradip Shah (Chairman)	NED(I)	5	5	Yes	6	6/3	Business Leadership & Operations and Risk Management & Governance and Finance & Accounting
Mr. S. Sridhar (Up to March 31, 2023)	MD	5	5	Yes	Nil	1/Nil	Business Leadership & Operations, Risk Management & Governance, Finance & Accounting and Business Expertise
Mr. Uday Khanna	NED(I)	5	5	Yes	3	3/2	Business Leadership & Operations and Risk Management & Governance and Finance & Accounting
Mr. Sunil Lalbhai	NED(I)	5	5	Yes	4	3/2	Business Leadership & Operations, Risk Management & Governance and Business Expertise
Ms. Meena Ganesh	NED(I)	5	5	Yes	2	2/Nil	Business Leadership & Operations, Risk Management & Governance and Business Expertise
Mr. Milind Patil	WTD	5	5	Yes	Nil	Nil/Nil	Business Leadership & Operations, Risk Management & Governance, Finance & Accounting and Business Expertise
Mr. Samir Kazi	WTD	5	5	Yes	Nil	1/Nil	Business Leadership & Operations and Risk Management & Governance

\*MD - Managing Director, NED (I) - Non-Executive Director, Independent, WTD - Whole-time Director  
Ms. Meenakshi Nevatia was appointed as the Managing Director of the Company effective April 3, 2023.

### Memberships of Directors in other listed entities:

Sr. No.	Name of the Director	Names of the Listed Entity	Category of Directorship in the respective listed entity
1	Mr. Pradip Shah	BASF India Limited	Non-Executive Independent Director
		Bajaj Auto Limited	Non-Executive Independent Director
		Bajaj Holdings & Investment Limited	Non-Executive Independent Director
		Kansai Nerolac Paints Limited	Non-Executive Independent Director
		KSB Limited	Non-Executive Independent Director
		Sonata Software Limited	Non-Executive Independent Director
2	Mr. Uday Khanna	Castrol India Limited	Non-Executive Independent Director
		Kotak Mahindra Bank Limited	Non-Executive Independent Director
		Pidilite Industries Limited	Non-Executive Independent Director
3	Mr. Sunil Lalbhai	Amal Limited	Executive Director
		Atul Limited	Executive Director
		The Bombay Dyeing & Manufacturing Company Limited	Non-Executive Independent Director
		Navin Fluorine International Limited	Non-Executive Independent Director
4	Ms. Meena Ganesh	Procter & Gamble Hygiene and Health Care Limited	Non-Executive Independent Director
		Axis Bank Limited	Non-Executive Independent Director

- Mr. S. Sridhar, Mr. Milind Patil and Mr. Samir Kazi do not hold directorship in any other listed entity.

#### Notes:

1. Number of Directorships / Memberships held in other companies excludes Directorships/ Memberships in private limited companies, foreign companies, companies under Section 8 of the Companies Act, 2013 ("Act"), membership of managing committees of chambers / bodies and alternate directorships.
2. None of the Independent Directors serve as an Independent Director in more than 7 listed companies. Mr. Sunil Lalbhai who is the Managing Director of Atul Limited does not hold Independent Directorship in more than 3 listed companies.
3. The necessary disclosures regarding Committee positions have been made by all the Directors. None of the Directors are Members of more than 10 Committees and Chairman of more than 5 Committees across all public limited companies in which they are Director. Number of Chairmanships / Membership of Committees covers Chairmanships / Memberships of Audit Committee and Stakeholders' Relationship Committee. The number of Membership of Committees includes Chairmanships also, if any.

### III. BOARD COMMITTEES

Presently, there are six Committees viz., Audit Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee,

Nomination and Remuneration Committee, Risk Management Committee and Board Administrative & Share Transfer Committee. The Board decides the terms of reference of these Committees and the assignment of its members thereof.

#### AUDIT COMMITTEE

Presently, the Audit Committee comprises of Mr. Uday Khanna as Chairman, Mr. Pradip Shah and Mr. Sunil Lalbhai as its Members.

Mr. S. Sridhar resigned as Managing Director and Director of the Company effective March 31, 2023. Consequent to the said resignation, Mr. Sridhar ceased to be a Member of the Audit Committee effective March 31, 2023.

Mr. Pradip Shah and Mr. Uday Khanna are Chartered Accountants by profession. Mr. Sunil Lalbhai is an Industrialist, having experience in finance and accounting. All the members of the Audit Committee are professionals and financially literate within the meaning of Regulation 18 (1) (c) of the Listing Regulations. Mr. Prajeet Nair, Director – Corporate Services & Company Secretary, acts as the Secretary to the Committee.

Four Audit Committee Meetings were held during the financial year under review. These Meetings were held on May 20, 2022, August 5, 2022, November 11, 2022 and February 9, 2023.

The details of the composition of the Audit Committee and the attendance of the Members at the Audit Committee Meetings are as under:

Name	Category*	Number of Meetings Held	Number of Meetings Attended
Mr. Uday Khanna (Chairman)	NED(I)	4	4
Mr. Pradip Shah	NED(I)	4	4
Mr. Sunil Lalbhai	NED(I)	4	4
Mr. S.Sridhar (Up to March 31, 2023)	MD	4	4

\*MD - Managing Director, NED (I) - Non-Executive Director, Independent

The terms of reference of the Audit Committee includes the matters specified under Part C of Schedule II to the Listing Regulations as well as Section 177 of the Companies Act, 2013. The Managing Director, Chief Financial Officer, Internal Auditor and Statutory Auditors are permanent invitees to the Meeting. The Chairman of the Audit Committee was present at the 71<sup>st</sup> Annual General Meeting held on August 26, 2022. The Minutes of the Audit Committee Meetings were noted at the Board Meetings.

## STAKEHOLDERS' RELATIONSHIP COMMITTEE

Presently, the Stakeholders' Relationship Committee comprises of Mr. Sunil Lalbhai as its Chairman, Mr. Uday Khanna and Mr. Samir Kazi as its Members. Mr. Prajeet Nair, Director - Corporate Services & Company Secretary, acts as the Secretary to the Committee and as the Compliance Officer. The details of the composition of the Stakeholders' Relationship Committee and the attendance of the Members at the Meeting held on February 9, 2023 are as under:

Name	Designation	Category*	Attendance at the Meeting held on February 9, 2023
Mr. Sunil Lalbhai	Chairman	NED(I)	Yes
Mr. Uday Khanna	Member	NED(I)	Yes
Mr. Samir Kazi	Member	WTD	Yes

\*NED (I) - Non-Executive Director, Independent, WTD - Whole-time Director

The terms of reference of the Stakeholders' Relationship Committee covers the matters specified under Part D of Schedule II to the Listing Regulations as well as under Section 178 of the Companies Act, 2013.

The Minutes of the Stakeholders' Relationship Committee Meeting were noted at the Board Meeting.

A summary of the complaints received, cleared/pending during the financial year under review are given below:

	As on April 1, 2022	Received during the financial year	Cleared/attended during the financial year	Pending as on March 31, 2023
Non-receipt of dividend warrants	Nil	95	95	Nil
Non-receipt of share certificates after transfer, deletion of name, transmission, transposition, consolidation of folios & share certificates, correction of name, etc.	Nil	10	10	Nil
Non-receipt of Annual Report	Nil	Nil	Nil	Nil
Letters from SEBI, Stock Exchanges and Ministry of Corporate Affairs	Nil	24	24	Nil
<b>Total</b>	<b>Nil</b>	<b>129</b>	<b>129</b>	<b>Nil</b>

During the financial year under review, 129 complaints were received and all of them have been redressed/answered to the satisfaction of the shareholders. No investor grievance remained unattended/ pending for resolution for more than 30 days and no request for dematerialization received for the financial year under review was pending for more than the time limit prescribed under the Listing Regulations and SEBI (Depositories and Participants) Regulations, 2018 as applicable.

## CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Presently, the Corporate Social Responsibility Committee comprises of Mr. Pradip Shah as its Chairman, Ms. Meenakshi Nevatia, Mr. Milind Patil and Mr. Samir Kazi as its Members. Mr. Prajeet Nair, Director - Corporate Services & Company Secretary, acts as the Secretary to the Committee. The Head of the Public Affairs Division of the Company is a permanent invitee to the Meeting

Mr. S. Sridhar resigned as Managing Director and Director effective March 31, 2023. Consequent to the said resignation, Mr. Sridhar ceased to be a Member of the Corporate Social Responsibility Committee effective March 31, 2023.

Ms. Meenakshi Nevatia, Managing Director was appointed as a Member of the Corporate Social Responsibility Committee effective April 3, 2023.

Four Corporate Social Responsibility Committee meetings were held during the financial year under review. These Meetings were held on May 20, 2022, August 5, 2022, November 11, 2022 and February 9, 2023.

The details of composition of the Corporate Social Responsibility Committee and attendance of the Members at the Corporate Social Responsibility Meetings are as under:

Name	Category*	Number of Meetings held	Number of Meetings attended
Mr. Pradip Shah (Chairman)	NED(I)	4	4
Mr. S. Sridhar (up to March 31, 2023)	MD	4	4
Mr. Milind Patil	WTD	4	4
Mr. Samir Kazi	WTD	4	4
Ms. Meenakshi Nevatia (w.e.f April 3, 2023)	MD	NA	NA

\* MD - Managing Director, NED(I) – Non Executive Director, Independent, WTD- Whole Time Director

The terms of reference of the Corporate Social Responsibility Committee includes the matters specified in Section 135 of the Companies Act, 2013, Schedule VII to the Act and Rules made thereunder. The Minutes of the Corporate Social Responsibility Committee Meetings were noted at the Board Meetings.

Based on the recommendation of the Corporate Social Responsibility Committee, the Board of Directors have formulated and adopted a Policy on Corporate Social Responsibility. The same is displayed under the Investor Relations section on the Company's website [www.pfizerltd.co.in](http://www.pfizerltd.co.in). A Report on Corporate Social Responsibility activities carried out by the Company during the year under review and details thereof are given as Annexure - A to the Board's Report.

## NOMINATION AND REMUNERATION COMMITTEE

Presently, the Nomination and Remuneration Committee comprises of Mr. Uday Khanna as Chairman, Mr. Pradip Shah, Ms. Meena Ganesh as its Members. Mr. Prajeet Nair, Director - Corporate Services & Company Secretary, acts as the Secretary to the Committee.

Three Nomination and Remuneration Committee meetings were held during the financial year under review. These Meetings were held on May 20, 2022, November 11, 2022 and February 9, 2023.

The details of the composition of the Nomination Remuneration Committee and the attendance of the Members at the Meetings are as under:

Name	Category*	Number of Meetings held	Number of Meetings attended
Mr. Uday Khanna (Chairman)	NED(I)	3	3
Mr. Pradip Shah	NED(I)	3	3
Ms. Meena Ganesh	NED(I)	3	3

\* NED (I) - Non-Executive Director, Independent

The Nomination and Remuneration Committee, inter alia, reviews and recommends to the Board, remuneration including the Bonus/Performance Linked Incentive of Managing Director, Whole-time Directors, Key Managerial and Senior Management Personnel based on the performance parameters for the executives and the Company, subject to the limits approved by the Members and as permitted by law. The terms of reference of the Nomination and Remuneration Committee include the matters specified under Part D of Schedule II to the Listing Regulations as well as under Section 178 of the Companies Act, 2013.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors have formulated and adopted Nomination and Remuneration Policy and the same is given as Annexure - B to the Board's Report. The Minutes of the Nomination and Remuneration Committee Meetings were noted at the Board Meetings.

## RISK MANAGEMENT COMMITTEE

Presently, the Risk Management Committee comprises of Mr. Sunil Lalbhai as Chairman, Ms. Meena Ganesh, Ms. Meenakshi Nevatia and Mr. Milind Patil as its Members. Mr. Prajeet Nair, Director - Corporate Services & Company Secretary, acts as the Secretary to the Committee.

Mr. S. Sridhar resigned as Managing Director and Director effective March 31, 2023. Consequent to the said resignation, Mr. Sridhar ceased to be a Member of the Risk Management Committee effective March 31, 2023.

Ms. Meenakshi Nevatia was appointed as a Member of the Risk Management Committee effective April 3, 2023. Two Risk Management Committee meetings were held during the financial year under review. These Meetings were held on August 5, 2022 and January 27, 2023.

The details of composition of the Risk Management Committee and attendance of the Members at the Risk Management Committee Meetings are as under:

Name	Category*	Number of Meetings held	Number of Meetings attended
Mr. Sunil Lalbhai (Chairman)	NED(I)	2	2
Ms. Meena Ganesh	NED(I)	NA	NA
Mr. S. Sridhar (up to March 31, 2023)	MD	2	2
Mr. Milind Patil	WTD	2	2
Ms. Meenakshi Nevatia (w.e.f April 3, 2023)	MD	2	2

\* MD - Managing Director, NED(I) – Non Executive Director, Independent, WTD- Whole Time Director



The Risk Management Committee is responsible for oversight on overall risk management processes of the Company and shall ensure that key strategic and business risks are identified and necessary steps are taken for mitigation / redressal of the said risks. The role and responsibility of the Risk Management Committee include the matters specified under Regulation 21 to the Listing Regulations.

The Minutes of the Risk Management Committee Meetings were noted at the Board Meetings.

## BOARD ADMINISTRATIVE & SHARE TRANSFER COMMITTEE

Presently, the Board Administrative & Share Transfer Committee comprises of Ms. Meenakshi Nevatia, Managing Director, Mr. Milind Patil, Whole-time Director and Mr. Samir Kazi, Whole-time Director. Mr. Prajeet Nair, Director - Corporate Services & Company Secretary, acts as the Secretary to the Committee.

Mr. S. Sridhar resigned as Managing Director and Director effective March 31, 2023. Consequent to the said resignation, Mr. Sridhar ceased to be the Chairman of the Board Administrative and Share Transfer Committee. Ms. Meenakshi Nevatia was appointed as the Chairperson of the Board Administrative and Share Transfer Committee effective April 3, 2023.

### A) Executive Directors:

The following table gives details of remuneration paid to Executive Directors for the financial year under review:

Name	Salary	Benefits and Perquisites <sup>^</sup>	(Amount in ₹)	
			Performance Linked Incentives	Total
Mr. S. Sridhar - Managing Director*	3,93,49,482	1,80,35,348	2,28,38,217	8,02,23,047
Mr. Milind Patil	2,01,59,648	52,38,090	1,05,89,098	3,59,86,836
Mr. Samir Kazi	1,56,41,001	78,50,686	68,57,610	3,03,49,297

\* Mr. S. Sridhar ceased to be the Managing Director of the Company effective March 31, 2023.

<sup>^</sup> Benefits and Perquisites include stock options / restricted stock units granted by the Parent Company, Pfizer Inc. USA

The details of composition of the Board Administrative & Share Transfer Committee and attendance of the Members thereat are as under:

Name	Category*	Number of Meetings held	Number of Meetings attended
Mr. S. Sridhar (up to March 31, 2023)	MD	16	16
Mr. Milind Patil	WTD	16	16
Mr. Samir Kazi	WTD	16	16
Ms. Meenakshi Nevatia (w.e.f. April 3, 2023)	MD	NA	NA

\* MD - Managing Director, WTD - Whole-time Director.

The Board Administrative & Share Transfer Committee, inter alia, considers and approves operational and administrative matters and matters relating to share transmission, issue of duplicate shares, etc. The Committee meets on a regular basis to approve administrative actions and share transfer matters. The minutes of the Board Administrative & Share Transfer Committee Meetings were noted at the Board Meetings.

## REMUNERATION TO DIRECTORS

There have been no materially significant related party transactions, pecuniary relationships or transactions between Pfizer Limited and its Directors for the financial year under review that may have a potential conflict with the interest of the Company at large.

**(i) Service Contracts, Severance Fees and Notice Period**

The appointment of the Managing Director and Whole-time Director(s) is governed by the Articles of Association of the Company, Board Resolutions, Members Resolutions and service/employment contracts. The Board Resolutions and Members Resolutions cover the terms and conditions of such appointment read with the service rules of the Company. The service/employment contracts are terminable by either party by serving notice of three months. There is no separate provision for payment of severance fee under the resolutions/contracts governing the appointment of Managing Director and Whole-time Director(s).

**(ii) Employee Stock Option Scheme**

The Company does not have any Employee Stock Option Scheme for its Directors and Employees. The Executive Directors and Senior Management Personnel are, however, eligible for the annual Long Term Incentive Compensation plan by way of Restricted Stock Units and Five Year Total Shareholder Return Units granted by the Parent Company, Pfizer Inc. USA.

**(iii) Performance Linked Incentive criteria**

The Company has internal norms for assessing the performance of its senior executives including Executive Directors.

**(iv)** Ms. Meenakshi Nevatia, Mr. Samir Kazi and Mr. Milind Patil do not hold any equity shares of the Company. Mr. S. Sridhar who resigned as the Managing Director effective March 31, 2023, also did not hold any equity shares of the Company.

**(B) Non-Executive Directors**

The Non-Executive Directors are paid remuneration by way of Commission and Sitting Fees.

AGM	Financial Year	Date and Time	Venue of the AGM
71 <sup>st</sup>	2021-2022	August 26, 2022 at 3.00 p.m. IST	Annual General Meeting conducted through Video Conferencing / Other Audio Visual Means. Deemed venue was the Registered office of the Company at Pfizer Limited, The Capital, 1802 / 1901, Plot No. C - 70, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051.
70 <sup>th</sup>	2020-2021	August 19, 2021 at 3.00 p.m. IST	Annual General Meeting conducted through Video Conferencing / Other Audio Visual Means. Deemed venue was the Registered office of the Company at Pfizer Limited, The Capital, 1802 / 1901, Plot No. C - 70, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051.
69 <sup>th</sup>	2019-2020	September 4, 2020 at 3.00 p.m. IST	Annual General Meeting conducted through Video Conferencing / Other Audio Visual Means. Deemed venue was the Registered office of the Company at Pfizer Limited, The Capital, 1802 / 1901, Plot No. C - 70, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051.

All the resolutions set out in the respective Notices were passed by the requisite majority of the members.

The details of Non-Executive Directors' remuneration for the financial year under review are as under:

Name	Sitting Fees	Commission	Total	(₹ in Lakhs)
				Number of shares held
Mr. Pradip Shah	6.90	18.00	24.90	Nil
Mr. Uday Khanna	6.00	18.00	24.00	Nil
Mr. Sunil Lalbhai	5.70	18.00	23.70	2,477
Ms. Meena Ganesh	4.30	18.00	22.30	Nil
<b>Total</b>	<b>22.90</b>	<b>72.00</b>	<b>94.90</b>	

(1) The Commission payable to the Non-Executive Directors is decided by the Board of Directors of the Company within the limits stipulated by the Special Resolution passed at the 67<sup>th</sup> Annual General Meeting held on September 6, 2018. The amount of Commission payable to each of the Non-Executive Director is decided by the Board on the basis of the enhanced role and responsibility as Chairman/Member of the Board and of the Board Committee(s) and overall financial performance of the Company.

(2) Besides payment of commission, sitting fees, and dividend on equity shares held, if any, by the Directors. No other payments have been made or transactions of a pecuniary nature entered into by the Company with the Directors.

**IV. CHIEF EXECUTIVE OFFICER (CEO)/CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION**

As required under Regulation 17 (8) of the Listing Regulations, the CEO and CFO Certification of the Financial Statements, the Cash Flow Statement and the Internal Control Systems for financial reporting for the financial year ended March 31, 2023, was placed before the Board of Directors at its Meeting held on May 15, 2023.

**V. GENERAL BODY MEETINGS**

**(a) The details of the last 3 Annual General Meetings ('AGM') held**

**(b) Special Resolutions passed at the last three Annual General Meetings**

There was no Special Resolution required to be passed during the last 3 Annual General Meetings of the Company.

**(c) Passing of Special Resolutions by Postal Ballot**

During the year under review, there was no special resolution required to be passed through postal ballot.

None of the Resolutions proposed for the ensuing Annual General Meeting is required to be passed by Postal Ballot and therefore procedure for postal ballot is not required to be provided.

**VI. OTHER DISCLOSURES****(a) Related party transactions**

The Company has not entered into any materially significant related party transactions with its Promoters, Directors or Management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of the Company at large. The Company has disclosed details of material transactions with related parties to the BSE Limited and the National Stock Exchange of India Limited along with the compliance report on corporate governance.

The Company has formulated and adopted a policy on dealing with related party transactions and same is displayed under the Investor Relations section on the Company's website [www.pfizerltd.co.in](http://www.pfizerltd.co.in). The weblink for the Policy is <https://pfizerltd.co.in/files/revisedrelatedparty-transactionpolicy Pfizer website.pdf>

The Company has received disclosures from the senior managerial personnel confirming that they have not entered into any material, financial and commercial transactions in which they or their relatives may have a personal interest.

Transactions with the related parties as per requirements of Indian Accounting Standard 24 are disclosed in Note 40 to the financial statements in the Annual Report and they are not in conflict with the interest of the Company at large.

The Audit Committee has reviewed the related party transactions as mandatorily required under relevant provisions of the Listing Regulations. The said transactions are in the ordinary course of business and at arm's length basis. The Company had taken omnibus approvals for indicative transactions proposed during the financial year ended March 31, 2023.

**(b) Compliances by the Company**

The Company has complied with the requirements of the Stock Exchanges, SEBI and other statutory

authorities on all matters relating to capital markets during the last three years. No penalties or strictures have been imposed on the Company by the Stock Exchanges, SEBI or other statutory authorities relating to the above.

**(c) Code of Conduct**

The Company is committed to conducting its business in conformity with ethical standards and applicable laws and regulations. This commitment stands evidenced by the Model Code of Conduct adopted by the Board of Directors at their meeting held on December 30, 2004, and amended from time to time, which is applicable to each member of the Board of Directors and Senior Management of the Company.

The Company has received confirmations from all the Directors and Senior Management of the Company regarding compliance with the said Code for the financial year under review. A certificate from Ms. Meenakshi Nevatia, Managing Director to this effect forms part of this Report. The said Code is also displayed under the Investor Relations section on the Company's website [www.pfizerltd.co.in](http://www.pfizerltd.co.in)

**(d) Whistle Blower / Vigil Mechanism**

The Company has established a Whistle Blower / Vigil Mechanism through which its Directors, Employees and Stakeholders can report their concerns about unethical behaviours, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The said Mechanism provides for adequate safeguards against victimization and also direct access to the higher levels of supervisors. No person has been denied access to the Audit Committee.

The e-mail ID for reporting genuine concerns is [corporate.compliance@pfizer.com](mailto:corporate.compliance@pfizer.com). In appropriate and exceptional cases, concerns may be raised directly to the Chairperson of the Audit Committee at: [Chairman.IndiaAuditcom@pfizer.com](mailto:Chairman.IndiaAuditcom@pfizer.com)

**(e) Risk Management framework**

The Company has in place a mechanism to inform the Risk Management Committee, Audit Committee and the Board about the risk assessment and minimization procedures and periodical review to ensure that management controls risk through means of a properly defined framework. The Company has formulated and adopted Risk Management Policy to prescribe risk assessment, management, reporting and disclosure requirements of the Company.

**(f) Management Discussion and Analysis**

The Management Discussion and Analysis forms a part of the Board's Report. All matters pertaining to industry structure and developments,

opportunities and threats, segment-wise/team-wise performance, outlook, risks and concerns, internal control systems and adequacy, discussion on financial and operational performance and material developments in human resources are discussed in the said Report

**(g) Adherence to Indian Accounting Standards**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 and other relevant provisions of the Act. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy in use.

**(h) Board Diversity**

The Company recognizes that a Board composed of appropriately qualified members with a broad range of experience relevant to the business is important for effective corporate governance and sustained commercial success. The Company believes that it has a truly diverse Board which leverages on the skills and knowledge, industry or related professional experience, age and gender, which helps the Company to retain our competitive advantage. The Board has adopted the Board Diversity Policy to recognize the benefits of a diverse Board and to further enhance the quality of participation and performance.

**(i) Familiarization Program for Independent Directors**

The Company has in place a Familiarization Program for Independent Directors to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company's success. The Executive Directors / Senior Management makes presentations periodically to familiarize the Independent Directors with the strategy, operations and functions of the Company.

The Company also circulates news and articles related to the industry and provides specific regulatory updates to the Independent Directors on a regular basis. The Company has devised and adopted a policy on Familiarization Program for Independent Directors and has uploaded the same on the Company's website [www.pfizerltd.co.in](http://www.pfizerltd.co.in). The weblink for the Policy and details of the Familiarization Programmes imparted to the Independent Directors during the financial year under review is <https://www.pfizerltd.co.in/files/Familiarization-Program-for-Independent-Directors.pdf>

**(j) Performance Evaluation Criteria for Independent Directors**

The Company has devised a performance evaluation framework and policy, which sets a mechanism for the evaluation of the Independent Directors. Performance evaluation of the Independent Directors was carried out through an evaluation program in terms of the aforesaid performance evaluation framework and policy.

**(k) Transfer of shares to Ministry of Corporate Affairs INVESTOR EDUCATION AND PROTECTION FUND ('IEPF') Account**

The details in respect of the transfer of shares to the MCA's IEPF Account pursuant to Section 124 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, including amendments thereof from time to time and other applicable provisions of the Act, if any, are provided in Note No. 5 to the Notice of the 72<sup>nd</sup> Annual General Meeting of the Company.

**(l) Transfer of shares to Unclaimed Suspense Account / Suspense Escrow Demat Account**

The details in respect of the shares held by the Company in its unclaimed suspense account are provided in Note No. 7 to the Notice of the 72<sup>nd</sup> Annual General Meeting of the Company.

The Company was not required to transfer any equity shares in 'Pfizer Limited - Suspense Escrow Demat Account' arising out of formalities pertaining to issue of letter of confirmation with respect to duplicate share certificates as on March 31, 2023

**(m) Dividend Distribution Policy**

In terms of the provisions of Regulation 43A of the Listing Regulations, the dividend distribution policy for determining the parameters and factors to be considered for declaration of dividend is available on the website of the Company at [www.pfizerltd.co.in](http://www.pfizerltd.co.in) under Investor Relations section under Policies and Procedures Tab.

**(n) Policy on criteria for determining materiality of events**

In terms of the Regulation 30 of the SEBI Listing Regulations, the policy on criteria for determining materiality of events and ensuring timely and accurate dissemination of the material event/information to the Stock Exchanges is available on the website of the Company at [www.pfizerltd.co.in](http://www.pfizerltd.co.in) under Investor Relations section under Policies and Procedures Tab.

**(o) Code of conduct for dealing in Company's securities**

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and amendments thereof, your Company has framed a Code of

Conduct for the designated persons for dealing in the securities of the Company.

**(p) Code of practices and procedures for fair disclosure of unpublished price sensitive information**

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and amendments thereof, your Company has framed code of practices and procedures for fair disclosure of unpublished price sensitive information. The same is available on the website of the Company at [www.pfizerltd.co.in](http://www.pfizerltd.co.in) under Investor Relations section under Policies and Procedures Tab.

**(q) Archival Policy for website content**

In terms of the Regulation 30 of the SEBI Listing Regulations, the Company has formulated a policy on maintaining and preserving timely and accurate records uploaded on the website of the Company. The same is available on the website of the Company at [www.pfizerltd.co.in](http://www.pfizerltd.co.in) under Investor Relations section under Policies and Procedures Tab.

**(r) Disclosures in the relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:**

Number of complaints filed during the financial year 2022-23	1
Number of complaints disposed of during the financial year 2022-23	1
Number of complaints pending as on end of the financial year 2022-23	0

**(s) Mandatory Requirements**

The Company is fully compliant with all the mandatory requirements stipulated under the provisions of the Listing Regulations, as amended from time to time. The adoption of non-mandatory requirements is provided in this Report.

**(t) The Company does not deal in commodity(ies) and hence disclosure relating to commodity price risks and commodity hedging activities does not apply to the Company.**

**(u) The Company has not raised any funds through preferential allotment or Qualified Institutional Placement for the financial year ended March 31, 2023.**

**(v) The Company has not granted Loans/Advances to any firms/companies in which its Directors are interested.**

**(w) The total fees for all services paid by the Company to the Statutory Auditor and all entities in the member firm including network firm/network entity of which the Statutory Auditor is a part for the Financial Year 2022-23 is ₹144 lakhs.**

**(x) There has been no instance of any Non-Compliance with the requirements of Corporate Governance Report under Sub para (2) to (10) of Part C of Schedule V to the Listing Regulations.**

**(y) The shares of the Company were not suspended from trading during the year under review.**

**(z) During the financial year under review, there was no instance where the Board has not accepted any recommendation of any of its Committees.**

**(aa) Policy for determining 'material' subsidiaries**

The Company does not have any subsidiaries and hence the requirement for a Policy for determining 'material' subsidiaries does not apply to the Company.

## VII. MEANS OF COMMUNICATION

### Financial Results

The quarterly, half-yearly and annual financial results are generally published in 'Business Standard' and 'Sakal'. The results are displayed under the Investor Relations section on the Company's website [www.pfizerltd.co.in](http://www.pfizerltd.co.in) shortly after its submission to the Stock Exchanges.

### Presentation to Institutional Investors / Analysts

No tele-conference was held with Institutional Investors / Analysts during the year under review. The official news releases, if any, are displayed under the Investor Relations and Media section on the website of the Company.

## VIII. GENERAL SHAREHOLDER INFORMATION

Date, Day, Time and Venue of the Annual General Meeting

Date : August 18, 2023

Day : Friday

Time : 2.00 p.m. IST

Venue : Through Video Conference / Other Audio Visual Means as set out in Notice convening the Annual General Meeting

### Financial Year

The financial year of the Company is from 1<sup>st</sup> April to 31<sup>st</sup> March. Financial Calendar (Tentative)

First Quarter Results August 11, 2023

Second Quarter Results On or before November 14, 2023

Third Quarter Results On or before February 14, 2024

Fourth Quarter Results and Annual Results On or before May 29, 2024

### Record Date

August 11, 2023 (Friday)

### Dividend Payment Date

The Board of Directors at its meeting held on September 6, 2022 declared an Interim (Special)



Dividend of ₹30/- (300%) per equity share for the financial year ended March 31, 2023. The said Interim (Special) Dividend was paid to the eligible members on September 30, 2022. The Board of Directors at its meeting held on May 15, 2023 further recommended a final dividend of ₹35/- (350%) per equity share and a special dividend of ₹5/- (50%) per equity share, aggregating to total dividend of ₹40/- (400%) per equity share for the financial year ended March 31, 2023. The Final dividend for the financial year ended March 31, 2023, as recommended by the Board of Directors of the Company, if approved at the Annual General Meeting, will be paid to the Members on or before September 16, 2023 as under:

- i. To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of business hours on Friday August 11, 2023;
- ii. To all Members in respect of shares held in physical form as per the Register of Members as may be made available by the Company's Registrar and Share Transfer Agent as of the close of business hours on Friday, August 11, 2023.

All Shareholders' correspondence should be addressed to KFin Technologies Limited, the Registrar and Transfer Agent of the Company or to the Secretarial Department of the Company at the following addresses:

#### Registrar and Share Transfer Agent Address

KFin Technologies Limited  
 UNIT: PFIZER LIMITED  
 Selenium Tower B, Plot No 31 & 32, Gachibowli Financial District, Nanakramguda, Serilingampally, Hyderabad, Telangana – 500032.  
 Contact person: Mr. Premkumar Nair  
 Tel: 040 67162222  
 TOLL FREE NO.: 1800-309-4001  
 E-mail ID: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

#### Listing on Stock Exchanges

The Company is listed on the following

BSE Limited	National Stock Exchange of India Limited
1 Floor, P. J. Towers, Dalal Street, Fort, Mumbai - 400 001.	Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051

The annual listing fees have been paid and there is no outstanding payment towards the Stock Exchanges, as on date.

#### Stock Code

BSE Limited - 500680

The National Stock Exchange of India Limited - PFIZER EQ

#### International Securities Identification Number (ISIN)

The Company's scrip form part of the SEBI's Compulsory Demat Segment bearing ISIN INE182A01018.

#### Corporate Identity Number (CIN)

The Company's CIN, allotted by the Ministry of Corporate Affairs, Government of India, is L24231MH1950PLC008311. The Company is registered at Mumbai in the State of Maharashtra, India.

#### Registered Office Address

Pfizer Limited  
 The Capital, 1802/1901, Plot No. C-70, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051.  
 Contact person: Mr. Prajeet Nair  
 Tel: +91 22 6693 2000; Fax: +91 22 2654 0274  
 Email ID: [prajeet.nair@pfizer.com](mailto:prajeet.nair@pfizer.com);  
[contactus.india@pfizer.com](mailto:contactus.india@pfizer.com)  
 Website: [www.pfizerltd.co.in](http://www.pfizerltd.co.in).  
 L24231MH1950PLC008311

#### Share Transfer System

The Board has authorized Board Administrative & Share Transfer Committee to approve / authorize matters relating to transmission, issue of duplicate shares, etc. At each Board Meeting, the Directors are apprised of the details of transmission / issue of duplicate shares authorized by the Board Administrative & Share Transfer Committee. The Company's Registrars, KFin Technologies Limited has adequate infrastructure to process shares related requests. In terms of amended Regulation 40 of Listing Regulations w.e.f April 1, 2021 transfer of securities in physical form shall not be processed unless the securities are held in the demat mode with a Depository Participant thus, the Company has stopped accepting request for transfer

of shares in physical mode. Further, with effect from 24<sup>th</sup> January 2022, SEBI has made it mandatory for listed companies to issue securities in demat mode only while processing any investor service requests viz. issue of duplicate share certificates, exchange/sub-division/ splitting/consolidation of securities, transmission/ transposition of securities.

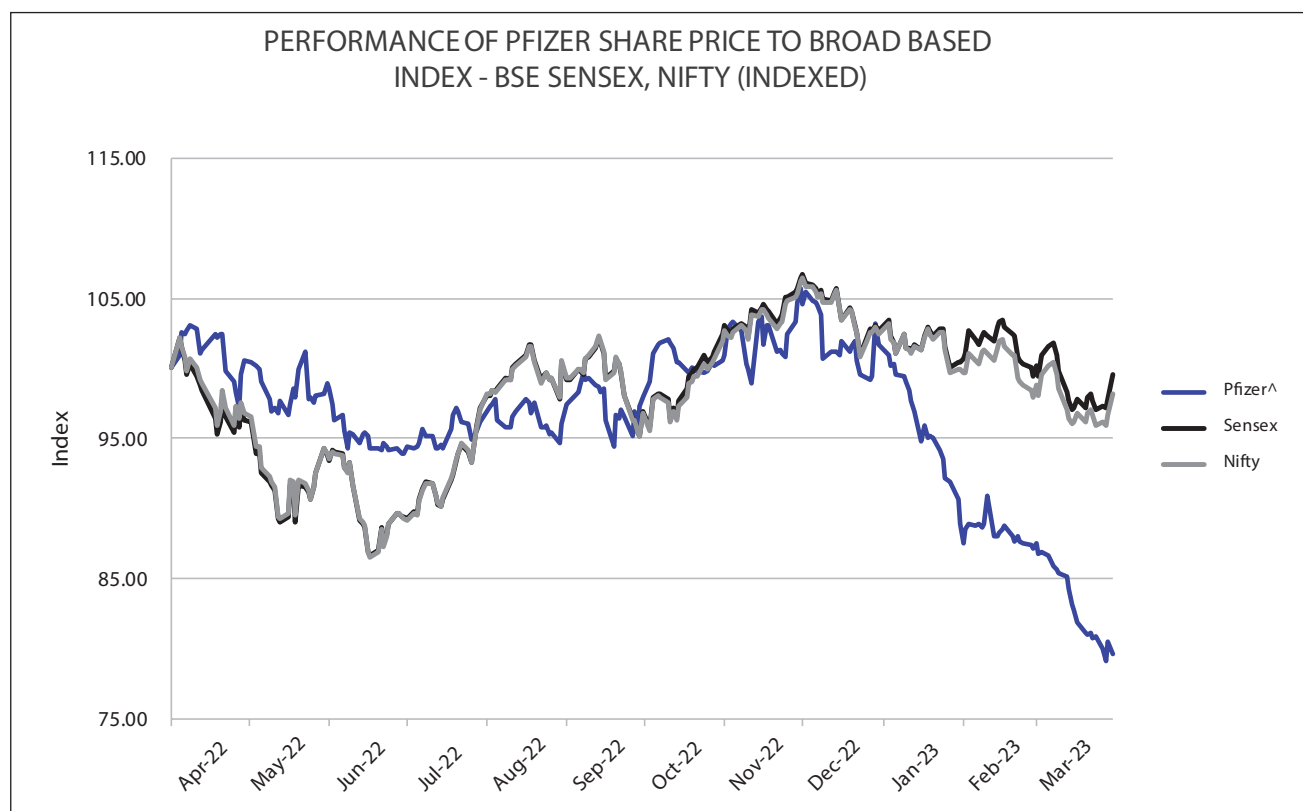
Dematerialization requests are processed within the statutory timelines to give credit of the shares through the Depositories. In compliance with the Listing Agreement with the Stock Exchanges and the Listing Regulations, a Practicing Company Secretary audits the System of Transfer annually and a Certificate to that effect is issued.

**MARKET PRICE DATA\***

The High and Low prices of the Company’s share (of the face value of ₹10/- each) for the financial year under review are

Month and Year	BSE Limited		The National Stock of India Limited	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April 2022	4,550.00	4,077.80	4,540.00	4,071.40
May 2022	4,497.55	4,134.00	4,495.00	4,104.00
June 2022	4,335.00	4,056.00	4,344.95	4,060.00
July 2022	4,248.00	4,080.00	4,248.95	4,077.50
August 2022	4,299.35	4,100.00	4,297.60	4,090.00
September 2022	4,400.00	4,090.00	4,396.30	4,090.00
October 2022	4,490.55	4,209.55	4,492.70	4,201.05
November 2022	4,623.00	4,303.00	4,625.00	4,301.25
December 2022	<b>4,662.35</b>	4,265.00	<b>4,660.00</b>	4,289.00
January 2023	4,430.75	3,852.75	4,438.95	3,850.05
February 2023	4,003.00	3,751.00	4,004.00	3,750.00
March 2023	3,825.75	<b>3,406.95</b>	3,829.85	<b>3,408.00</b>

\* Source: BSE and NSE Websites.



^ Pfizer share price on BSE

## DISTRIBUTION OF SHAREHOLDING

### (a) Shareholding Pattern as on March 31, 2023:

Category of Shareholder	Number of Shares	Percentage of Shareholding
<b>Promoters</b>		
Pfizer East India B.V., Netherlands	18186334	39.75
Wyeth LLC, USA	5617707	12.28
Wyeth Holdings LLC, USA	1630164	3.56
Warner-Lambert Company LLC, USA	1187163	2.60
Parke, Davis & Company LLC, USA	955733	2.09
John Wyeth & Brother Ltd, UK	882000	1.93
Pharmacia LLC, USA	783941	1.71
<b>Sub-Total</b>	<b>29243042</b>	<b>63.92</b>
<b>Non-Promoters</b>		
Qualified Institutional Buyer	258024	0.56
Mutual Funds/UTI	2725366	5.96
Financial Institutions/Banks	7392	0.02
Insurance Companies	3823359	8.36
Foreign Institutional Investors	1280038	2.80
Bodies Corporate	1345844	2.94
Individuals	6420955	14.03
Directors & Relatives	2477	0.01
Trusts	3256	0.01
Foreign Bodies Corporate	310	0.00
Non-resident Indians	248966	0.54
Clearing Members	982	0.00
NBFC	730	0.00
MCA IEPF Account	386991	0.85
<b>Sub-Total</b>	<b>16504690</b>	<b>36.08</b>
<b>Total</b>	<b>45747732</b>	<b>100.00</b>

### (b) Class-wise Distribution of Equity Shares as on March 31, 2023:

Number of Equity Share Holding	Number of Shareholders	Percentage of Shareholders	Number of Shares	Percentage of Shareholding
1-50	95765	78.99	1307189	2.86
51-100	11597	9.57	914909	2.00
101-500	12211	10.07	2422158	5.29
501-1000	1022	0.84	723208	1.58
1001-5000	529	0.44	1010603	2.21
5001-10000	93	0.08	1729095	3.78
10001 & Above	25	0.02	37640570	82.28
<b>Total</b>	<b>121242</b>	<b>100.00</b>	<b>45747732</b>	<b>100.00</b>



### Dematerialization of Shares and Liquidity

The shares of the Company form part of the Compulsory Demat Segment. The Company has established connectivity with both the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) through its Registrars & Transfer Agents, M/s. KFin Technologies Limited.

As on March 31, 2023, the number of shares held in dematerialized and physical mode are as under:

Number of Equity Share Holding	Number of Shares	Percentage to total capital issued	Number of Shareholders	Percentage to total number of shareholders
Held in dematerialized mode in NSDL	43360575	94.78	65742	54.22
Held in dematerialized mode in CDSL	1978609	4.33	48408	39.93
<b>Sub-Total (dematerialized mode)</b>	<b>45339184</b>	<b>99.11</b>	<b>114150</b>	<b>94.15</b>
Physical mode	408548	0.89	7092	5.85
<b>Total</b>	<b>45747732</b>	<b>100.00</b>	<b>121242</b>	<b>100.00</b>

### Outstanding GDRs/ADRs/Warrants or any convertible instruments, etc.

As on date, the Company has not issued these types of securities.

### Foreign exchange risk and hedging activities

The Company does not have any material foreign exchange exposure and is not involved into hedging activities.

### Plant Location

- i. Plot No. L-137,  
Phase III, Verna Industrial Estate,  
Verna - 403 722, Goa

### Credit Rating

The Company has not obtained any credit rating for the financial year ended March 31, 2023.

As per Clause 13 of Part C of Schedule V to the Listing Regulations, the Company has made disclosures of the compliance with corporate governance requirements specified in Regulation 17 to 27 and Clauses (b) to (i) of Sub-regulation (2) of Regulation 46 on the website of the Company - [www.pfizerltd.co.in](http://www.pfizerltd.co.in).

## IX. NON-MANDATORY REQUIREMENTS

### The Board

The Chairman of the Board does not maintain a Chairman's office at the Company's expense.

### Shareholders' Rights

The half-yearly financial results are published in the newspapers as mentioned above and also they are displayed under the Investor Relations section on the Company's website [www.pfizerltd.co.in](http://www.pfizerltd.co.in). Therefore, the results were not separately circulated to all shareholders.

### Modified opinion(s) in Audit Report

The Company has its financial statements for the financial year ended March 31, 2023 with unmodified audit report.

### Separate posts of Chairperson and Chief Executive Officer

Mr. Pradip Shah, Non-Executive Independent Director is the Chairman and during the year under review, Mr. S. Sridhar was the Managing Director of the Company. Ms. Meenakshi Nevatia was appointed as the Managing Director and Chief Executive Officer of the Company with effect from April 3, 2023.

### Reporting of Internal Auditor

The Internal Auditor presents the Internal Audit and Remediation Status report on a quarterly basis to the Audit Committee and satisfactorily addresses the queries/clarifications sought by the Committee.

For and on behalf of the Board of Directors

Mumbai, May 15, 2023

**Pradip Shah**  
Chairman  
DIN: 00066242



## ANNEXURE 1

### CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members,  
**PFIZER LIMITED**  
CIN: L24231MH1950PLC008311  
The Capital, 1802 / 1901,  
Plot No. C-70, G Block,  
Bandra Kurla Complex,  
Bandra (East), Maharashtra  
Mumbai – 400051.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **PFIZER LIMITED** having CIN: L24231MH1950PLC008311 and having registered office at The Capital, 1802 / 1901, Plot No. C-70, G Block, Bandra Kurla Complex, Bandra (East), Maharashtra, Mumbai – 400051 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31<sup>st</sup> March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company*
1	Pradip Panalal Shah	00066242	07/12/1999
2	Uday Chander Khanna	00079129	21/05/2012
3	Sunil Siddharth Lalbhai	00045590	14/02/2015
4	Meena Ganesh	00528252	08/03/2019
5	Milind Anil Patil	02546815	14/11/2018
6	Samir Salauddin Kazi	07184083	14/02/2020
7	Sridhar Subramaniam#	05162648	14/05/2013#

\* the date of appointment is as per the MCA Portal.

# Mr. Sridhar Subramaniam ceased to be the Managing Director & Director of the Company effective close of business on March 31, 2023.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Saraf & Associates  
Practising Company Secretaries**

Place : Mumbai  
Date : 15.05.2023  
UDIN : F001596E000310731

**K.G. SARAF  
Proprietor  
FCS: 1596 | CP: 642  
FRN. S1988MH004800  
PR. 1003/2020**

**DECLARATION BY THE MANAGING DIRECTOR UNDER REGULATION 26 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 REGARDING COMPLIANCE WITH CODE OF CONDUCT**

In accordance with Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that, all the Directors and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended March 31, 2023.

**For Pfizer Limited**

**Meenakshi Nevatia**  
**Managing Director**  
**DIN: 08235844**

**May 15, 2023**



## **INDEPENDENT AUDITORS' CERTIFICATE ON COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS UNDER SEBI (Listing Obligations and Disclosure Requirements) REGULATIONS, 2015**

### **TO THE MEMBERS OF Pfizer Limited**

1. This certificate is issued in accordance with the terms of our engagement letter dated 12 May 2023.
2. We have examined the compliance of conditions of Corporate Governance by Pfizer Limited ("the Company"), for the year ended 31 March 2023, as stipulated in regulations 17 to 27, clauses (b) to (i) of regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("Listing Regulations") pursuant to the Listing Agreement of the Company with Stock Exchanges.

### **Management's Responsibility**

3. The compliance of conditions of Corporate Governance as stipulated under the listing regulations is the responsibility of the Company's Management including the preparation and maintenance of all the relevant records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of Corporate Governance stipulated in the Listing Regulations.

### **Auditors' Responsibility**

4. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended 31 March 2023.
6. We conducted our examination of the above corporate governance compliance by the Company in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) and Guidance Note on Certification of Corporate Governance both issued by the Institute of the Chartered Accountants of India (the "ICAI"), in so far as applicable for the purpose of this certificate. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. 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.

### **Opinion**

8. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.
9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

### **Restriction on use**

10. The certificate is addressed and provided to the Members of the Company solely for the purpose of enabling the Company to comply with the requirement of the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

**For B S R & Co. LLP**  
**Chartered Accountants**  
**Firm's Registration No: 101248W/W-100022**

**Place: Mumbai**  
**Date: 15 May 2023**

**Sadashiv Shetty**  
**Partner**  
**Membership No: 048648**  
**UDIN: 23048648BGWANH4823**

# ANNEXURE-H

## BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

Pfizer Limited, being a subsidiary of Pfizer Inc., USA, one of the world's premier biopharmaceutical companies, understands the significance of our role in helping address healthcare challenges in India while upholding ethical standards and environmental stewardship.

We stand by our commitment towards contributing to long term value creation and a sustainable, responsible and patient centric business model. Our focus is rooted in our purpose to deliver Breakthroughs that change patients' lives through ethical decision-making and our core values —Courage, Excellence, Equity, and Joy.

This Business Responsibility and Sustainability Report ("BRSR") for the financial year 2022-23 seeks to disclose our performance against the nine principles of the "National Guidelines on Responsible Business Conduct". These nine principles are further divided in the BRSR into Essential Indicators and Leadership Indicators. While Essential Indicators are to be reported on a mandatory basis, the reporting of Leadership Indicators is voluntary. As this is our first year of reporting, we have opted to disclose only Essential Indicators.

Further, for reporting purpose, we have developed certain methodologies and used certain assumptions, in line with Guidance Note prescribed by the Securities & Exchange Board of India. These methodologies and assumptions will continue to be reviewed and refined as the regulatory framework governing BRSR evolves in India.

### SECTION A: GENERAL DISCLOSURES

#### I. Details of the Company:

1.	Corporate Identity Number (CIN) of the Company	L24231MH1950PLC008311
2.	Name of the Company	Pfizer Limited
3.	Year of incorporation	1950
4.	Registered office address	The Capital, 1802/1901, Plot No. C - 70, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051.
5.	Corporate address	Same as above.
6.	E-mail	<a href="mailto:contactus.india@pfizer.com">contactus.india@pfizer.com</a>
7.	Telephone	+91 22 6693 2000
8.	Website	<a href="http://www.pfizerltd.co.in">www.pfizerltd.co.in</a>
9.	Financial Year ("FY") for which reporting is being done	April 1, 2022 – March 31, 2023
10.	Name of the Stock Exchange(s) where shares are listed	BSE Limited (BSE) & National Stock Exchange of India Limited (NSE)
11.	Paid-up Capital	₹45,74,77,320/-
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Prajeet Nair Director – Corporate Services & Company Secretary Tel.: +91 22 6693 2352 E – mail ID: <a href="mailto:prajeet.nair@pfizer.com">prajeet.nair@pfizer.com</a>
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together) - The disclosures under this report are made on a standalone basis for Pfizer Limited.	

#### II. PRODUCTS/SERVICES:

14. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Manufacturing and Trading	Manufacturing, marketing, trading and export of pharmaceutical products.	96.4

15. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Pharmaceutical Products	21002	96.4

### III. OPERATIONS

16. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	1	6	7
International	-	-	-

17. Markets served by the entity:

a. Number of locations:

Locations	Number
National (No. of States & Union Territories)	28 States and 8 Union Territories
International (No. of Countries)	4 Nepal, Sri Lanka, Bangladesh and Ireland

b. What is the contribution of exports as a percentage of the total turnover of the entity?

The contribution of exports (products & services) as a percentage of total turnover of the Company is 2.8%.

c. A brief on types of customers:

Patients are our North Star. Our ultimate customers are patients who use our medicines.

Our customers include distributors, stockists, healthcare professionals, hospitals and government institutions.

### IV. EMPLOYEES

18. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b>EMPLOYEES</b>						
1.	Permanent (D)	1634	1342	82%	292	18%
2.	Other than Permanent (E)	385	258	67%	127	33%
3.	<b>Total employees (D + E)</b>	<b>2019</b>	<b>1600</b>	<b>79%</b>	<b>419</b>	<b>21%</b>
<b>WORKERS</b>						
4.	Permanent(F)	68	67	99%	1	1%
5.	Other than Permanent (G)	-	-	-	-	-
6.	<b>Total workers (F + G)</b>	<b>68</b>	<b>67</b>	<b>99%</b>	<b>1</b>	<b>1%</b>

b. Differently abled Employees and workers: -

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b>DIFFERENTLY ABLED EMPLOYEES</b>						
1.	Permanent (D)	1*	1	100	-	-
2.	Other than Permanent (E)	-	-	-	-	-
3.	<b>Total differently abled employees (D + E)</b>	<b>1</b>	<b>1</b>	<b>100</b>	<b>-</b>	<b>-</b>
<b>DIFFERENTLY ABLED WORKERS</b>						
4.	Permanent (F)	-	-	-	-	-
5.	Other than permanent (G)	-	-	-	-	-
6.	<b>Total differently abled workers (F + G)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

\*On the basis of the disclosure made by the employee.

19. Participation/Inclusion/Representation of women:

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors*	7	1	14
Key Management Personnel*	4	0	0

\* As on March 31, 2023

20. Turnover rate for permanent employees and workers

	FY 2022 - 23 (Turnover rate in current FY)			FY 2021 - 22 (Turnover rate in previous FY)			FY 2020 - 21 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	49%*	35%*	47%*	10%	17%	11%	12%	11%	12%
Permanent Workers	62%**	90%**	63%**	3%	-	3%	3%	-	3%

\* Higher turnover ratio for the FY 2022 - 23 on account of voluntary and involuntary separation of employees due to sale of Upjohn Business, sale of Thane Business Undertaking and restructuring to drive business transformation.

Excluding the above factors, the voluntary permanent employees and workers turnover rate for the FY 2022 - 23 would be as follows:

	Male	Female	Total
Permanent Employees	14%	21%	15%
Permanent Workers	4%	0%	4%

\*\* Workers turnover rate for the FY 2022 - 23 is calculated by dividing the number of workers left the employment during the FY with the total number of workers at the beginning of the FY to show a realistic value.

**V. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)**

21. (a) Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Pfizer Inc., USA	Ultimate Holding Company	-	No
2.	Pfizer East India B.V., Netherlands	Holding Company	-	No
3.	Wyeth LLC., USA	Holding Company	-	No
4.	Wyeth Holdings LLC, USA	Holding Company	-	No
5.	Warner-Lambert Company LLC, USA	Holding Company	-	No
6.	Parke, Davis & Company LLC, USA	Holding Company	-	No
7.	John Wyeth & Brother Ltd, UK	Holding Company	-	No
8.	Pharmacia LLC, USA	Holding Company	-	No

Note:

1. Pfizer Inc., USA, via its affiliate entities, indirectly holds 63.92% shares in Pfizer Limited.
2. The Company does not have any subsidiary company or associate company or joint venture Company.

## VI. CSR DETAILS

22. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes
- (ii) Turnover (in ₹) – ₹2,424.76 Crore
- (iii) Net worth (in ₹) – ₹3,207.30 Crore

## VII. TRANSPARENCY AND DISCLOSURES COMPLIANCES

23. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2022 – 23 Current Financial Year			FY 2021 – 22 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes <a href="https://www.pfizerltd.co.in/files/Pfizer_2023BlueBook.pdf">https://www.pfizerltd.co.in/files/Pfizer_2023BlueBook.pdf</a> <a href="https://www.pfizerltd.co.in/contact">https://www.pfizerltd.co.in/contact</a> <a href="https://www.pfizerltd.co.in/connect-with-us">https://www.pfizerltd.co.in/connect-with-us</a>	-	-	-	-	-	-
Investors (Other than shareholders)	Not Applicable	-	-	-	-	-	-
Shareholders	Yes <a href="https://www.pfizerltd.co.in/investor-grievance-redressal">https://www.pfizerltd.co.in/investor-grievance-redressal</a>	129	-	-	156	-	-
Employees and Workers	Yes <a href="https://www.pfizerltd.co.in/files/Pfizer_2023BlueBook.pdf">https://www.pfizerltd.co.in/files/Pfizer_2023BlueBook.pdf</a> <a href="https://www.pfizerltd.co.in/whistle-blower-vigil-mechanism">https://www.pfizerltd.co.in/whistle-blower-vigil-mechanism</a>	60	6	-	64	11	-
Customers	Yes <a href="https://www.pfizerltd.co.in/files/Pfizer_2023BlueBook.pdf">https://www.pfizerltd.co.in/files/Pfizer_2023BlueBook.pdf</a> <a href="https://www.pfizerltd.co.in/whistle-blower-vigil-mechanism">https://www.pfizerltd.co.in/whistle-blower-vigil-mechanism</a>	199	-	-	252	16	-
Value Chain Partners	Yes <a href="https://www.pfizerltd.co.in/files/Pfizer_2023BlueBook.pdf">https://www.pfizerltd.co.in/files/Pfizer_2023BlueBook.pdf</a> <a href="https://www.pfizerltd.co.in/whistle-blower-vigil-mechanism">https://www.pfizerltd.co.in/whistle-blower-vigil-mechanism</a> <a href="https://www.pfizerltd.co.in/connect-with-us">https://www.pfizerltd.co.in/connect-with-us</a>	9	0	-	11	1	-
Others (Media, contractor, third party vendor, HCP, anonymous etc.)	Yes <a href="https://www.pfizerltd.co.in/files/Pfizer_2023BlueBook.pdf">https://www.pfizerltd.co.in/files/Pfizer_2023BlueBook.pdf</a> <a href="https://www.pfizerltd.co.in/whistle-blower-vigil-mechanism">https://www.pfizerltd.co.in/whistle-blower-vigil-mechanism</a> <a href="https://www.pfizerltd.co.in/connect-with-us">https://www.pfizerltd.co.in/connect-with-us</a>	19	5	-	22	8	-



## 24. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format:

Material responsible business conduct issues identified below are those risks and opportunities which may have an impact on the Company's business operations. These issues are identified keeping in mind our parent company Pfizer Inc.'s ESG priority areas and its commitment towards creating a sustainable, responsible and patient centric business model.

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Occupational Health and Safety	Risk and Opportunity	<p>Protecting the health, safety, and well-being of employees and workers, all of whom are essential to driving our business forward, is an integral part of how the Company operates.</p> <p><b>Risk:</b> Even with a solid health record and good safety performance, there is scope for continuous improvement when it comes to the safety of our workers and employees.</p> <p><b>Opportunity:</b> Effective health and safety management helps promote the well-being of the workforce, enhance the employees' satisfaction, and increase employee productivity and efficiency.</p>	<ol style="list-style-type: none"> <li>Maintain effective management of inherently high-risk operations.</li> <li>Support the health and wellness of colleagues by carefully managing workplace hazards.</li> <li>Have rigorous procedures and controls to protect employees from hazards.</li> <li>The India Driver Safety program focuses on reducing the risk associated with driving.</li> </ol>	<p><b>Negative:</b> Any increase in number of health &amp; safety incidents may adversely affect the health and safety of the employees, their morale and productivity, Company's reputation as well as may lead to increased costs to the Company.</p> <p><b>Positive:</b> Implementing our robust health and safety management standards and expectations allows the Company to better mitigate the risk of incidents involving occupational health and safety leading to the betterment of employee well being and increased productivity that can help to effectively create financial growth.</p>
2.	Skill Upgradation	Opportunity	<p>Periodic training, skill programs and skill upgradation through the Company's talent management framework helps address upskilling and the evolving needs of the employees and the Company.</p>	-	<p><b>Positive:</b> Through this framework, non-traditional growth opportunities and career paths have been opened to employees who can be engaged from varying sectors of the Company, thereby providing flexibility to employees and the Company in employee management.</p> <p>Overall, the framework helps enable the Company to attract, develop and retain talent, and create a positive work environment.</p>

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3.	Climate Change	Risk and Opportunity	<p><b>Risk:</b> The Company recognizes the significant risks posed by climate change, including increased adverse impacts on human health and potential for decreased access to critical medicines and vaccines due to disruptions in value chains caused by the greater frequency of severe weather.</p> <p><b>Opportunity:</b> Management and reduction in emissions is important to mitigating climate change.</p> <p>Further, through the use of alternative fuel sources, the Company could increase resilience to fossil fuel and energy prices resulting from the low-carbon transition and increase returns on investment in low-emissions technology.</p>	<ol style="list-style-type: none"> <li>The Company, through its parent company, Pfizer Inc., aims to reduce greenhouse gas (GHG) emissions, and achieve the voluntary Net-Zero standard by 2040, through accelerating the transition away from fossil fuels and engaging suppliers to catalyze equivalent action.</li> <li>The Company is investing in onsite solar projects at its manufacturing facility at Goa.</li> </ol>	<p><b>Positive:</b></p> <ol style="list-style-type: none"> <li>The Company's focus on its climate change-related goals helps enable it to reduce environmental risks and create a more resilient business.</li> <li>An increasing number of national healthcare systems and countries have announced targets to become Net-Zero by future dates including in their supply chain, i.e., the suppliers and pharmaceutical products used by healthcare providers.</li> <li>Healthcare systems may therefore prefer or require suppliers to provide low-carbon products. If Company products are demonstrably lower in carbon than competitors, this may potentially lead to increased demand for such products and increase revenue.</li> </ol> <p><b>Negative:</b></p> <ol style="list-style-type: none"> <li>Failure to address climate change-related risks may adversely impact the Company's business operations.</li> <li>Transition to alternative fuel sources potentially entails increased capital investment.</li> </ol>

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
4.	Waste Management	Risk	Waste and Waste-water management is crucial to pharmaceutical companies and improper management poses the potential for significant ecological risks.	<ol style="list-style-type: none"> <li>1. The Company is committed to limiting discharge of active pharmaceutical ingredients to waste-water from its manufacturing processes, using environmental risk assessment methodologies and emission control practices and technologies.</li> <li>2. The Company tracks its performance to evaluate its waste management practices.</li> <li>3. The Company evaluates waste management practices as they relate to the hierarchy of control of handling waste: avoid, reduce, reuse, recycle, dispose.</li> <li>4. Waste reduction at source by adoption of lean operations.</li> </ol>	<p><b>Negative:</b></p> <ol style="list-style-type: none"> <li>1. Adoption of proper waste-water management sources potentially entails increased capital investment.</li> <li>2. Failure to manage waste and waste-water may lead to financial impact on account of any needed remediation.</li> </ol>
5.	Product Quality and Safety	Risk	Failure to maintain product quality and product safety may have adverse impact on the well-being of the patients, reputation of the Company, and may expose the Company to litigation.	<p>Product quality and safety are paramount to the Company and the Company's approach to mitigating risks include the following:</p> <ol style="list-style-type: none"> <li>1. The Quality Management System ("QMS") of the Company is based on industry-recognized quality management principles and is designed and built to adhere to applicable standards and requirements of health authorities and best practices.</li> <li>2. The Company provides training to employees for product safety and quality.</li> <li>3. The grievance redressal mechanism of the Company enables complaints to be raised relating to product quality.</li> </ol>	<p><b>Negative:</b> Failure to maintain high standards of quality in products could have an adverse impact on patient health, reputational damage, financial liability, product recalls and shortages.</p>

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
6.	Diversity, Equity and Inclusion	Opportunity	<p>Diversity, Equity, and Inclusion (“DEI”) is a key focus area for the Company. Towards this, the Company has prioritized gender diversity as a core area of focus. The Diversity and Inclusion Council of the Company acts as a think tank that gives shape to the DEI initiatives to bring positive effects in the work environment.</p> <p>Focus on DEI has already led to giant strides being taken by the Company in increasing gender diversity, and the Company continues to progress towards increasing women representation in the workforce.</p> <p>The Company also strives to ensure that our workplaces are designed and equipped to support any person with disability (PWD) so as to ensure all colleagues are suitably supported. In addition, we are committed to equal opportunities in the terms and conditions of employment for all employees and job applicants with no discrimination and without regard to race, color, religion, sex, sexual orientation, age, gender identity or gender expression, national origin or disability.</p>	-	<p><b>Positive:</b> DEI has a positive impact on the Company’s workforce, operations and business.</p>
7.	Access to Medicines	Opportunity	<p>The Company is committed to enhancing the access of its portfolio of medicines to patients who may need them. Towards this end, the Company engages actively with all stakeholders, including policy makers to expand access opportunities.</p>	-	<p><b>Positive:</b></p> <p>Expanded access will create an opportunity for the Company to reach more patients, thereby benefitting the community as well as having a positive impact on the Company’s business.</p>

## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

The National Guidelines for Responsible Business Conduct (NGRBC) as prescribed by the Ministry of Corporate Affairs advocates nine principles referred as P1-P9 as given below:

Principle	Description
Principle 1	Businesses should conduct and govern themselves with integrity in a manner that is ethical, transparent and accountable.
Principle 2	Businesses should provide goods and services in a manner that is sustainable and safe.
Principle 3	Businesses should respect and promote the well-being of all employees, including those in their value chains.
Principle 4	Businesses should respect the interests of and be responsive to all its stakeholders.
Principle 5	Businesses should respect and promote human rights.
Principle 6	Businesses should respect and make efforts to protect and restore the environment.
Principle 7	Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.
Principle 8	Businesses should promote inclusive growth and equitable development.
Principle 9	Businesses should engage with and provide value to their consumers in a responsible manner.

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
<b>Policy and management processes</b>									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
The Company has adopted, to the extent applicable "The Blue Book - Summary of Pfizer Policies on Business Conduct" of its parent company, Pfizer Inc., USA. The Blue Book along with the Company's local policies cover all the above 9 principles.									
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
The Board of Directors of the Company has adopted, to the extent applicable "The Blue Book - Summary of Pfizer Policies on Business Conduct" of Pfizer Inc., its parent company.									
c. Web Link of the Policies, if available	<a href="https://www.pfizerltd.co.in/files/pfizerincbluebook.pdf">https://www.pfizerltd.co.in/files/pfizerincbluebook.pdf</a>								
2. Whether the entity has translated the policies into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4. Name of the national and international codes/certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	<ul style="list-style-type: none"> <li>The Company's manufacturing facility at Goa is WHO and GMP certified.</li> <li>As a member of Organization of Pharmaceuticals Producers of India, the Company follows a robust code of conduct on ethical marketing practices for pharmaceutical companies.</li> </ul>								

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	In June, 2022 our parent company, Pfizer Inc., announced measures to further reduce GHG emissions by working to achieve the voluntary Net Zero standard by 2040.								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	<p>The Company, being a subsidiary of Pfizer Inc., is in the process of adopting various measures in line with Pfizer Inc.'s goal to achieve the voluntary Net Zero Standard by 2040. For more details of Pfizer Inc.'s climate action goals, please refer to Pfizer Inc.'s ESG Report 2022</p> <p><a href="https://www.pfizer.com/sites/default/files/investors/financial_reports/annual_reports/2022/files/Pfizer_ESG_Report.pdf">https://www.pfizer.com/sites/default/files/investors/financial_reports/annual_reports/2022/files/Pfizer_ESG_Report.pdf</a></p>								

### Governance, leadership and oversight

7. Statement by Director responsible for the Business Responsibility & Sustainability Report, highlighting ESG related challenges, targets and achievements -

Guided by our values and our commitment to long term sustainability, our ESG approach informs how we can advance our purpose — *Breakthroughs that change patients' lives*—in a responsible and sustainable way that takes accountability for the impact we make on society.

By taking proactive, collaborative steps to advance ESG, we can help improve health outcomes, build trust, create shared value, and make a positive impact on society for years to come. The following are our parent company, Pfizer Inc.'s 6 ESG priority areas:

- **Product innovation:** Reducing cycle times, increasing success rates, and getting more breakthroughs into the hands of patients sooner.
- **Equitable access and pricing:** Expanding affordable access to our breakthrough medicines and vaccines, and protecting people from the burden of infectious and other diseases.
- **Product quality and safety:** Maintaining a quality culture to ensure the highest priority is placed on the safety, efficacy and reliability of our products, the safety of our patients and consumers, the quality of data supporting regulatory submissions, and interactions with our stakeholders.
- **Business ethics:** Exercising strong corporate governance and risk management practices to promote the long term interests of our stakeholders.
- **Diversity, equity, and inclusion:** Creating opportunities to advance diversity, equity, and inclusion across our workforce, those with whom we do business, and society at large.
- **Climate change:** Taking action to reduce our greenhouse gas emissions and mitigate risks associated with a changing climate.

In our pursuit of enhancing sustainability performance, we are committed to deepening our partnerships with key stakeholders, including contractors, suppliers, and customers to foster a collective culture of sustainability across the value chain. We have a strong set of governance policies in line with Pfizer Inc.'s ESG priorities to navigate ESG risks and pursue new opportunities. We will continue to uphold best practices designed to generate safe and sustainable products for our stakeholders. Through regular engagement, knowledge sharing, and promoting responsible business practices, your Company aims to create a tangible and positive environmental and social impact.

We express our heartfelt gratitude to our stakeholders for their firm support and confidence in our sustainability journey. Together we will advocate transformation and work towards building a brighter future for our planet.

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Ms. Meenakshi Nevatia Managing Director & Chief Executive Officer DIN: 08235844
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	No. Please refer to details mentioned in point 8 above.

## 10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)									
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	
Performance against above policies and follow up action	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Annually by the Board of Directors								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Y	Y	Y	Y	Y	Y	Y	Y	Y	Y	Quarterly by the Board of Directors								

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.

While no formal evaluation of the policies is carried out by external agencies, the Company periodically reviews the working of the Policies and refresher training is provided to the employees. Certain policies are reviewed by the Company's internal auditors and secretarial auditors within the scope of their respective audits.

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

Not Applicable

## SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions.

### PRINCIPLE 1 BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE.

#### Essential Indicators

#### 1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total Number of training and awareness programmes held	Topics / principles covered under the training and its impact	Percentage of persons in respective category covered by the awareness programmes
Board of Directors ("BOD")	10	<p>The Company has put in place a familiarization program for its Board of Directors which covers topics such as overview of the pharmaceutical market, industry performance, updates on business and growth strategy, regulatory changes, etc.</p> <p>The BOD is regularly updated with the Company's policies on integrity, ethics, transparency &amp; accountability at regular intervals..</p> <p>The BOD is also made aware of the Company's Risk Management framework, cyber security framework and Internal control framework.</p>	100%
Key Managerial Personnel ("KMP")	14	<p>Colleagues receive role-specific trainings on our Code of Conduct and other key areas, including ethical standards, anti-bribery / anti-corruption training upon hiring and regularly thereafter (normally every one to two years), to reinforce our policies and commitment to integrity. Our ethics and compliance training programs use multi-modal components and are designed to address different learning styles, maximize engagement, and reinforce training content. Our training program encompasses role-based scope of topics and depth of knowledge to help drive training effectiveness.</p> <p>Curated training programs covering wide gamut across all principles including topics such as (but not limited to) Code of Conduct, Prevention Of Sexual Harassment ("POSH"), skill upgradation, health safety and environment etc., are mandatorily required to be completed by all employees including KMPs and workers.</p> <p>The Company also conducts various awareness programs related to health and well-being of the employees and workers.</p>	100%
Employees other than BOD & KMPs			
Workers			



2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, during the financial year ended March 31, 2023: -**

Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (in INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/Fine	-	-	-	-	-
Settlement	-	-	-	-	-
Compounding Fee	-	-	-	-	-
Non-Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)	
Imprisonment	-	-	-	-	-
Punishment	-	-	-	-	-

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.**

Case Details	Name of the regulatory / enforcement agencies / judicial institutions
	Not Applicable

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

Yes, the Company's anti bribery policy prohibits all forms of bribery and corruption, whether by colleagues or our business partners. Colleagues and business partners must never offer, promise, authorize, or provide a payment or benefit that is intended to improperly influence a government official, healthcare professional, or any other person, including commercial entities and individuals, in exercising their responsibilities.

The Company is guided, to the extent applicable, by the "Blue Book - Summary of Pfizer Policies on Business Conduct" — of its parent company, Pfizer Inc., USA. Pfizer's Blue Book —our Code of Conduct— is designed to support our core Values, particularly **Excellence**, as we perform at our best together, and **Equity**, as we should **always act with integrity**. The Blue Book describes how we operate and guides the decisions we make in support of our purpose, including **how we speak up** when we see something that concerns us—a behavior essential to our Value of Courage. Seeking advice, raising concerns, and reporting misconduct are critical to our ability to serve patients. Every Pfizer colleague is responsible for understanding the Blue Book and adhering to our Code of Conduct every day. In doing so, we demonstrate our continued commitment to living our Values and earning the trust of the patients we serve.

In addition, Pfizer's **My Anti-Corruption Policy and Procedures ("MAPP")** sets out Pfizer's global enterprise-wide approach to preventing bribery and corruption . MAPP provides the tools needed to help address bribery and corruption risks in our interactions with healthcare professionals, government, regulators, and business partners. By following MAPP and acting in accordance with applicable laws and Pfizer's values, each Pfizer colleague contributes to our culture of ethics and integrity.

Further to our prohibition on all forms of bribery, we are committed to fostering a culture of ethics and integrity. Pfizer is committed to competing lawfully and ethically in the marketplace and expects every Pfizer Colleague and business partner to conduct all aspects of Pfizer business with integrity. Resources, training, and messaging emphasize the accountability of leaders to own compliance and engage in proactive risk management and ethical decision-making and to make clear that non-compliant conduct is not tolerated. Pfizer also strives to be an ethical leader within our industry by taking leading roles within industry associations and diverse business forums to advance anti-corruption efforts.

The aforementioned policies can be accessed via following web links:

[https://www.pfizerltd.co.in/files/Pfizer\\_2023BlueBook.pdf](https://www.pfizerltd.co.in/files/Pfizer_2023BlueBook.pdf)

<https://www.pfizer.com/about/responsibility/compliance/anti-bribery-and-anti-corruption>

[https://cdn.pfizer.com/pfizercom/MAPP\\_Summary\\_2022\\_Updated.pdf](https://cdn.pfizer.com/pfizercom/MAPP_Summary_2022_Updated.pdf)

**5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:**

	FY 2022 – 23 (Current Financial Year)	FY 2021 – 22 (Previous Financial Year)
Directors	-	-
KMPs	-	-
Employees	-	-
Workers	-	-

**6. Details of complaints with regards to conflict of interest:**

	FY 2022 – 23 (Current Financial Year)		FY 2021 – 22 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	1	Unsubstantiated allegation	-	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs				

**7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest. – Not Applicable**

**PRINCIPLE 2 BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE**

**Essential Indicators**

**1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

	Current Financial Year (FY 2022-23)	Previous Financial Year (FY 2021-22)	Details of improvements in environmental and social impacts
R&D	-	-	-
Capex	10.42%	8.54%	The capital expenditure includes expenses incurred towards installation of solar panels at the Company's Goa site which help in reduction of Greenhouse Gas ("GHG") emissions.

**2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

Yes. The Company, through its parent company Pfizer Inc., has procedures in place designed to ensure third party partner materials and services meet our standards. We select suppliers that are responsible, ethical, and reliable partners. After suppliers are selected and onboarded, they are required to comply with the Pfizer Inc.'s Responsible Sourcing guidelines and Supplier Conduct Principles, which are aligned to the Pharmaceutical Supply Chain Initiative.

Pfizer Inc.'s regular evaluation of external partners extends to assessing environmental, health, safety, and sustainability performance, including labour and human rights reviews. Our collaborations with our suppliers are focused on improving sustainability, compliance with laws, and alignment to our Supplier Conduct Principles and the Pharmaceutical Supply Chain Initiative Principles for Responsible Supply Chain Management. We act on these engagements and reviews by working together to improve operational efficiency and impact reductions.

The Company monitors the performance of and regularly audits its direct suppliers. Audit outcomes are used to drive continuous improvement in both performance and compliance. We require our suppliers to develop action plans in response to our audits and implement improved controls, as needed.

Efforts are being undertaken by the Company to educate its suppliers through webinars on the aforementioned guidelines and principles.

Web-link to Responsible Sourcing Guidelines:

<https://www.pfizer.com/about/partners/B2B-and-suppliers/responsible-sourcing>

- b. If Yes, what percentage of inputs were sourced sustainably?

The Company does not currently track inputs that were sourced sustainably. Presently, efforts are being undertaken by the Company to enhance the sustainability of the supply chain by educating its suppliers through webinars on the aforementioned guidelines and principles.

**3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

The Company's purpose—Breakthroughs that change patients' lives—guides its environmental priorities, with a focus on impact reduction, conservation of resources, and the minimization of waste arising from operations.

- The Company's sites consistently seek opportunities to reduce, reuse, repurpose and recycle materials such as packaging and plastics. The Company's manufacturing unit has robust waste management systems in compliance with regulatory requirements and the Company's internal Environment, Health and Safety ("EHS") standards. All the waste generated within the manufacturing and office premises are segregated into hazardous waste, non-hazardous waste, e-waste and plastic waste which are disposed/recycled in accordance with the regulatory requirements.
- The Company continues to undertake improvement projects (example: yield improvement, reduction of paper consumption, etc.) for reduction of waste generation at source in line with the Company's environmental sustainability policies.
- Plastic waste generated from the operations is disposed in accordance with the Extended Producer Responsibility ("EPR") plan submitted by Pfizer Limited for plastic waste to the Central Pollution Control Board.

**4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Yes, EPR is applicable to the Company's activities. The Company handles, processes and disposes plastic waste generated in line with the EPR plan submitted to the Central Pollution Control Board.

**PRINCIPLE 3 BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS:**

**Essential Indicators**

**1. a. Details of measures for the well-being of employees:**

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care Facilities*	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E / A)	Number (F)	% (F/A)
<b>Permanent employees</b>											
Male	1342	1342	100%	1342	100%	-	-	1342	100%	-	-
Female	292	292	100%	292	100%	292	100%	-	-	292	100%
<b>Total</b>	<b>1634</b>	<b>1634</b>	<b>100%</b>	<b>1634</b>	<b>100%</b>	<b>292</b>	<b>100%</b>	<b>1342</b>	<b>100%</b>	<b>-</b>	<b>-</b>
<b>Other than Permanent employees</b>											
Male	258	258	100%	258	100%	-	-	-	-	-	-
Female	127	127	100%	127	100%	127	100%	-	-	-	-
<b>Total</b>	<b>385</b>	<b>385</b>	<b>100%</b>	<b>385</b>	<b>100%</b>	<b>127</b>	<b>100%</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

\*The Company does not offer daycare facilities on its premises to its permanent employees. The Company provides reimbursement of creche expenses to working mothers as per the provision of applicable laws and internal policy.

b. Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care Facilities*	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E / A)	Number (F)	% (F/A)
<b>Permanent workers</b>											
Male	67	67	100%	67	100%	-	-	67	100%	-	-
Female	1	1	100%	1	100%	1	100%	-	-	1	100%
<b>Total</b>	<b>68</b>	<b>68</b>	<b>100%</b>	<b>68</b>	<b>100%</b>	<b>1</b>	<b>100%</b>	<b>67</b>	<b>100%</b>	<b>-</b>	<b>-</b>
<b>Other than Permanent workers</b>											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

\*The Company does not offer daycare facilities on its premises. The Company provides reimbursement of creche expenses to working mothers as per the provision of applicable laws and internal policy.

2. Details of retirement benefits, for Current Financial Year and Previous Financial Year.

Benefits	FY 2022 – 23 Current Financial Year			FY 2021 – 22 Previous Financial Year		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
	PF	100%	100%	-	100%	100%
Gratuity	100%	100%	-	100%	100%	-
ESI*	100%	100%	Y	100%	100%	Y
Others – Super Annuation	-	38%	-	-	34%	-

\* ESI benefit is extended to all eligible employees.

Note: The Provident Fund, Gratuity and Superannuation contributions are deposited with the Company's respective Trust Funds.

3. Accessibility of workplaces

**Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.**

Yes. The Company has provided the following arrangements at its premises: Dedicated parking, security support, disabled-friendly washrooms, adequate space for wheelchair movement, visual and audio alarms, emergency evacuation chair, ramps in the basement at entry points, etc.

The Company continues to work towards identifying the needs of employees with disabilities and proactively supporting them.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes, the Company has in place the equal employment opportunity policy in line with the Rights of Persons with Disabilities Act, 2016 for persons with physical or mental disabilities.

Web-link: <https://www.pfizerltd.co.in/files/pfizerincbluebook.pdf>

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent workers*	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	92%	100%	-	-
Female	100%	100%	-	-
<b>Total</b>	<b>94%</b>	<b>100%</b>	-	-

\*None of the permanent workers availed parental leave during the year under review

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief:

	Yes / No (If yes, then give details of mechanism in brief)
Permanent Workers	Yes.
Other than Permanent Workers	Courage is a core value, and we promote a speak up environment. Our whistleblowing policies (e.g., Open Door policy) and strict anti-retaliation policies require reporting misconduct and encourage raising concerns about any issues. Retaliation against anyone who seeks advice, raises a concern, reports misconduct, or provides information in an investigation is prohibited. The Company takes all policy concerns seriously and, to the extent violations of policy are identified, takes appropriate disciplinary action and corrective actions, including potential termination. We measure our culture of integrity with surveys, and the results are used to focus leadership communications, training, and other proactive improvement efforts.
Permanent Employees	
Other than Permanent Employees	We provide multiple channels for asking questions and raising potential compliance concerns, including anonymous reporting options where permitted by law, and keep matters as confidential as possible.  The avenues for raising concerns are listed in the Blue Book and on our website www.pfizerltd.co.in, both of which are publicly available. Every employee, irrespective of hierarchy, has access to the Employee Relations Investigations Group, Compliance or Legal Division, Office of the Ombudsman, People Experience Division of the Company and in appropriate and exceptional cases, concerns may be raised directly to the Chairman of the Audit Committee of the Company.

7. Membership of employees and worker in association(s) or Unions recognized by the listed entity

Category	FY 2022 - 23 Current Financial Year			FY 2021 - 22 Previous Financial Year		
	Total employees / workers in respective category (A)	No. of employees /workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
<b>Total Permanent Employees</b>	1,634	0	-	2182	0	-
- Male	1342	0	-	1,899	0	-
- Female	292	0	-	283	0	-
<b>Total Permanent Workers</b>	68	68	100%	186	186	100%
- Male	67	67	100%	176	176	100%
- Female	1	1	100%	10	10	100%

## 8. Details of training given to employees and workers:

Category	FY 2022-23 Current Financial Year					FY 2021-22 Previous Financial Year				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
<b>Employees</b>										
Male	1,342	1,342	100%	1,342	100%	1,899	1,899	100%	1,899	100%
Female	292	292	100%	292	100%	283	283	100%	283	100%
<b>Total</b>	<b>1,634</b>	<b>1,634</b>	<b>100%</b>	<b>1,634</b>	<b>100%</b>	<b>2,182</b>	<b>2,182</b>	<b>100%</b>	<b>2,182</b>	<b>100%</b>
<b>Workers</b>										
Male	67	67	100%	67	100%	176	176	100%	176	100%
Female	1	1	100%	1	100%	10	10	100%	10	100%
<b>Total</b>	<b>68</b>	<b>68</b>	<b>100%</b>	<b>68</b>	<b>100%</b>	<b>186</b>	<b>186</b>	<b>100%</b>	<b>186</b>	<b>100%</b>

The Company provides regular trainings on health and safety to all its permanent employees. Trainings on skill upgradation includes both soft skills and functional skills. Further individual functions also provide trainings based on their specific needs and the same are not separately tracked.

## 9. Details of performance and career development reviews of employees and worker:

Category	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Total (A)	No.(B)	% (B/A)	Total (C)	No.(D)	% (D/C)
<b>Employees</b>						
Male	1,342	1,342	100%	1,899	1,899	100%
Female	292	292	100%	283	283	100%
<b>Total</b>	<b>1,634</b>	<b>1,634</b>	<b>100%</b>	<b>2,182</b>	<b>2,182</b>	<b>100%</b>
<b>Workers</b>						
Male	67	67	100%	176	176	100%
Female	1	1	100%	10	10	100%
<b>Total</b>	<b>68</b>	<b>68</b>	<b>100%</b>	<b>186</b>	<b>186</b>	<b>100</b>

## 10. Health and safety management system:

### a. Whether an occupational health and safety management system has been implemented by the entity? If yes, the coverage of such system.

Yes, the Company has an occupational health and safety management system in place based on Pfizer Global EHS standards. The Global EHS Policy and supporting standards outline Pfizer's approach to assessment, evaluation, elimination, and mitigation of EHS risks across its operations globally. In addition, they facilitate colleague engagement in EHS thereby enabling continuous improvement. Each Pfizer colleague and contingent worker plays a crucial role in facilitating a culture of EHS excellence where improvements, ideas, suggestions and opportunities are welcomed. Fostering this culture of interdependence with everyone looking out for each other enables Pfizer to meet its commitment to its patients. The said system covers the Company's plant, head office, regional offices and all employees and workers based in those locations. Periodic internal and cross-site audits are conducted to improve the Company's EHS practices and reduce workplace hazards.

### b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The Company uses Hazard Identification and Risk Assessment ("HIRA") for routine and non-routine activities to identify and mitigate all current and reasonably foreseeable hazards. Further, the Company undertakes periodic audits, evaluations of emergency and crisis response plans and mock drills to help identify and assess work related hazards.

With a view to provide a safe and healthy work environment to its employees and workers, risk assessment is part of employees' and workers' online training program wherein the risk profile of each employee or worker is evaluated following which positive reinforcing conversations are held with the respective employee or worker.

In addition, the Company launched a focused program on Serious Injury and Fatality Prevention designed to increase hazard awareness and drive a more proactive approach to injury prevention.

Further, the India Driver Safety program of the Company focuses on reducing the risk associated with driving.

Further, the Company has systems in place for assessing ergonomic, occupational, process safety hazards and risks.

**c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks.**

Yes, the Company has established an internal mechanism to facilitate reporting of hazards at the workplace. The Company's leaders set the tone for our strong culture of acting with integrity in all we do and support a speak-up culture in which all workers can raise concerns without fear of retaliation. Measures are subsequently taken to investigate and mitigate these hazards. The Company has established an internal EHS Committee that periodically reviews the mitigation steps taken.

**d. Do the employees/ workers of the entity have access to non-occupational medical and healthcare services?**

Yes, all employees and workers are covered under Company's health insurance and accident policy.

**11. Details of safety related incidents:**

Safety Incident/Number	Category	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	-	-
	Workers	-	-
Total recordable work-related injuries	Employees	-	-
	Workers	-	-
No. of fatalities	Employees	-	-
	Workers	-	-
High consequence work-related injury or ill-health (excluding fatalities)	Employees	-	-
	Workers	-	-

**12. Describe the measures taken by the entity to ensure a safe and healthy work place.**

The foundation of Pfizer's EHS program is robust EHS management systems. Pfizer Inc.'s EHS programs, applicable to all operations globally including the Company's operations, place an emphasis on identifying and managing EHS risk. The programs are described within Global EHS Standards structured very similarly to the ISO 14001 framework with implementation at all sites verified through the Pfizer internal EHS audit program.

At the Company level, EHS governance is overseen by the Company's internal EHS Committee that involves representation from all levels of the organization. EHS performance is regularly reviewed to help ensure high standards of conduct. The Company has a robust health and safety management system based on its internal standards which are aligned with applicable standards for occupational health and safety.

The Company uses EHS risk assessment as a business planning tool to proactively design and manage operations, thereby mitigating risk and preventing harm. Further EHS governance is subject to multiple audits at local and global level.

The Company has systematic processes for continued evaluation of risks and implementation of mitigation. Employees are given periodic training to equip themselves to work in a safe manner. The Company has a wellness center that offers primary medical services including medical emergencies. The Company also conducts wellness sessions as part of the wellness center program.

The Company also has a detailed emergency and crisis response plan for manufacturing site and office locations, and periodic mock drills are conducted to familiarize the employees for any imminent risks.

**13. Number of Complaints on the following made by employees and workers:**

	FY 2022-23 (Current Financial Year)			FY 2021-22 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	-	-		-	-	
Health & Safety	-	-		-	-	

**14. Assessments for the year:**

	% of your plants and offices that were assessed
Health and safety practices	100% The Company conducts regular self-assessments for its Plant and Office facilities to help ensure compliance with applicable health and safety requirements. Pfizer conducts regular internal audits of all facilities.
Working Conditions	100% The Company conducts assessments based on regulatory requirement, if applicable, and the Company's Internal Policies. Environmental working conditions in terms of air quality, noise etc. are monitored pursuant to applicable regulatory requirements. The Company conducts regular self-assessments for its Plant and Office facilities to help ensure compliance with applicable environmental requirements. Pfizer conducts regular internal audits of all facilities.

**15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health and safety practices and working conditions.**

No Significant risks / concerns were identified during the reporting period and therefore, the Company is not currently undertaking any corrective actions to address significant risks / concerns arising from the assessments at Question 14 above. In the event of any such incident were to be reported, a root cause analysis is carried out by a trained team. Corrective and preventive actions are then formulated considering the hierarchy of controls. Identified actions are shared across the network for horizontal implementation and tracked to completion.

**PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS**

**1. Describe the processes for identifying key stakeholder groups of the entity.**

Across the organisation, we engage regularly with a variety of stakeholders, including employees, shareholders / investors, value chain partners, suppliers, government, industry associations, not-for-profit organisations and communities. Key stakeholder groups are identified on the basis of Company's industry dynamics, business model and the influence & impact they have on the Company.

**2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group**

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others )	Purpose and scope of engagement including key Topics and concerns raised During such engagement
Employees	No	<ul style="list-style-type: none"> <li>Employee Townhall</li> <li>Senior leadership engagements</li> <li>Wellness sessions</li> <li>Training programs &amp; onboarding sessions</li> <li>Internal communication</li> <li>Yammer</li> <li>Intranet portal</li> <li>Annual Employee Pulse Survey</li> </ul>	<ul style="list-style-type: none"> <li>Periodical</li> <li>On a need basis</li> <li>Periodical</li> <li>Regularly</li> <li>Regularly</li> <li>Regularly</li> <li>Regularly</li> <li>Annual</li> </ul>	<ul style="list-style-type: none"> <li>Business and performance updates.</li> <li>Pfizer's purpose and strategy.</li> <li>Physical &amp; mental wellbeing sessions.</li> <li>Code of conduct, Ethics &amp; compliance, Cyber security.</li> <li>Diversity, equity and inclusion.</li> <li>New skills, learning &amp; development.</li> </ul>



Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others )	Purpose and scope of engagement including key Topics and concerns raised During such engagement
Shareholders / Investors	No	<ul style="list-style-type: none"> <li>Quarterly financial statements disseminated on Stock exchanges, website of the Company and Newspaper publication</li> <li>Annual Report disseminated on Stock exchanges, website of the Company</li> <li>Shareholder interaction at the Annual General Meeting, dissemination of the proceedings and outcome of the general meetings on Stock Exchanges, website of the Company</li> <li>Press releases</li> <li>Announcement through stock exchanges, Company website</li> <li>Dedicated email ID for Investors</li> </ul>	<ul style="list-style-type: none"> <li>Quarterly</li> <li>Annually</li> <li>Annually</li> <li>Need basis</li> <li>Need basis</li> <li>Need basis</li> </ul>	<ul style="list-style-type: none"> <li>Financial performance</li> <li>Operational performance</li> <li>Business strategy &amp; performance</li> <li>CSR programs</li> <li>Corporate Governance</li> <li>Material changes / disclosures / updates</li> <li>Resolution of queries.</li> </ul>
Value Chain Partners	No	<ul style="list-style-type: none"> <li>In Market Visits</li> <li>Meetings</li> </ul>	<ul style="list-style-type: none"> <li>Event Based</li> <li>Periodic</li> </ul>	<ul style="list-style-type: none"> <li>To enhance access to medicines in various geographies.</li> <li>To develop a strong partnership for uninterrupted supply of vital medicines.</li> <li>To achieve higher market share through better coverage and penetration.</li> <li>To create awareness about portfolio and initiatives.</li> <li>Partner for credit worthiness and fair business practices.</li> <li>To address any query/ feedback by value chain partners.</li> </ul>
Suppliers	No	<ul style="list-style-type: none"> <li>Visits</li> <li>Audits</li> <li>Grievance Mechanism</li> <li>Engagement Programs</li> </ul>	<ul style="list-style-type: none"> <li>Quarterly</li> <li>Annually</li> <li>Permanent</li> <li>Event Based</li> </ul>	<ul style="list-style-type: none"> <li>To help ensure business continuity.</li> <li>To identify and close gaps, if any, at supplier facilities related to cGMP.</li> <li>To seek their confirmation on compliance with our Suppliers Code of Conduct.</li> <li>Create awareness on ESG parameters.</li> <li>To address any feedback/ queries related to the Product.</li> </ul>
Government	No	<ul style="list-style-type: none"> <li>Meetings,</li> <li>Communication</li> <li>Public Consultation through industry associations</li> </ul>	As required	Discussions of policy matters such as access and affordability, pricing, availability of new therapies in Government programs, regulatory processes etc.

## PRINCIPLE 5 BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

### Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2022 – 23 Current Financial Year			FY 2021 – 22 Previous Financial Year		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
<b>Employees</b>						
Permanent	1634	1634	100%	2182	2182	100%
Other than permanent	385	385	100%	382	382	100%
<b>Total Employees</b>	<b>2019</b>	<b>2019</b>	<b>100%</b>	<b>2564</b>	<b>2564</b>	<b>100%</b>
<b>Workers</b>						
Permanent	68	68	100%	186	186	100%
Other than permanent	-	-	-	-	-	-
<b>Total Workers</b>	<b>68</b>	<b>68</b>	<b>100%</b>	<b>186</b>	<b>186</b>	<b>100%</b>

Note: Training on Human Rights elements forms part of Pfizer's Blue Book, which is mandatory for all permanent and other than permanent employees and permanent workers of the Company. The Company has deployed an e-module on Blue Book for training of the employees. Additionally, all employees and permanent workers in a procurement-related function supporting manufacturing and supply operations are trained on Pfizer's global labour and human rights standard.

2. Details of minimum wages paid to employees and workers:

Category	FY 2022 – 23 Current Financial Year					FY 2021 – 22 Previous Financial Year				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
<b>Employees</b>										
<b>Permanent</b>	<b>1634</b>	-	-	<b>1634</b>	<b>100%</b>	<b>2182</b>	-	-	<b>2182</b>	<b>100%</b>
Male	1342	-	-	1342	100%	1899	-	-	1899	100%
Female	292	-	-	292	100%	283	-	-	283	100%
<b>Other than Permanent</b>	<b>385</b>	-	-	<b>385</b>	<b>100%</b>	<b>382</b>	-	-	<b>382</b>	<b>100%</b>
Male	258	-	-	258	100%	256	-	-	256	100%
Female	127	-	-	127	100%	126	-	-	126	100%
<b>Workers</b>										
<b>Permanent</b>	<b>68</b>	-	-	<b>68</b>	<b>100%</b>	<b>186</b>	-	-	<b>186</b>	<b>100%</b>
Male	67	-	-	67	100%	176	-	-	176	100%
Female	1	-	-	1	100%	10	-	-	10	100%
<b>Other than Permanent</b>	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-

### 3. Details of remuneration/salary/wages, in the following format:

	Male		Female	
	Number	Median remuneration*/ salary/ wages of respective category (₹)	Number	Median remuneration*/ salary/ wages of respective category (₹)
Board of Directors (BOD)	6	1,20,74,034	1	22,30,000
Key Managerial Personnel (KMP)	4	2,63,41,338	-	-
Employees other than BOD and KMP	1,338	9,36,255	292	12,43,007
Workers	67	6,18,447	1	7,60,448

\* Median remuneration excludes perquisites value

### 4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes, the Company has an Employee Relations Investigations Group for addressing matters and issues related to human rights. The Company has further formulated Internal Complaints Committee which addresses sexual harassment related grievances.

### 5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Company is committed to conducting business in an ethical and responsible manner. This includes respecting human rights throughout its operations.

The Company has a whistleblower mechanism and open door policy wherein any employee irrespective of hierarchy has access to the Employee Relations Investigations Group, and in appropriate cases, to the Corporate Compliance Group.

For all grievances that are routed to the Employee Relations Investigations Group and in certain cases to the Corporate Compliance Group, necessary action is taken in line with the underlying internal policies and regulations applicable to the workplace.

The Company also has the Internal Complaints Committee (ICC) which addresses sexual harassment related grievances. Any case that is raised is thoroughly and confidentially investigated. If found guilty, appropriate action is taken against the accused. The Company has a zero-retaliation policy in place designed to ensure no adverse actions against the complainant.

### 6. Number of Complaints on the following made by employees and workers:

	FY 2022 - 23 Current Financial Year			FY 2021 - 22 Previous Financial Year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment*	1	0	-	1	0	-
Discrimination at workplace	-	-	-	-	-	-
Child Labour	-	-	-	-	-	-
Forced Labour /Involuntary Labour	-	-	-	-	-	-
Wages	-	-	-	-	-	-
Other human Rights related issues	-	-	-	-	-	-

\* Also forms part of complaints reported under 'Employees and Workers' under Section A(VII)(23) of this report.

### 7. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases

Retaliation against anyone who seeks advice, raises a concern, reports misconduct, or provides information in an investigation is strictly prohibited by our anti-retaliation policy that protects whistleblowers.

The Company has adopted a policy in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013 whereby an aggrieved woman can submit a complaint which must be investigated by the Internal Complaints Committee with absolute confidentiality.

The Company has in place a whistle-blower / vigil mechanism through which its directors, employees and stakeholders can report their genuine concerns about illegal or unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The mechanism provides for safeguards against victimization of persons who use such mechanism.

If any individual, regardless of his or her role in the Company, retaliates against an employee who has truthfully and in good faith reported a potential violation, the Company will take appropriate action—even if it later turns out that the employee was mistaken in reporting the matter originally.

The Company also conducts training and awareness programs for all its employees on periodic basis to embed a Speak Up Culture.

**8. Do Human Rights requirements form part of your business agreements and contracts? (Yes/No)**

Yes, the contracts which the Company executes with its suppliers contain obligations on the suppliers to comply with all applicable laws. Further, after suppliers are selected and onboarded, they are expected to comply with the Company's Responsible Sourcing Guidelines and Supplier Conduct Principles which are aligned to the Pharmaceutical Supply Chain Initiative.

**9. Assessments for the year**

	<b>% of your plants and offices that were assessed (by entity or statutory authorities or third parties)</b>
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	-

**10. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above. –**

No Significant risks / concerns were identified during the reporting period and therefore, the Company is not currently undertaking any corrective actions to address significant risks / concerns arising from the assessments at Question 9 above. In the event of any such incident were to be reported, a root cause analysis is carried out by a trained team. Corrective and preventive actions are then formulated considering the hierarchy of controls. Identified actions are tracked to completion.

**PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT**

**Essential Indicators<sup>1</sup>**

**1. Details of total energy consumption (in Joules or multiples) and energy intensity:**

<b>Parameter</b>	(in Giga Joules)	
	<b>FY 2022 – 23 (Current Financial Year)</b>	<b>FY 2021 – 22 (Previous Financial Year)</b>
Total electricity consumption (A)	20,697	18,878
Total fuel consumption (B)	885	2140
Energy consumption through other sources (C)	-	-
<b>Total energy consumption (A+B+C)</b>	<b>21,582</b>	<b>21,018</b>
Energy intensity per rupee of turnover (Total energy consumption in Giga Joules / turnover in INR Crore)	8.90	8.05

**2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

Not Applicable, as the Company does not fall in the category of industries mandated under PAT scheme.

<sup>1</sup> Except as noted otherwise, the Essential Indicators reported in this section for Principle 6 include the Company's Goa plant and six leased offices in India.

3. Provide details of the following disclosures related to water:

Parameter	FY 2022 – 23 (Current Financial Year)	FY 2021 – 22 (Previous Financial Year)
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	-	-
(ii) Groundwater	18,670	20,764
(iii) Third party water	16,598	14,054
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
<b>Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)</b>	<b>35,268</b>	<b>34,818</b>
<b>Total volume of water consumption (in kilolitres)</b>	<b>35,268</b>	<b>34,818</b>
<b>Water intensity per rupee of turnover (Water consumed in KL / turnover in INR Crore)</b>	<b>14.55</b>	<b>13.34</b>

4. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

No. We have an onsite wastewater treatment facility at the Goa manufacturing plant including Primary, Secondary and Tertiary treatment in line with the current site Consent.

5. Please provide details of air emissions (other than GHG emissions) by the entity:

Parameter	Unit	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
NOx	ppmv	695.75	674.21
Sox	Kg/hr	0.039	0.03
Particulate matter (PM)	mg/Nm <sup>3</sup>	19.7	21.20
Persistent organic pollutants (POP)	-	-	-
Volatile organic compounds (VOC)	-	-	-
Hazardous air pollutants (HAP)	-	-	-
Others – please specify	-	-	-

\* NOx, Sox and PM are as per the source emission monitoring report for Diesel Generators at Goa Plant. Further the Company does not measure POP, VOC and HAP as per our Consent conditions.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, SGS India Private Limited, a laboratory approved by Ministry of Environment and Forest has performed an assessment in line with permit conditions.

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
<b>Total Scope 1 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	63	149
<b>Total Scope 2 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	3,653	3,433
<b>Total Scope 1 and Scope 2 emissions per lakh rupee of turnover</b>	Metric tonnes of CO <sub>2</sub> equivalent / turnover in INR Lakh	<b>0.015</b>	<b>0.013</b>

**7. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.**

Yes, the Company follows stringent environmental health standards and has created a model for environmental sustainability with focus on conservation of resources, renewable energy, and waste minimization.

The Company has opted for Green Power tariff under 'Switch to Green initiative' from February 1, 2023 and accordingly the power requirement at the Head Office is sourced through renewable sources of energy.

The Company is working towards Pfizer enterprise level goal of achieving the voluntary Net-Zero Standard by 2040. The Company has installed 200 KWP of solar panels at the Goa manufacturing plant as a part of the Company's continued journey toward renewable energy. This solar project provides 13% of the Goa plant's total energy needs.

**8. Provide details related to waste management by the entity:**

Parameter	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
<b>Total Waste generated (in metric tonnes)</b>		
Plastic waste (A)	47.33	44.16
E-waste (B)	1.489	0.555
Bio-medical waste (C)	0.156	0.097
Construction and demolition waste (D)	N/A	N/A
Battery waste (E)	N/A	N/A
Radioactive waste (F)	N/A	N/A
Other Hazardous waste. Please specify, if any. (G)	26.67	25.98
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	91.25	82.36
<b>Total (A+B + C + D + E + F + G+ H)</b>	<b>166.90</b>	<b>153.15</b>
<b>For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)</b>		
<b>Category of waste</b>		
(i) Recycled	104.66	107.61
(ii) Re-used	-	-
(iii) Other recovery operations	-	-
<b>Total</b>	<b>104.66</b>	<b>107.61</b>
<b>For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)</b>		
(i) Incineration	20.97	22.62
(ii) Landfilling	-	-
(iii) Other disposal operations – composting	5.20	5.006
<b>Total</b>	<b>26.17</b>	<b>27.626</b>

**9. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.**

Pfizer has a long history of using the concepts of green chemistry and promoting them across the industry. Through scientific innovation Pfizer strives to design more efficient processes that can reduce the environmental impact of our medicines throughout the product life cycle. Central to Pfizer's sustainable medicines program is the minimization of waste across all sites globally. Pfizer sites consistently seek opportunities to reduce, reuse, repurpose, and recycle materials such as packaging and plastics.

The Company has adopted waste management systems in compliance with regulatory requirements, Pfizer's Global EHS policy, and the Company's internal EHS policy.

Plastic waste generated from the Company's operations at its manufacturing site in Goa is disposed in accordance with the Plastic Waste Management Rules, 2016. The Goa Plant has undertaken continuous improvement projects.

(example: yield improvement, reduction paper consumption etc.) in line with Pfizer internal enterprise environmental sustainability goals.

- 10. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, Please specify the details in the following format.**

S. No.	Location of operations/ offices	Types of operations	Whether the conditions of environmental approval/ clearance are being complied with? ((Y/N) If no, the reasons thereof and corrective action taken, if any.
Not Applicable			

- 11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:**

As per the notification issued by the Ministry of Environment, Forests and Climate Change (MOEFCC) in India, an Environmental Impact Assessment (EIA) is supposed to be carried out for industries which have an adverse impact on the environment. The pharmaceutical sector was not identified as an industry which requires an EIA pre-clearance by the MOEFCC.

- 12. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances**

Yes, the Company has complied with all the environment related applicable legislations during the financial year ended March 31, 2023.

**PRINCIPLE 7: BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT**

**Essential Indicators**

- 1. a. Number of affiliations with trade and industry chambers/ associations.**

The Company is affiliated with 5 (five) trade and industry chambers / associations.

- b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to:**

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Organization of Pharmaceutical Producers of India (OPPI)	National
2	Federation of Indian Chambers of Commerce and Industry (FICCI)	National/State
3	US India Strategic Partnership Forum (USISPF)	National
4	US India Business Council (USIBC)	National
5	The Bombay Chamber of Commerce and Industry	National/State

- 2. Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities.**

Name of the Authority	Brief of the case	Corrective action taken
Not Applicable		

## PRINCIPLE 8: BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT:

### Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of projects	SIA Notification	Date of Notification	Whether conducted by independent external agency (Yes /No)	Results communicated in public domain (Yes / No)	Relevant Web - Link
Not Applicable					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

Sr. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY
Not Applicable						

3. Describe the mechanisms to receive and redress grievances of the community:

The Company has in place a whistle blower / vigil mechanism through which its directors, employees and stakeholders can report their concerns about illegal or unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The mechanism provides for adequate safeguards against victimization of persons who use such mechanism.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2022 – 23 Current Financial Year	FY 2021 – 22 Previous Financial Year
Directly sourced from MSMEs/ small producers	23%	32%
Sourced directly from within the district and neighboring districts	Materials are sourced from suppliers across India as well as imported from overseas suppliers and delivered to Goa site and other contract manufacturing sites.	

## PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

### Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The Company treats customer complaints with utmost importance and has established a mechanism for addressing and redressal of customer complaints.

The Company also has a dedicated team for receiving consumer complaints and feedback, which are thereafter shared with the respective departments. All the grievances received through various available channels are registered and tracked with a unique number through the global Complaint management system. Grievances are addressed / resolved through investigation and thereafter response is provided to customer.

The Company has dedicated helpline numbers and Email ID through which patients / consumers, healthcare professionals and other stakeholders can approach the Company for reporting adverse events or product related complaints. Additionally, the Company's field force receives product related complaints/AE's which are shared with the respective departments. More details can be found on the link [Pfizer India Customer Care No. | India Customer Care](#).

The customer complaints received at [Contactus.India@pfizer.com](mailto:Contactus.India@pfizer.com) are managed in accordance with the standard procedure. Based on its nature, the complaint is forwarded to the respective department for their further action.

Pfizer Employees have the additional responsibility to report safety information that they may encounter even when not at work.



**2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:**

	As a percentage of total turnover
Environmental and social parameters relevant to the product	-
Safe and responsible usage	100%
Recycling and/or safe disposal	-

**3. Number of consumer complaints in respect of the following:**

	FY 2022 – 23 (Current Financial Year)		Remarks	FY 2021 – 22 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	-	-	-	-	-	-
Advertising	-	-	-	-	-	-
Cyber-security	-	-	-	-	-	-
Delivery of essential services	-	-	-	-	-	-
Restrictive Trade Practices	-	-	-	-	-	-
Unfair Trade Practices	-	-	-	-	-	-
Other - Customers*	199	-	-	252	16	-

\* Also forms part of complaints reported under 'Customers' under Section A(VII)(23) of this report

**4. Details of instances of product recalls on account of safety issues:**

	Number	Reasons for recall
Voluntary Recalls	1	During the applicable reporting period (April 1, 2022 to March 31, 2023), the Company initiated one recall, to the retail level of fourteen batches of Diamox Tablets, distributed to the Indian market. The Company had divested Diamox in 2020 and thereafter ceased manufacture of this product. The recall was initiated following an out of specification observed for dissolution during retained sample testing in certain batches. As a precautionary measure, the Company recalled all batches that were distributed and within shelf life in the market. The recall was in alignment with the Marketing Authorization Holder of Diamox.
Forced Recalls	-	-

**5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.**

Yes, the Company has a policy in place for cybersecurity and risks related to data privacy. The Company understands the importance of protecting and safeguarding sensitive information and has established a framework to protect data from unauthorised access and piracy.

The privacy policy is available on Company's website – <https://www.pfizerltd.co.in/privacy>

**6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services. – Not Applicable.**

**For and on behalf of Board of Directors**

**Meenakshi Nevatia**  
Managing Director  
DIN: 08235844

**Pradip Shah**  
Chairman  
DIN: 00066242

Mumbai, May 15, 2023



# INDEPENDENT AUDITOR'S REPORT

## To the Members of Pfizer Limited

### Report on the Audit of the Financial Statements

#### OPINION

We have audited the financial statements of Pfizer Limited (the "Company") which comprise the balance sheet as at 31 March 2023, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act.

Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

#### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### Revenue Recognition

See Notes 3(a) and 25 to financial statements

##### The key audit matter

Revenue from the sale of products is recognized at a point in time when control over goods is transferred to a customer. The actual point in time when revenue is recognised varies depending on the specific terms and conditions of the sales contracts entered into with customers. There is a risk of revenue being overstated as management, to achieve its performance targets, may recognize revenue on sale of products though control may not have transferred to the customer.

Accordingly, we identified recognition of revenue as a key audit matter.

##### How the matter was addressed in our audit

**In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:**

- Assessing the appropriateness of the policies in respect of revenue recognition by comparing with applicable accounting standards;
- Testing the design, implementation and operating effectiveness of the Company's internal controls including general IT controls and key IT application controls over timely and accurate recognition of revenue in the correct period;
- On selected statistical samples of transactions, testing the underlying documents, which include testing contractual terms of sale contracts/ invoices, shipping documents and lead time/ proof of delivery to test evidence for transfer of control;
- Assessing the reasonability of lead time determined by management to recognise revenue transactions near the year end;
- Testing any unusual non-standard manual journal entries impacting revenue recognised during the year.

## Litigations with sales tax authorities

### See Note 3(i) and 41(b) to financial statements

#### The key audit matter

As at 31 March 2023, the Company has pending litigation with sales tax authorities for several financial years which are at various stages and pending at different forums.

These litigations are pertaining to non-submission of documentary evidence at the time of assessment, litigations involving question of law and certain disallowance made by authorities in assessment orders.

The amounts involved are significant and the application of accounting principles of IND AS 37 Provisions, Contingent Liabilities and Contingent Assets, to determine whether a recognition of provision or a disclosure of contingent liability is required, is inherently subjective, and needs careful evaluation/ judgement by the Company. Key judgements are made by the Company taking into consideration the related legal advice including those relating to interpretation of laws/ regulations, in estimating the provisions and/ or contingent liabilities related to aforementioned litigations.

Considering the degree of judgement, significance of the amounts involved, this matter has been identified as a key audit matter.

#### How the matter was addressed in our audit

**In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence :**

- Understanding the process followed by the Company for assessment and determination of the amount of provisions and contingent liabilities;
- Evaluating the design and implementation and testing operating effectiveness of key internal controls (including review controls) around the recognition and measurement of provisions and re-assessment of contingent liabilities;
- Inquiring the status in respect of significant provisions and contingent liabilities with the Company's inhouse team;
- Reading the correspondence between the Company and the various indirect tax authorities for significant matters;
- Challenging the Company's estimate of the possible outcome of the disputed cases based on applicable indirect tax laws by involving our specialists; and
- Assessing the adequacy of the Company's disclosures in respect of contingent liabilities and provision for indirect tax matters.

## Litigations under Drug (Prices Control) Orders (DPCO)

### See Note 3(i) and 41(a) to financial statements

#### The key audit matter

The Company is engaged in manufacturing, marketing, trading and export of pharmaceutical products. DPCO has issued various orders/ notification for fixing the price of various pharma products. With respect to the sales of the pharmaceutical products covered by the aforementioned DPCO orders, in earlier years, the Company has received demand notices for overcharging price. The Company has challenged these demands from DPCO and the cases are pending at various courts in India.

The amounts involved are significant and the application of accounting principles of IND AS 37 Provisions, Contingent Liabilities and Contingent Assets, to determine whether a recognition of provision or a disclosure of contingent liability is required, is inherently subjective, and needs careful evaluation/ judgement by the Company. Key judgements are made by the Company taking into consideration the related legal opinion including those relating to interpretation of laws/ regulations, in estimating the provisions and/ or contingent liabilities related to aforementioned litigations.

Considering the degree of judgement, significance of the amounts involved, this matter has been identified as a key audit matter.

#### How the matter was addressed in our audit

**In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence :**

- Understanding the process followed by the Company for assessment and determination of the amount of provisions and contingent liabilities relating to pending cases and demand notices under DPCO;
- Evaluating the design and implementation and testing operating effectiveness of key internal controls (including review controls) around the recognition and measurement of provisions and re-assessment of contingent liabilities;
- Inquiring the status in respect of significant provisions and contingent liabilities with the Company's inhouse team;
- Reading the correspondence between the Company and legal authorities and legal opinions, where applicable, for significant matters and rolled out confirmations to external legal counsel;
- Challenging the Company's estimate of the possible outcome of the disputed cases based applicable legal precedence and legal opinions; and
- Assessing the adequacy of the Company's disclosures in respect of contingent liabilities and provision for legal matters.

## Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Company's annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

## Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

## Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the

disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Other Matter

The financial statements of the Company for the year ended 31 March 2022 were audited by the predecessor auditor who had expressed an unmodified opinion on 20 May 2022.

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

#### 2. A. As required by Section 143(3) of the Act, we report that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except that the back-up of the books of account and other relevant books and papers in electronic mode has not been kept on servers physically located in India on a daily basis during 11 August 2022 till 22 February 2023.

- c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors as on 01 April 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. The remarks relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(A) (b) above.
  - g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- a. The Company has disclosed the impact of pending litigations as at 31 March 2023 on its financial position in its financial statements - Refer Note 41 to the financial statements.
  - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - d. (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 45(vi) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded

in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 45(vii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.
- e. The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

The interim dividend declared and paid by the Company during the year and until the date of this audit report is in accordance with Section 123 of the Act.

As stated in Note 43 to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

- f. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only with effect from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable.
- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**  
**Chartered Accountants**  
**Firm's Registration No.:101248W/W-100022**

**Sadashiv Shetty**  
Partner  
Membership No.: 048648  
**ICAI UDIN:23048648BGWANF9239**

Place: Mumbai  
Date: 15 May 2023

## ANNEXURE A

### to the Independent Auditor's Report on the Financial Statements of Pfizer Limited for the year ended 31 March 2023

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
  - (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory, except stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory
  - (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
  - (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.
  - (iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.
  - (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
  - (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited with the appropriate authorities, though there have been slight delays in a few cases of Provident Fund.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2023 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

(₹ in crores)

Name of Statute	Nature of the dues	Amount (Rs. in crores)	Amount paid under protest (Rs. in crores)	Period to which the amount relates	Forum where dispute is pending
<b>Income Tax Act, 1961</b>	Tax, Interest and Penalty	74.48	52.18	1991-1992, 1993-1994, 1994-1995, 1996-1997, 1997-1998, 2000-2001 to 2002-2003, 2004-2005, 2007-2008 to 2010-2011, and 2019-2020 to 2021-2022	Assessing Officer
<b>The Income Tax Act, 1961</b>	Tax, Interest and Penalty	145.58	44.40	1992-1993, 1995-1996, 2003-2004, 2005-2006, 2006-2007, 2011-2012 to 2019-2020	Commissioner of Income Tax, Appeals
<b>The Income Tax Act, 1961</b>	Tax, Interest and Penalty	250.17	186.76	1984-1985, 1994-1995, 1999-2000, 2002-2003 to 2009-2010, 2011-2012, and 2014-2015 to 2016-2017	Income Tax Appellate Tribunal
<b>The Income Tax Act, 1961</b>	Tax, Interest and Penalty	18.68	4.55	2006-2007 to 2010-2011, 2012-2013	Hon'ble High Court of Bombay
<b>The Central Excise Act, 1944</b>	Tax	6.31	0.78	2004-2005 to 2006-2007	Hon'ble High Court of Bombay
<b>Customs Act, 1962</b>	Tax	0.01	-	1995	Commissioner (Appeals)
<b>Customs Act, 1962</b>	Tax	1.31	1.31	2012-2013	Customs Excise Service Tax Appellate Tribunal (CESTAT)
<b>Customs Act, 1962</b>	Tax	1.00	0.08	2015-2016	Customs Excise Service Tax Appellate Tribunal (CESTAT)



Name of Statute	Nature of the dues	Amount (Rs. in crores)	Amount paid under protest (Rs. in crores)	Period to which the amount relates	Forum where dispute is pending
<b>Customs Act, 1962</b>	Tax	0.39	0.05	1996-1997	Hon'ble Supreme Court of India
<b>Value Added Tax Act and State and Central Sales Tax</b>	Tax, Interest and Penalty	0.65	0.32	2011-12, 2012-13, 2014-15, 2015-16, 2016-17, 2017-18	Assessing Officer
<b>Value Added Tax Act and State and Central Sales Tax</b>	Tax, Interest and Penalty	31.43	5.41	1997-98, 1998-99, 2002-03, 2008-09, 2009-10, 2010-11, 2013-14, 2014-15, 2015-16, 2016-17, 2017-18	Additional commissioner
<b>Value Added Tax Act and State and Central Sales Tax</b>	Tax, Interest and Penalty	0.77	0.14	1986-87, 2004-05, 2010-11, 2011-12, 2013-14, 2014-15, 2015-16, 2016-17	Assistant Commissioner
<b>Value Added Tax Act and State and Central Sales Tax</b>	Tax, Interest and Penalty	22.73	8.12	1993-94, 1994-95, 1995-96, 1996-97, 2001-02, 2002-03, 2003-04, 2005-06, 2006-07, 2007-08, 2008-09, 2009-10, 2010-11, 2011-12, 2012-13, 2013-14, 2013-15, 2014-15, 2015-16, 2016-17, 2017-18	Deputy Commissioner
<b>Value Added Tax Act and State and Central Sales Tax</b>	Tax, Interest and Penalty	176.79	68.12	1987-88, 1994-95, 1995-96, 1996-97, 1997-98, 1998-99, 1999-2000, 2000-01, 2001-02, 2003-04, 2004-05, 2005-06, 2005-11, 2006-07, 2007-08, 2008-09, 2009-10, 2010-11, 2011-12, 2012-13, 2013-14, 2013-15, 2014-15, 2015-16, 2016-17, 2017-18	Joint Commissioner
<b>Value Added Tax Act and State and Central Sales Tax</b>	Tax, Interest and Penalty	0.10	-	1992-93	Hon'ble Supreme Court
<b>Value Added Tax Act and State and Central Sales Tax</b>	Tax, Interest and Penalty	233.29	65.22	1996-97, 2000-01, 2001-02, 2004-05, 2005-06, 2005-09, 2006-07, 2007-08, 2008-09, 2009-10, 2010-11, 2011-12, 2012-13, 2012-14, 2013-14, 2014-15, 2015-16, 2016-17, 2017-18	Various Tribunals

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us, the amount of Rs. 2.50 Crores represents purchase consideration payable to related party John Wyeth and Brother Limited, UK for the transfer of its undertaking in India to erstwhile Wyeth Limited. The amount has been retained as an interest free unsecured loan as per the directives of the Reserve Bank of India in this regard pending appropriate clearance from the income tax authorities.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the year. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2023. Accordingly, clause 3(ix)(e) is not applicable.
- (f) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2023. Accordingly, clause 3(ix)(f) is not applicable.
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, Aging and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

Also refer to the Other Information paragraph of our main audit report which explains that the other information comprising the information included in annual report is expected to be made available to us after the date of this auditor's report.

- (xx) (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project other than ongoing projects. Accordingly, clause 3(xx)(a) of the Order is not applicable.
- (b) In respect of ongoing projects, the Company has transferred the unspent amount to a Special Account within a period of 30 days from the end of the financial year in compliance with Section 135(6) of the said Act.

For **B S R & Co. LLP**  
**Chartered Accountants**  
**Firm's Registration No.:101248W/W-100022**

**Sadashiv Shetty**  
Partner  
Membership No.: 048648  
**ICAI UDIN:23048648BGWANF9239**

Place: Mumbai  
Date: 15 May 2023

## ANNEXURE B

### **Independent Auditor's Report on the financial statements of Pfizer Limited for the year ended 31 March 2023**

**(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

#### **Opinion**

We have audited the internal financial controls with reference to financial statements of Pfizer Limited ("the Company") as of 31 March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

#### **Management's and Board of Directors' Responsibilities for Internal Financial Controls**

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the

Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

#### **Meaning of Internal Financial Controls with Reference to Financial Statements**

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or

timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls with Reference to Financial Statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become

inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**  
**Chartered Accountants**  
**Firm's Registration No.:101248W/W-100022**

**Sadashiv Shetty**  
Partner  
Membership No.: 048648  
**ICAI UDIN:23048648BGWANF9239**

Place: Mumbai  
Date: 15 May 2023



# BALANCE SHEET

as at 31 March 2023

Currency: ₹ in crore

	Note	As at 31 March 2023	As at 31 March 2022
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	4(a)	177.53	218.92
Capital work-in-progress	4(b)	7.93	1.15
Investment property	5	-	28.17
Goodwill	6(a)	527.49	527.49
Other intangible assets	6(b)	44.23	94.55
Financial assets			
Investments	7	0.00	0.00
Loans	8	-	0.40
Other financial assets	9	13.02	17.31
Deferred tax assets (net)	33(d)	97.67	46.98
Other tax assets (net)		424.86	382.94
Other non-current assets	10	182.91	186.12
<b>Total non-current assets</b>		<b>1,475.64</b>	<b>1,504.03</b>
<b>Current assets</b>			
Inventories	11	417.70	448.90
Financial assets			
Trade receivables	12	151.73	142.55
Cash and cash equivalents	13a	36.60	62.76
Bank balance other than cash and cash equivalents	13b	1,822.92	1,580.68
Loans	14	-	0.26
Other financial assets	15	22.95	27.11
Other current assets	16	41.44	99.18
<b>Total current assets</b>	17	<b>2,493.34</b>	<b>2,361.44</b>
Assets held for sale		31.75	35.04
<b>TOTAL ASSETS</b>		<b>4,000.73</b>	<b>3,900.51</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	18a	45.75	45.75
Other equity	18b	3,161.55	2,818.66
<b>Total equity</b>		<b>3,207.30</b>	<b>2,864.41</b>
<b>Liabilities</b>			
<b>Non - current liabilities</b>			
Financial liabilities			
Lease Liabilities	37(a)	93.32	127.74
Provisions	19	42.76	55.47
<b>Total non - current liabilities</b>		<b>136.08</b>	<b>183.21</b>
<b>Current liabilities</b>			
Financial liabilities			
Borrowings	20	2.50	2.50
Lease Liabilities	37(a)	38.65	36.75
Trade payables	21		
Total outstanding dues of micro and small enterprises		1.77	0.35
Total outstanding dues of creditors other than micro and small enterprises		215.29	263.59
Other financial liabilities	22	63.48	68.86
Other current liabilities	23	74.36	240.31
Provisions	24	100.52	71.07
Current tax liabilities (net)		160.78	169.46
<b>Total current liabilities</b>		<b>657.35</b>	<b>852.89</b>
<b>Total liabilities</b>		<b>793.43</b>	<b>1,036.10</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>4,000.73</b>	<b>3,900.51</b>
Significant accounting policies	2-3		
Notes to the financial statements	4 - 47		

As per our report of even date attached.  
For **B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration No: 101248W/W-100022

For and on behalf of the Board of Directors of **Pfizer Limited**  
CIN: L24231MH1950PLC008311

**Pradip Shah**  
Chairman  
DIN:000066242

**Uday Khanna**  
Director  
DIN:00079129

**Meenakshi Nevatia**  
Managing Director  
DIN:08235844

**Sadashiv Shetty**  
Partner  
Membership No.048648  
Mumbai  
15 May 2023

**Milind Patil**  
Chief Financial Officer  
and Wholetime Director  
DIN:02546815

**Prajeet Nair**  
Company Secretary  
Membership No: A19267

Mumbai  
15 May 2023

# STATEMENT OF PROFIT AND LOSS

for year ended 31 March 2023

Currency: ₹ in crore

	Note	Year ended 31 March 2023	Year ended 31 March 2022
<b>Income</b>			
Revenue from operations	25	2,424.76	2,610.99
Other income	26	101.05	62.65
<b>Total income</b>		<b>2,525.81</b>	<b>2,673.64</b>
<b>Expenses</b>			
Cost of materials consumed	27	345.27	354.29
Purchase of stock-in-trade		471.92	666.64
Change in inventories of finished goods, work-in-progress and stock-in-trade	28	56.48	(72.90)
Employee benefits expense	29	331.68	403.67
Finance costs	30	13.39	10.49
Depreciation and amortization expense	31	105.51	115.00
Other expenses	32	410.55	423.56
<b>Total expenses</b>		<b>1,734.80</b>	<b>1,900.75</b>
<b>Profit before exceptional items and tax</b>		<b>791.01</b>	<b>772.89</b>
<b>Exceptional items</b>	46	33.00	-
<b>Profit before tax</b>		<b>824.01</b>	<b>772.89</b>
<b>Income tax expense:</b>			
Current tax	33(a)	251.82	218.33
Deferred tax	33(a)	(51.91)	(35.93)
Prior year tax adjustments	33(a)	0.17	(22.07)
<b>Total income tax expense</b>		<b>200.08</b>	<b>160.33</b>
<b>Profit for the year</b>		<b>623.93</b>	<b>612.56</b>
<b>Other comprehensive income</b>			
Items that will not be reclassified to profit or loss			
(i) Remeasurement of defined benefit plan	33(b)	4.83	9.58
(ii) Income tax related to items that will not be reclassified to profit or loss	33(b)	(1.22)	(2.41)
<b>Total other comprehensive income</b>		<b>3.61</b>	<b>7.17</b>
<b>Total comprehensive income for the year</b>		<b>627.54</b>	<b>619.73</b>
<b>Earnings per equity share</b>			
Basic and diluted earnings per share	34		
(i) before exceptional items (net of tax)		128.50	133.89
(ii) after exceptional items (net of tax)		136.38	133.89
Significant accounting policies	2-3		
Notes to the financial statements	4 - 47		

The notes referred to above form an integral part of the financial statements.

As per our report of even date attached.  
For **B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration No: 101248W/W-100022

**Sadashiv Shetty**  
Partner  
Membership No.048648  
Mumbai  
15 May 2023

For and on behalf of the Board of Directors of **Pfizer Limited**  
CIN: L24231MH1950PLC008311

**Pradip Shah**  
Chairman  
DIN:000066242

**Milind Patil**  
Chief Financial Officer  
and Wholetime Director  
DIN:02546815

**Uday Khanna**  
Director  
DIN:00079129

**Prajeet Nair**  
Company Secretary  
Membership No: A19267

**Meenakshi Nevatia**  
Managing Director  
DIN:08235844

Mumbai  
15 May 2023

## STATEMENT OF CASH FLOWS

for year ended 31 March 2023

Currency: ₹ in crore

	Year ended 31 March 2023	Year ended 31 March 2022
<b>Cash from operating activities</b>		
Profit before tax	824.01	772.89
Adjustments for :		
Depreciation and amortization expenses	105.51	115.00
Interest income from financial assets at amortised cost	(85.49)	(48.94)
Liabilities / provisions no longer required written back	(4.10)	(1.23)
Allowance/(Reversal) for expected credit loss and doubtful loans and deposits	2.52	5.70
(Profit)/Loss on sale/disposal of Property plant & equipment (net)	(0.05)	(1.58)
Unrealised foreign exchange (gain)/loss	(0.09)	(8.65)
Income on sale of business undertaking at Thane	(67.12)	-
VAT provisions	86.71	-
Income on transfer of Upjohn business	(188.92)	-
Employee stock option expenses	12.70	11.77
Rental income	(6.39)	(6.39)
Interest expense	13.39	10.49
Gain on early termination of lease	(0.46)	-
Lease modification	0.53	-
<b>Operating profit before working capital adjustments</b>	<b>692.75</b>	<b>849.06</b>
<b>Working capital adjustments</b>		
(Increase)/Decrease in inventories	21.85	(13.86)
(Increase)/Decrease in trade receivables	(10.20)	(18.35)
(Increase)/Decrease in other current and non current assets	73.38	73.15
Increase/(Decrease) in trade payables	(38.11)	(11.19)
Increase/(Decrease) in current and non current liabilities	(29.40)	7.07
Increase/(Decrease) in provisions	(52.01)	7.12
<b>Cash generated from operations</b>	<b>658.26</b>	<b>893.00</b>
Income tax paid (net)	(302.58)	(225.92)
<b>Net cash generated from operating activities (A)</b>	<b>355.68</b>	<b>667.08</b>
<b>Cash from investing activities</b>		
Purchase of property, plant and equipment (Refer note 2)	(64.98)	(15.31)
Sale consideration received for transfer of Upjohn business	180.48	-
Proceeds from sale of property, plant and equipment	1.22	2.06
Fixed deposit (placed)/redeemed (net)	(229.29)	(612.50)
Rent received	5.41	6.96
Interest received	71.11	43.77
<b>Net cash used in investing activities (B)</b>	<b>(36.05)</b>	<b>(575.02)</b>



# STATEMENT OF CASH FLOWS

for year ended 31 March 2023 (Contd.)

Currency: ₹ in crore

	Year ended 31 March 2023	Year ended 31 March 2022
<b>Cash from financing activities</b>		
Principal payment of Lease liabilities (Refer note 37)	(35.20)	(9.89)
Interest paid of Lease liabilities (Refer note 37)	(12.75)	(10.10)
Interest paid other than Lease liabilities	(0.63)	(0.78)
Dividend paid	(297.21)	(159.74)
<b>Net cash used in financing activities (C)</b>	<b>(345.79)</b>	<b>(180.51)</b>
<b>Net (Decrease)/ Increase in cash and cash equivalents (A+B+C)</b>	<b>(26.16)</b>	<b>(88.45)</b>
Cash and cash equivalents at the beginning of the year	62.76	151.21
<b>Cash and cash equivalents at the end of the year (Refer note 13(a))</b>	<b>36.60</b>	<b>62.76</b>

## Note: 1

The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) 7 - "Cash Flow Statements", whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

## Note: 2

Purchase of property, plant and equipment represents additions to property, plant and equipment adjusted for movement of capital work in progress, capital advances, capital creditors and investment properties during the year.

## Note 3

Income taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.

**Significant accounting policies** 2-3

**Notes to the financial statements** 4 - 47

The notes referred to above form an integral part of the financial statements.

As per our report of even date attached.  
For **B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration No: 101248W/W-100022

**Sadashiv Shetty**  
Partner  
Membership No.048648  
Mumbai  
15 May 2023

For and on behalf of the Board of Directors of **Pfizer Limited**  
CIN: L24231MH1950PLC008311

**Pradip Shah**  
Chairman  
DIN:000066242

**Milind Patil**  
Chief Financial Officer  
and Wholetime Director  
DIN:02546815

**Uday Khanna**  
Director  
DIN:00079129

**Prajeet Nair**  
Company Secretary  
Membership No: A19267

**Meenakshi Nevatia**  
Managing Director  
DIN:08235844

Mumbai  
15 May 2023

# STATEMENT OF CHANGES IN EQUITY

for year ended 31 March 2023

## (a) Equity share capital

Currency: ₹ in crore

Equity shares of ₹10 each issued, subscribed and fully paid	As at 31 March 2023		As at 31 March 2022	
	No. of shares	Amount	No. of shares	Amount
<b>At the beginning of the year</b>	45,750,372	45.75	45,750,372	45.75
Changes in Equity Share Capital due to prior period errors	-	-	-	-
Restated balance	45,750,372	45.75	45,750,372	45.75
Issue of share capital	-	-	-	-
<b>At the end of the year</b>	<b>45,750,372</b>	<b>45.75</b>	<b>45,750,372</b>	<b>45.75</b>

## (b) Other equity

Currency: ₹ in crore

	Reserves and surplus				Other comprehensive income	Total other equity
	Securities premium	General reserve	Capital reserve	Retained earnings		
<b>Balance as at 1 April 2021</b>	1,320.67	301.92	48.57	681.03	(4.90)	2,347.29
Profit for the year	-	-	-	612.56	-	612.56
Other comprehensive income for the year	-	-	-	-	7.17	7.17
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>612.56</b>	<b>7.17</b>	<b>619.73</b>
Transactions with owners of the Company :						
Contributions and distributions						
Share based payment (Refer note 36a)	-	-	11.76	-	-	11.76
Dividend (Refer note 39b(i))	-	-	-	(160.12)	-	(160.12)
<b>Balance as at 31 March 2022</b>	<b>1,320.67</b>	<b>301.92</b>	<b>60.33</b>	<b>1,133.47</b>	<b>2.27</b>	<b>2,818.66</b>
Profit for the year	-	-	-	623.93	-	623.93
Other comprehensive income for the year	-	-	-	-	3.61	3.61
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>623.93</b>	<b>3.61</b>	<b>627.54</b>
Transactions with owners of the Company :						
Contributions and distributions						
Share based payment (Refer note 36a)	-	-	12.70	-	-	12.70
Dividend (Refer note 39b(i))	-	-	-	(297.35)	-	(297.35)
<b>Balance as at 31 March 2023</b>	<b>1,320.67</b>	<b>301.92</b>	<b>73.03</b>	<b>1,460.05</b>	<b>5.88</b>	<b>3,161.55</b>

Significant accounting policies 2-3

Notes to the financial statements 4 - 47

The notes referred to above form an integral part of the financial statements.

As per our report of even date attached.  
For **B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration No: 101248W/W-100022

**Sadashiv Shetty**  
Partner  
Membership No.048648  
Mumbai  
15 May 2023

For and on behalf of the Board of Directors of **Pfizer Limited**  
CIN: L24231MH1950PLC008311

**Pradip Shah**  
Chairman  
DIN:000066242

**Milind Patil**  
Chief Financial Officer  
and Wholetime Director  
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**Uday Khanna**  
Director  
DIN:00079129

**Prajeet Nair**  
Company Secretary  
Membership No: A19267

**Meenakshi Nevatia**  
Managing Director  
DIN:08235844

Mumbai  
15 May 2023

# NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2023

## 1 BACKGROUND

Pfizer Limited, "The Company", is a Public Limited Company, incorporated under the Indian Companies Act, 1913, having its registered office in Mumbai, Maharashtra and is listed on the BSE Limited and the National Stock Exchange of India Limited. The Company is engaged in manufacturing, marketing, trading and export of pharmaceutical products. The Company has its own manufacturing facility at Goa. The Company has various independent contract / third party manufacturers based across the country. The Company sells its products through independent distributors primarily in India.

These financial statements were authorised for issue by the Board of Directors on 15 May, 2023.

## 2 BASIS OF PREPARATION

### A) STATEMENT OF COMPLIANCE

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended) notified under section 133 of the Companies Act, 2013 ("the Act") other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy in use.

### B) FUNCTIONAL AND PRESENTATION CURRENCY

These financial statements are presented in Indian Rupee (₹), which is also the Company's functional currency. All amounts have been rounded off to the nearest crore or decimals thereof, unless otherwise indicated.

### C) BASIS OF MEASUREMENT

The financial statements have been prepared under the historical cost basis except for the following items:

Items	Measurement basis
(i) Certain financial assets and liabilities	Fair value
(ii) Net defined benefit asset / (obligation)	Fair value of plan assets less present value of defined benefit obligations

### D) USE OF ESTIMATES AND JUDGEMENTS

The preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make estimates, judgements and assumptions that affect the application of the accounting policies and the reported amounts of assets, liabilities, income and expenses and the disclosures of contingent liabilities on the date of financial statements. Actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in current and future periods. Estimates and underlying assumptions are reviewed on an ongoing basis. Application of accounting policies that requires critical accounting estimates involving complex and subjective judgements and the use of assumption in these financial statements have been disclosed in Note 3.

#### Critical estimates and judgements

Information about estimates and judgements made in applying accounting policies that have the most significant effects on the amounts recognized in the financial statements is included in the following notes:

Note 4, 5 and 6 — Useful lives of property, plant and equipment, investment property, intangible assets and impairment testing for goodwill

Note 11 — Provision for inventory obsolescence

Note 19 and 24 — Anticipated sales return and Provision for sales tax/VAT

Note 35 — Assets and obligations relating to employee benefits

Note 36 — Share based payments

Note 37 — Leases

Note 38(2) — Provision for expected credit loss

Note 41(a) — Pricing litigations -Contingencies

### E) CURRENT AND NON-CURRENT CLASSIFICATION

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III of the Act. Based on the nature of its activities and the time between the acquisition of assets for processing and their realization in cash or cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

## F) MEASUREMENT OF FAIR VALUES

A number of accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Further information about the assumptions made in measuring Fair values is included in the following notes:

Note 36 – Share based payment arrangements

Note 5 – Investment property

Note 38 – Financial instruments.

## 3 SIGNIFICANT ACCOUNTING POLICIES

### A) REVENUE

#### (i) Sale of goods:

Revenue arises mainly from the sale of products.

To determine whether to recognise revenue, the Company follows a 5-step process:

- a) Identifying the contract with a customer
- b) Identifying the performance obligations
- c) Determining the transaction price
- d) Allocating the transaction price to the performance obligations
- e) Recognising revenue when/as performance obligation(s) are satisfied.

The total transaction price for a contract is allocated amongst the various performance

obligations based on their relative stand-alone selling prices. The transaction price for a contract excludes any amounts collected on behalf of third parties.

The Company receives revenue for supply of goods to external customers against orders received. The majority of contracts that the Company enters into relate to sales orders containing single performance obligations for the delivery of products. Product revenue is recognised when control of the goods is passed to the customer. The point at which control passes is determined by each customer arrangement, but generally occurs on delivery to the customer.

Product revenue represents net invoice value including fixed and variable consideration. Variable consideration arises on the sale of goods as a result of discounts and allowances given and accruals for estimated future returns and rebates. Revenue is not recognised in full until it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur.

The methodology and assumptions used to estimate rebates and returns are monitored and adjusted regularly in the light of historical trends, past experience and projected market conditions. Once the uncertainty associated with the returns and rebates is resolved, revenue is adjusted accordingly.

#### (ii) Rendering of services:

Revenue from services is recognized as and when services are rendered and related costs are incurred, in accordance with the terms of the specific contracts.

#### (iii) Rental income:

Rental income from sub-leasing is recognized as a part of other income in statement of profit and loss.

#### (iv) Multiple delivery arrangements:

When two or more revenue generating activities or deliverables are provided under a single arrangement, each deliverable that is considered to be a separate unit of account is accounted for separately. The allocation of consideration from a revenue arrangement to its separate units of account is based on the relative fair value of each unit.

### B) FOREIGN EXCHANGE TRANSACTIONS

The date of the transaction, for the purpose of determining the exchange rate, is the date of initial recognition of the non-monetary prepayment asset or deferred income liability. If there are multiple payments or receipts in advance, a date

of transaction is established for each payment or receipt. The exchange differences arising on foreign exchange transactions settled during the year are recognized in the statement of profit and loss of the year. Monetary assets and liabilities denominated in foreign exchange, which are outstanding as at the year end, are translated at the closing exchange rate and the resultant exchange differences are recognized in statement of profit and loss.

## C) PROPERTY, PLANT AND EQUIPMENT

### (i) Recognition and measurement

Items of property, plant and equipment are stated at cost of acquisition less accumulated depreciation / amortization and impairment losses. The cost of property, plant and equipment includes taxes (other than those subsequently recoverable from tax authorities), duties, freight and other incidental expenses related to the acquisition and installation of the respective assets.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in statement of profit and loss. Refer note (e) below for details on impairment.

### (ii) Subsequent expenditure

Subsequent expenditure that are directly attributable to the property, plant and equipment are capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

### (iii) Depreciation

- a) Depreciation is calculated on straight line basis as per the rates determined in Part C of Schedule II of the Act or based on estimated useful life of the assets determined by the management.
- b) Depreciation on assets other than those specified in a) above are provided at:

Assets	Rate
Right-of-use	Straight-line basis over the lease term and useful life of the underlying asset
Buildings : On leasehold land	Lower of lease period and estimated useful life
Leasehold improvements	Amortized over the lease period or estimated useful life, whichever is lower

Assets acquired under the Scheme of Amalgamation from erstwhile Wyeth Limited are depreciated over the

estimated residual useful life of the assets as determined by an independent expert:

Assets	Rate
Machinery and equipment	1 to 12 years

Depreciation on additions is provided on a pro-rata basis from the month of capitalization. Depreciation on deletions during the year is provided up to the month in which the asset is sold / discarded.

### (iv) Reclassification to investment property

When the use of a property changes from owner occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

### (v) Reclassification to Asset held for sale

Non-current asset are classified as held for sale if its carrying amount will be recovered principally through a sale transaction rather than through continuing use, the asset is available for immediate sale in its present condition and a sale is considered highly probable.

Such assets are generally measured at lower of their carrying amount and fair value less costs to sell. Once classified as held-for-sale, intangible assets, property, plant and equipment and investment properties are no longer amortized or depreciated.

## D) GOODWILL AND OTHER INTANGIBLE ASSETS

Intangible assets are stated at cost of acquisition less accumulated amortization / impairment losses.

### (i) Goodwill:

Goodwill arising on acquisition of business is carried at costs less any accumulated impairment losses

Goodwill is not amortized and is tested for impairment annually or more frequently if events or changes in circumstances indicate that it might be impaired.

### (ii) Other intangible assets:

Other intangible assets comprises of trademarks and computer software.

Trademarks are amortized on a straight line basis, over a period of 10 years. Cost of computer software includes cost such as salary and other expenditure incurred on development of the computer software and is amortized on straight-line basis over a period of 10 years, which in management's

estimate represents the period during which economic benefits will be derived from their use.

#### **E) IMPAIRMENT OF FINANCIAL AND NON-FINANCIAL ASSETS**

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or of Company's assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses of continuing operations, including impairment on inventories, are recognized in statement of profit and loss. For assets excluding goodwill (refer note 3(d) above), an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exists or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss.

#### **F) INVESTMENT PROPERTY**

Investment property is measured at cost less accumulated depreciation and impairment losses, if any. Any gain or loss on disposal of an investment property is recognized in statement of profit and loss.

Investment property is depreciated using straight line method over its estimated useful life of 33 years.

#### **G) INVENTORIES**

Raw materials, stock-in-trade, work-in-progress, finished goods and packing materials are valued at the lower of weighted average cost and net realizable value. Cost of finished goods and work-

in-progress includes cost of materials, direct labour and an appropriate portion of overheads to bring the inventory to its present location and condition. Stores and spares are valued at lower of weighted average cost and net realizable value.

The net realizable value of work-in-progress is determined with reference to the selling price of related finished goods. Raw materials and other supplies held for use in production of inventories are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realizable value.

The comparison of cost and net realisable value is made on an item-by-item basis.

Finished goods expiring within 90 days (near-expiry inventory) as at the balance sheet date have been fully provided for.

#### **H) EMPLOYEE BENEFITS**

##### **(i) Short-term employee benefits**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, bonus, short term compensated absences and the expected cost of ex-gratia is recognized in the period in which the employee renders the related service.

##### **(ii) Long-term employee benefits**

###### **a) Defined contribution plan**

The Company's contribution towards employees' Superannuation plan is recognized as an expense in statement of profit and loss when they are due.

###### **b) Defined benefit plans**

###### **(i) Provident fund**

Provident fund contributions are made to a trust administered by the trustees. Trust makes investments and settles members claims. Interest payable to the members shall not be at a rate lower than the statutory rate. Liability is recognized for any shortfall in the plan assets vis-à-vis actuarially determined liability of the fund obligation.

Surplus/(Deficit) are computed using the Guidance Note 29 issued by Institute of Actuaries of India on Valuation of Interest Rate Guarantees on Exempt Provident Funds under IAS 19 (Revised). Deterministic approach has been

used to determine the interest rate guarantee.

Remeasurements of the net defined benefit obligation, which comprise of actuarial gains and losses and the return on plan assets are recognized in Other Comprehensive Income (OCI).

**(ii) Gratuity plan**

The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value and the fair value of any plan assets is deducted.

The present value of the obligation as at the balance sheet date under such defined benefit plan is determined based on actuarial valuation using the projected unit credit method by an independent actuary, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on government securities as at the reporting date.

Remeasurements of the net defined benefit obligation, which comprise of actuarial gains and losses and the return on plan assets are recognized in Other Comprehensive Income (OCI).

**c) Other long-term employment benefits**

Compensated absences which are not expected to settle within twelve months after the end of the period in which the employee renders the related services are recognized as a liability at the present value as at the reporting date using projected unit credit method by

an independent actuary. The discount rates used for determining the present value of the obligation are based on the market yields on government securities as at the reporting date.

**I) PROVISIONS AND CONTINGENT LIABILITIES**

The Company creates a provision when there exists a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets are not recognized in financial statements.

**J) LEASES**

**a) Company as a Lessee**

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (i) the contract involves the use of an identified asset
- (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and
- (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

Ind AS 116 requires lessee to determine the lease term as the non-cancellable period of

a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

ROU asset have been separately presented under the head "Property, Plant and Equipment" and lease payments have been classified as financing activity under cash flows.

#### **b) Company as a lessor:**

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

For operating leases, rental income is recognized on a straight line basis on a straight-line basis over the term of the lease.

### **K) INCOME TAX**

Income tax comprises of current tax and deferred tax.

#### **Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amount and where it intends either to settle on a net basis or to realise the asset and liability simultaneously.



**Deferred tax**

Deferred tax is recognized in respect of taxable temporary difference between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognized in respect of for the carried forward of unused tax losses and the carry forward of unused tax credits. The company assesses whether taxable profits will be available against which it can utilise a deductible temporary difference, it considers whether tax law restricts the source of taxable profits against which it may make deductions on the reversal of that deductible temporary difference. If tax law restricts the utilisation of losses to deduction against income of a specific type, a deductible temporary difference is assessed in combination only with other deductible temporary differences of the appropriate type. Deferred tax assets are reviewed at each reporting date to reassess realization. Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

**L) EMPLOYEE STOCK OPTIONS SCHEME**

Pfizer Inc., USA, as a part of the long-term incentive awards offers certain common stock (shares) to the employees of Pfizer Inc., and its subsidiaries.

Compensation cost relating to restricted stock units, portfolio performance shares and total shareholder return units under the Pfizer Inc. 2019 Stock plan to employees of the Company is measured using the fair value method. Compensation expense is amortized over the vesting period of the options on a straight-line basis.

The grant date fair value of equity settled share-based payment awards granted to employees is recognized as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognized as expense is based on the estimate of the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognized as an expense is based on the number of awards that do meet the related service and non-market vesting conditions at the vesting date.

**M) EARNINGS PER SHARE**

Basic and diluted earnings per share are computed by dividing the net profit after tax attributable to equity shareholders for the year,

with the respective weighted average number of equity shares outstanding during the year.

**N) DIVIDENDS**

The final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

**O) FINANCIAL INSTRUMENTS****(i) Recognition and initial measurement**

Trade receivables issued are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

**(ii) Classification and subsequent measurement**

Financial assets - Subsequent measurement and gains and losses:

On initial recognition, a financial asset is classified and measured at

- a) amortized cost;
- b) FVTOCI – equity investment; or
- c) FVTPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

**a) financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL**

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**b) Financial assets at FVTPL**

These assets are remeasured at fair value, at each reporting date. Net gains and losses, arising from such remeasurement including any interest or dividend income, are recognized in statement of profit and loss.

**c) Financial assets at amortized cost**

These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in statement of profit and loss. Any gain or loss on derecognition is recognized in statement of profit and loss.

**d) Financial assets at FVTOCI**

These assets are subsequently measured at fair value. Dividends are recognized as income in statement of profit and loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are not reclassified to statement of profit and loss.

**Financial liabilities: Classification, subsequent measurement and gains and losses:**

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in statement of profit and loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in statement of profit and loss. Any gain or loss on derecognition is also recognized in statement of profit and loss.

**(iii) Derecognition**

**Financial assets**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expires, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which

the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

**Financial liabilities**

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expired.

The Company also derecognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in statement of profit and loss.

**P) VOLUNTARY RETIREMENT SCHEME (VRS)**

Liability under the VRS is accrued on the acceptance of the applications made by the employees under the VRS scheme issued by the Company and is charged to the statement of profit and loss.

**Q) RECENT ACCOUNTING PRONOUNCEMENTS**

Ministry of Corporate Affairs (“MCA”) notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

**Ind AS 1 – Presentation of Financial Statements**

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

**Ind AS 12 – Income Taxes**

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to

transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company does not expect this amendment to have any significant impact in its financial statements.

**Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors**

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in

accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”. Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements.

#### 4(a) PROPERTY, PLANT AND EQUIPMENT

The changes in the carrying value of property, plant and equipment for the year ended 31 March 2023 are as follows:

Particulars	Currency: ₹ in crore										
	Leasehold improvements	Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Office equipment	Computers	Right of Use (Leasehold land)	Right of Use (Buildings)	Right of Use (Vehicle)	Total
Gross carrying amount as at 1 April 2022	30.77	12.50	32.34	12.70	0.06	15.71	15.32	20.00	259.97	0.69	400.06
Additions	-	-	3.72	0.33	-	0.22	5.68	-	5.33	-	15.28
Adjustments	-	-	(0.11)	-	0.11	-	-	-	-	-	-
Less: Transfer pursuant to sale of Upjohn business	-	-	-	-	-	-	0.56	-	-	-	0.56
Deletions	0.01	-	1.04	0.07	-	0.18	0.29	-	5.32	0.69	7.60
<b>Gross carrying amount as at 31 March 2023 (A)</b>	<b>30.76</b>	<b>12.50</b>	<b>34.91</b>	<b>12.96</b>	<b>0.17</b>	<b>15.75</b>	<b>20.15</b>	<b>20.00</b>	<b>259.98</b>	<b>-</b>	<b>407.18</b>
Accumulated depreciation as at 1 April 2022	21.66	6.38	11.46	6.39	0.06	6.60	11.28	2.21	114.67	0.43	181.14
Depreciation for the year	4.12	0.05	2.99	1.23	0.02	2.04	5.77	0.26	37.22	-	53.70
Less: Transfer pursuant to sale of Upjohn business	-	-	-	-	-	-	0.42	-	-	-	0.42
Deletions	0.01	-	0.95	0.05	-	0.18	0.29	-	2.86	0.43	4.77
<b>Accumulated depreciation as at 31 March 2023 (B)</b>	<b>25.77</b>	<b>6.43</b>	<b>13.50</b>	<b>7.57</b>	<b>0.08</b>	<b>8.46</b>	<b>16.34</b>	<b>2.47</b>	<b>149.03</b>	<b>-</b>	<b>229.65</b>
<b>Net carrying amount as at 31 March 2023 (A) - (B)</b>	<b>4.99</b>	<b>6.07</b>	<b>21.41</b>	<b>5.39</b>	<b>0.09</b>	<b>7.29</b>	<b>3.81</b>	<b>17.53</b>	<b>110.95</b>	<b>-</b>	<b>177.53</b>

The changes in the carrying value of property, plant and equipment for the year ended 31 March 2022 are as follows:

Particulars	Currency: ₹ in crore										
	Leasehold improvements	Buildings	Plant and equipment	Furniture and fixtures	Vehicles	Office equipment	Computers	Right of Use (Leasehold land)	Right of Use (Buildings)	Right of Use (Vehicle)	Total
Gross carrying amount as at 1 April 2021	29.36	12.47	26.09	12.55	0.05	10.44	35.41	20.00	186.24	0.69	333.30
Additions	1.41	-	7.29	0.17	0.01	5.69	1.87	-	73.73	-	90.17
Reclass from Asset held for sale	-	0.14	-	-	-	-	-	-	-	-	0.14
Deletions	-	0.11	1.04	0.02	-	0.42	21.96	-	-	-	23.55
<b>Gross carrying amount as at 31 March 2022 (A)</b>	<b>30.77</b>	<b>12.50</b>	<b>32.34</b>	<b>12.70</b>	<b>0.06</b>	<b>15.71</b>	<b>15.32</b>	<b>20.00</b>	<b>259.97</b>	<b>0.69</b>	<b>400.06</b>
Accumulated depreciation as at 1 April 2021	17.17	5.61	10.13	5.18	0.05	5.62	26.99	1.95	67.96	0.26	140.92
Depreciation for the year	4.49	0.88	2.31	1.22	0.01	1.40	5.84	0.26	46.71	0.17	63.29
Deletions	-	0.11	0.98	0.01	-	0.42	21.55	-	-	-	23.07
<b>Accumulated depreciation as at 31 March 2022 (B)</b>	<b>21.66</b>	<b>6.38</b>	<b>11.46</b>	<b>6.39</b>	<b>0.06</b>	<b>6.60</b>	<b>11.28</b>	<b>2.21</b>	<b>114.67</b>	<b>0.43</b>	<b>181.14</b>
<b>Net carrying amount as at 31 March 2022 (A) - (B)</b>	<b>9.11</b>	<b>6.12</b>	<b>20.88</b>	<b>6.31</b>	<b>0.00</b>	<b>9.11</b>	<b>4.04</b>	<b>17.79</b>	<b>145.30</b>	<b>0.26</b>	<b>218.92</b>

(i) There is no such property whose title deeds are not held in the name of the Company.

#### 4(b) CAPITAL WORK-IN-PROGRESS

The changes in the carrying value of capital work-in-progress for the year ended 31 March 2023 are as follows:

Particulars	Currency: ₹ in crore	
	Amount	
Carrying amount as at 1 April 2022		1.15
Additions during the year		11.72
Capitalised during the year		4.94
<b>Net carrying amount as at 31 March 2023</b>		<b>7.93</b>
Carrying amount as at 1 April 2021		2.76
Additions during the year		9.69
Capitalised during the year		11.30
<b>Net carrying amount as at 31 March 2022</b>		<b>1.15</b>

#### Capital work in progress (CWIP) Aging Schedule

As at 31 March 2023

	Currency: ₹ in crore				
	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	6.82	0.25	0.86	-	7.93
Projects temporarily suspended	-	-	-	-	-

#### CWIP whose completion is overdue or has exceeded its cost compared to original plan.

As at 31 March 2023

	Currency: ₹ in crore				
	To be completed in				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Upgrade Goa Local LIMS solution	0.86	-	-	-	0.86

#### Capital work in progress (CWIP) Aging Schedule

As at 31 March 2022

	Currency: ₹ in crore				
	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	1.15	-	-	-	1.15
Projects temporarily suspended	-	-	-	-	-

### 5 INVESTMENT PROPERTY

#### A. RECONCILIATION OF CARRYING AMOUNT

The changes in the carrying value of investment property for the year ended 31 March 2023 are as follows:

Particulars	Currency: ₹ in crore	
	Amount	
Gross carrying amount as at 1 April 2022		37.89
Additions		5.06
Less: Classified as Asset held for sale (Refer note 17)		42.95
<b>Gross carrying amount as at 31 March 2023 (A)</b>		<b>-</b>
Accumulated depreciation as at 1 April 2022		9.72
Depreciation for the year		1.49
Less: Classified as Asset held for sale (Refer note 17)		(11.21)
<b>Accumulated depreciation as at 31 March 2023 (B)</b>		<b>-</b>
<b>Net carrying amount as at 31 March 2023 (A) - (B)</b>		<b>-</b>

The changes in the carrying value of investment property for the year ended 31 March 2022 are as follows:

Currency: ₹ in crore	
Particulars	Amount
Gross carrying amount as at 1 April 2021	37.89
<b>Gross carrying amount as at 31 March 2022 (A)</b>	<b>37.89</b>
Accumulated depreciation as at 1 April 2021	8.33
Depreciation for the year	1.39
<b>Accumulated depreciation as at 31 March 2022 (B)</b>	<b>9.72</b>
<b>Net carrying amount as at 31 March 2022 (A) - (B)</b>	<b>28.17</b>

The rental income recognized, from the above investment property, in statement of profit and loss for the year ending 31 March 2023 is ₹6.39 crore (31 March 2022: ₹6.39 crore) (Refer note 26).

Company has incurred the direct operating expenses ₹0.49 crore (31 March 2022 ₹0.49 crore) arising from investment property as mentioned above.

## B. MEASUREMENT OF FAIR VALUES

- i As at 31 March 2022, the fair values of the property is ₹234.23 crore. These valuations are based on valuations performed by an accredited independent valuer. The fair value measurement for all the investment properties has been categorized as a level 3 fair value based on the inputs to the valuation technique used. The independent valuers have adopted Land and Building method of valuation. The valuation has been arrived at considering the location of the property, market enquiries, sale instances etc.

## 6(a) INTANGIBLE ASSETS

### GOODWILL:

For the purposes of impairment testing, carrying amount of goodwill has been allocated to the following Cash Generating Unit (CGU) as follows:

Currency: ₹ in crore		
Particulars	As at 31 March 2023	As at 31 March 2022
Business acquired pursuant to amalgamation of erstwhile Wyeth Limited		
Opening Balance	527.49	527.49
Additions during the year	-	-
<b>Closing balance</b>	<b>527.49</b>	<b>527.49</b>

The recoverable amount of the above CGU has been assessed using a value-in-use model. Value in use is calculated as the net present value of the projected pre-tax cash flows plus a terminal value of the cash generating unit to which the goodwill is allocated. Initially a pre-tax discount rate is applied to calculate the net present value of the pre-tax cash flows.

The cash flow projections include specific estimates for five years developed using internal forecasts and a terminal growth rate thereafter of 2% (31 March 2022: 2%). The planning horizon reflects the assumptions for short-to-mid term market developments.

Discount rate reflects the current market assessment of the risks. The discount rate is estimated based on the weighted average cost of capital for the Company. Pre-tax discount rate used for the year ended 31 March 2023 was 16.36% (31 March 2022: 11.06%).

The values assigned to the key assumptions represent management's assessment of future trends in the relevant industries and have been based on historical data from both external and internal sources.

The management believes that any reasonable possible change in the key assumptions would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash-generating unit.

## 6(b) OTHER INTANGIBLE ASSETS

The changes in the carrying value of intangible assets for the year ended 31 March 2023 are as follows:

Currency: ₹ in crore

Particulars	Trade marks	Computer software	Total
Gross carrying amount as at 1 April 2022	395.93	21.80	417.73
Additions	-	-	-
Deletions	-	-	-
<b>Gross carrying amount as at 31 March 2023 (A)</b>	<b>395.93</b>	<b>21.80</b>	<b>417.73</b>
Accumulated amortization as at 1 April 2022	313.46	9.72	323.18
Amortization for the year	48.14	2.18	50.32
<b>Accumulated amortization as at 31 March 2023 (B)</b>	<b>361.60</b>	<b>11.90</b>	<b>373.50</b>
<b>Net carrying amount as at 31 March 2023 (A) - (B)</b>	<b>34.33</b>	<b>9.90</b>	<b>44.23</b>

The changes in the carrying value of intangible assets for the year ended 31 March 2022 are as follows:

Currency: ₹ in crore

Particulars	Trade marks	Computer software	Total
Gross carrying amount as at 1 April 2021	395.93	21.80	417.73
Additions	-	-	-
Deletions	-	-	-
<b>Gross carrying amount as at 31 March 2022 (A)</b>	<b>395.93</b>	<b>21.80</b>	<b>417.73</b>
Accumulated amortization as at 1 April 2021	265.32	7.54	272.86
Amortization for the year	48.14	2.18	50.32
Deletions	-	-	-
<b>Accumulated amortization as at 31 March 2022 (B)</b>	<b>313.46</b>	<b>9.72</b>	<b>323.18</b>
<b>Net carrying amount as at 31 March 2022 (A) - (B)</b>	<b>82.47</b>	<b>12.08</b>	<b>94.55</b>

## 7 INVESTMENTS

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
<b>Unquoted *</b>		
(i) Investment in equity instruments mandatorily measured at FVTPL	0.00	0.00
(ii) Investment in government debt securities mandatorily measured at FVTPL	0.00	0.00
	<b>0.00</b>	<b>0.00</b>
Aggregate amount of unquoted investment	0.00	0.00

\* Amount below ₹ one lakh

## 8 LOANS-NON CURRENT

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
(Unsecured considered good, unless otherwise stated)		
Employee related loans	-	0.07
Others	-	0.33
	<b>-</b>	<b>0.40</b>

## 9 OTHER NON-CURRENT FINANCIAL ASSETS

	Currency: ₹ in crore	
	As at 31 March 2023	As at 31 March 2022
<b>Deposits</b>		
Considered good	12.94	17.31
Considered credit impaired	1.40	0.66
	<b>14.34</b>	<b>17.97</b>
Allowances for deposits	(1.40)	(0.66)
	<b>12.94</b>	<b>17.31</b>
Others	0.08	-
	<b>13.02</b>	<b>17.31</b>

## 10 OTHER NON-CURRENT ASSETS

	Currency: ₹ in crore	
	As at 31 March 2023	As at 31 March 2022
(Unsecured considered good, unless otherwise stated)		
Prepayments	0.49	0.96
Advance to vendor		
Considered doubtful	-	1.43
Provision for doubtful advances	-	(1.43)
	-	-
Gratuity (Refer note 35)	44.21	10.86
Capital advances	0.32	0.03
Balance with government authorities		
Considered good	22.93	29.23
Considered Doubtful	0.74	0.74
	<b>23.67</b>	<b>29.97</b>
Provision for doubtful Balance with government authorities	(0.74)	(0.74)
	<b>22.93</b>	<b>29.23</b>
VAT receivable (payments under protest)	89.21	119.29
Others (payments under protest for DPCO and Customs)	25.75	25.75
	<b>182.91</b>	<b>186.12</b>

## 11 INVENTORIES

	Currency: ₹ in crore	
	As at 31 March 2023	As at 31 March 2022
Raw materials	57.87	36.25
Packing materials	10.92	7.28
Work - in - progress	4.32	8.04
Finished goods <sup>1</sup>	93.05	105.32
Stock -in- trade <sup>1</sup>	251.34	291.83
Stores	0.20	0.18
	<b>417.70</b>	<b>448.90</b>

### Notes:

1. Includes asset (inventory) recoverable from customers for saleable returns of ₹0.87 crore towards finished goods (31 March 2022 ₹1.54 crore ) and ₹1.71 crore towards Stock-in-trade (31 March 2022: ₹2.07 crore)
2. The Company writes down the value of inventories towards slow moving, non-moving and non-saleable inventory (expired/damaged) based on historical experience of such items and any recent trends that may suggest realizable amount could differ from historical amounts. Charge in the statement of profit and loss on account of write down of inventory during the year is ₹17.30 crore (31 March 2022: ₹31.35 crore).



## 12 TRADE RECEIVABLES

	Currency: ₹ in crore	
	As at 31 March 2023	As at 31 March 2022
Secured, considered good	0.03	0.03
Unsecured, considered good *	152.65	143.65
Unsecured, considered credit impaired	28.23	26.98
	<b>180.91</b>	<b>170.66</b>
Less: Allowances for expected credit loss	(29.18)	(28.11)
	<b>151.73</b>	<b>142.55</b>

\*Includes amounts due from related parties ₹34.56 crore (31 March 2022: ₹27.58 crore) (Refer note 40). The Company's exposure to credit and currency risks, and loss allowances are disclosed in note 38.

During the year, the Company has reclassified Unbilled revenue from Other current financial assets to Trade receivable to appropriately reflect nature of asset and accordingly the comparative amount of previous year of ₹18.28 crore has also been reclassified.

### TRADE RECEIVABLES AGING SCHEDULE

#### As at 31 March 2023

	Currency: ₹ in crore						
	Outstanding for following periods from due date of payment						
	Not due	Less than 6 Months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	123.18	4.25	-	-	-	-	127.43
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	-	1.45	2.25	1.13	14.32	19.15
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	9.09	9.09
Unbilled revenue							25.24
<b>Total</b>	<b>123.18</b>	<b>4.25</b>	<b>1.45</b>	<b>2.25</b>	<b>1.13</b>	<b>23.41</b>	<b>180.91</b>

#### As at 31 March 2022

	Currency: ₹ in crore						
	Outstanding for following periods from due date of payment						
	Not due	Less than 6 Months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - considered good	121.77	2.43	-	-	-	0.07	124.27
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade receivable - credit impaired	-	1.13	1.14	1.43	1.82	13.50	19.02
Disputed Trade receivables - considered good	-	-	-	-	-	-	-
Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade receivables - credit impaired	-	-	-	-	-	9.09	9.09
Unbilled revenue							18.28
<b>Total</b>	<b>121.77</b>	<b>3.56</b>	<b>1.14</b>	<b>1.43</b>	<b>1.82</b>	<b>22.66</b>	<b>170.66</b>

### 13a CASH AND CASH EQUIVALENTS

	Currency: ₹ in crore	
	As at	As at
	31 March 2023	31 March 2022
Balance with banks :		
In current accounts	6.89	35.64
In deposit accounts with original maturity less than or equal to 90 days	24.80	26.52
Cheques on hand	4.91	0.60
	<b>36.60</b>	<b>62.76</b>

### 13b BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENTS

	Currency: ₹ in crore	
	As at	As at
	31 March 2023	31 March 2022
Balance with banks :		
In deposit accounts with original maturity of more than 90 days	1,803.06	1,557.40
In unclaimed dividend accounts	13.02	12.86
In fixed deposit <sup>1</sup>	2.86	2.86
As margin money deposit	0.08	0.08
As unspent corporate social responsibility account (Refer note 47)	3.90	7.48
	<b>1,822.92</b>	<b>1,580.68</b>

The Company's exposure to credit and currency risks, and loss allowances are disclosed in note 38.

<sup>1</sup>Fixed deposit towards bank guarantee for VAT demand

During the year, the Company has reclassified Interest accrued on Deposit from Other current financial assets to Bank balance other than cash and cash equivalents to appropriately reflect nature of asset and accordingly the comparative amount of previous year of ₹10.11 crore has also been reclassified.

### 14 LOANS-CURRENT

	Currency: ₹ in crore	
	As at	As at
	31 March 2023	31 March 2022
(Unsecured considered good, unless otherwise stated)		
Loans to employees	-	0.02
Others	-	0.24
	-	<b>0.26</b>

### 15 OTHER CURRENT FINANCIAL ASSETS

	Currency: ₹ in crore	
	As at	As at
	31 March 2023	31 March 2022
Other receivables		
Secured, considered good	14.25	14.03
Unsecured, considered credit impaired	0.65	1.13
	<b>14.90</b>	<b>15.16</b>
Loss allowance	(0.65)	(1.13)
	<b>14.25</b>	<b>14.03</b>
Deposits	8.70	13.08
	<b>22.95</b>	<b>27.11</b>

During the year, the Company has reclassified Interest accrued on deposit from Other current financial assets to Bank balance other than cash and cash equivalents and Unbilled revenue from Other current financial assets to Trade receivable to appropriately reflect nature of asset and accordingly the comparative amount of previous year of ₹10.11 crore and ₹18.28 crore has also been reclassified respectively.

## 16 OTHER CURRENT ASSETS

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
Prepayments	7.04	7.28
Balance with Customs and Excise authorities	0.88	7.75
Goods and service tax receivable	26.09	73.43
Advance to vendor	6.93	9.01
Others	0.50	1.71
	<b>41.44</b>	<b>99.18</b>

## 17 ASSETS HELD FOR SALE

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
Business undertaking at Thane (Refer note 46(iii))	-	35.04
Building (Refer note 17(i))	31.75	-
	<b>31.75</b>	<b>35.04</b>

- (i) During the current year, net book value of Building reflected under "Investment Property" has been reclassified to "Asset held for sale". The asset is expected to be disposed off within a period of twelve months. No impairment loss was recognized on reclassification of the said asset held for sale as the Company expects the fair value less cost to sell to be higher than carrying amount.

## 18(a) SHARE CAPITAL

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
<b>(i) Authorised :</b>		
52,844,080 (31 March 2022: 52,844,080) equity shares of ₹10/- each	52.84	52.84
10,155,920 (31 March 2022: 10,155,920) unclassified shares of ₹10/- each	10.16	10.16
<b>Total</b>	<b>63.00</b>	<b>63.00</b>
<b>(ii) Issued</b>		
45,750,372 (31 March 2022: 45,750,372) equity shares of ₹10/- each	45.75	45.75
<b>Total</b>	<b>45.75</b>	<b>45.75</b>
<b>(iii) Subscribed and fully paid-up</b>		
45,747,732 (31 March 2022: 45,747,732) equity shares of ₹10/- each	45.75	45.75
Forfeited equity shares 2,640 (31 March 2022: 2,640) equity shares of ₹10/- each *	0.00	0.00
<b>Total</b>	<b>45.75</b>	<b>45.75</b>

\* Amount below ₹ one lakh

**(iv) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period**

	As at 31 March 2023	As at 31 March 2022
Number of shares outstanding at the beginning of the reporting period	45,747,732	45,747,732
Increase/(decrease) during the year	-	-
Number of shares outstanding at the end of the reporting period	<b>45,747,732</b>	<b>45,747,732</b>

**(v) The rights, preferences and restrictions attaching to equity shares including restrictions on the distribution of dividends and the repayment of capital.**

The Company has only one class of equity shares having a par value of ₹10/- per share. Every member holding equity shares therein shall have voting rights in proportion to the member's share of the paid up equity share capital. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting except interim dividend, if any. In the event of liquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company, after distribution of all the preferential amounts. The distribution will be in proportion to the number of equity shares held by the equity shareholders.

**(vi)** During the five reporting periods immediately preceding the reporting date no shares have been issued for consideration other than cash.

**(vii)** During the five reporting periods immediately preceding the reporting date, no shares have been issued by capitalization of reserves as bonus shares.

**(viii)** During the five reporting periods immediately preceding the reporting date, no shares have been bought back.

**(ix) Shares held by the Ultimate holding company and subsidiaries of the Ultimate holding Company in aggregate**

	As at 31 March 2023	As at 31 March 2022
29,243,042 shares ( 31 March 2022: 29,243,042) held by the subsidiaries of the Ultimate holding company	29,243,042	29,243,042

**(x) The details of shareholders holding more than 5% shares in the company is as below:**

	31 March 2023		31 March 2022	
	No. of Shares	%	No. of Shares	%
Pfizer East India B. V.	18,186,334	39.75	18,186,334	39.75
Wyeth LLC, USA	5,617,707	12.28	5,617,707	12.28
Aditya Birla Sun Life Trustee Private Limited Account (through various Mutual Fund schemes)	968,900	2.12	2,321,880	5.08
Life Insurance Corporation of India	3,447,159	7.54	2,695,008	5.89

**(ix) Details of equity shares held by promoters:**

Sr No	Promoter name	31 March 2023		31 March 2022		
		No of shares at the beginning of the year	Change during the year	No of shares at the end of the year	% of Total Shares	% change during the year
1	Pfizer East India B.V.	18,186,334	39.75%	18,186,334	39.75%	-
2	Wyeth LLC, USA	5,617,707	12.28%	5,617,707	12.28%	-
3	Wyeth Holdings Corporation, USA	1,630,164	3.56%	1,630,164	3.56%	-
4	Warner - Lambert Company, LLC, USA	1,187,163	2.60%	1,187,163	2.60%	-
5	Parke - Davis & Company, LLC, USA	955,733	2.09%	955,733	2.09%	-
6	John Wyeth & Brother Ltd, UK	882,000	1.93%	882,000	1.93%	-
7	Pharmacia Corporation, USA	783,941	1.71%	783,941	1.71%	-

**18b OTHER EQUITY**

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
<b>Securities premium</b>		
At the beginning of the year	1,320.67	1,320.67
Add: Addition during the year	-	-
Closing balance (A)	<b>1,320.67</b>	<b>1,320.67</b>
<b>General reserve</b>		
At the beginning of the year	301.92	301.92
Add: Addition during the year	-	-
Closing balance (B)	<b>301.92</b>	<b>301.92</b>
<b>Capital reserve</b>		
At the beginning of the year	60.33	48.57
Add: Share based payments	12.70	11.76
Closing balance (C)	<b>73.03</b>	<b>60.33</b>
<b>Retained earnings</b>		
At the beginning of the year	1,133.47	681.03
Add: Net Profit for the year as per Statement of Profit or Loss Account	623.93	612.56
Less: Dividend	(297.35)	(160.12)
Closing balance (D)	<b>1,460.05</b>	<b>1,133.47</b>
<b>Remeasurements of the net defined benefit plans</b>		
At the beginning of the year	2.27	(4.90)
Add: Gain/(loss) on remeasurement of net defined plans, net of tax	3.61	7.17
Closing balance (E)	5.88	2.27
<b>Total (A+B+C+D+E)</b>	<b>3,161.55</b>	<b>2,818.66</b>

**Nature and purpose of reserves****(i) Securities premium**

Securities premium account is used to record the premium on issue of shares. This reserve can be utilized in accordance with the said provisions of The Companies Act, 2013. This account also includes the share premium on shares issued to the shareholders of erstwhile Wyeth limited, pursuant to the Scheme of Amalgamation.

**(ii) General reserve**

General reserve forms part of the retained earnings and is permitted to be distributed to shareholders as part of dividend.

**(iii) Capital reserve**

The share-based payment reserve is used to recognize the value of equity settled share-based payments provided to the employees by Pfizer Inc. the ultimate holding company and the Company is not liable for any recharge of the amount. Refer note no.36 for further details on the plan.

**(iv) Retained earnings**

The amount that can be distributed by the Company as dividends to its equity shareholders. Refer Statement of changes in equity.

**(v) Remeasurements of the net defined benefit plans**

The amount represents remeasurement of defined benefit plans.

## 19 PROVISIONS- NON CURRENT

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
<b>Provision for employee benefits</b>		
Compensated absences (Refer note 35)	14.13	15.93
Gratuity (Refer note 35)	-	5.61
<b>Other employee benefits (provident fund)</b>	0.12	-
Other provisions		
Demands under Drug Price Control Orders (DPCO) (Refer note 41(a))	20.45	20.45
Anticipated Sales return	8.04	13.46
Customs and Central Excise	0.02	0.02
	<b>42.76</b>	<b>55.47</b>

### A) MOVEMENT IN PROVISIONS:

Currency: ₹ in crore

	Provision for Demands under DPCO	Anticipated sales return	Provision for Customs and central excise
<b>Balance as at 1 April 2021</b>	20.45	9.52	0.02
Additions during the year	-	3.94	-
Reversal / Utilization during the year	-	-	-
<b>As at 31 March 2022</b>	<b>20.45</b>	<b>13.46</b>	<b>0.02</b>
Additions during the year	-	-	-
Reversal / Utilization during the year	-	5.42	-
<b>As at 31 March 2023</b>	<b>20.45</b>	<b>8.04</b>	<b>0.02</b>

### B) NATURE OF PROVISIONS:

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

#### Anticipated sales returns:

This represents provision towards saleable and non-saleable return expected to be made by the customers till the product expiry. Provision towards saleable return represents products which are expected to be returned in saleable condition while non-saleable return represents expected returns of products which are either expired or damaged, such that the sale of such products may not be possible. Management estimate the provision based on historical returns and any recent trends that may suggest future returns could differ from historical amounts.

#### Provision for demands under DPCO:

This represents provision recognized by the Company towards unsettled compensations claimed under DPCO from the Company. The provisions for demand under DPCO comprises numerous separate cases that arise in the ordinary course of business. A provision is recognised for legal cases if the company assesses that it is probable that an outflow of economic resources will be required. These provisions have not been discounted as it is not practicable for the Company to estimate the timing of the provision utilization and cash outflows, if any, pending resolution.

#### Provision for customs and central excise:

This represents provision recognized by the Company towards demand raised by Customs and Excise authorities. The provisions for demand under Customs and Central Excise comprises numerous separate cases that arise in the ordinary course of business. A provision is recognised for legal cases if the company assesses that it is probable that an outflow of economic resources will be required. These provisions have not been discounted as it is not practicable for the Company to estimate the timing of the provision utilization and cash outflows, if any, pending resolution.

## 20 BORROWINGS

	Currency: ₹ in crore	
	As at 31 March 2023	As at 31 March 2022
Unsecured		
From Others	2.50	2.50
	<b>2.50</b>	<b>2.50</b>

The amount represents purchase consideration payable to related party John Wyeth and Brother Limited, UK for the transfer of its undertaking in India to erstwhile Wyeth Limited. The amount has been retained as an interest free unsecured loan as per the directives of the Reserve Bank of India in this regard pending appropriate clearance from the income tax authorities.

## 21 TRADE PAYABLES

	Currency: ₹ in crore	
	As at 31 March 2023	As at 31 March 2022
Total outstanding dues of micro and small enterprises	1.77	0.35
Total outstanding dues of creditors other than micro and small enterprises (Refer note c below)	215.29	263.59
	<b>217.06</b>	<b>263.94</b>

Notes:

- a) Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

	Currency: ₹ in crore	
	As at 31 March 2023	As at 31 March 2022
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	1.76	0.33
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	0.01	0.02
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day (Represents interest amounts)	0.63	0.35
(iv) the amount of interest due and payable for the period of delay in making payment	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	0.01	0.02
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid"	-	-

- b) Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management.
- c) Outstanding dues of creditors other than micro and small enterprises include amounts due to related parties ₹83.77 crore (31 March 2022: ₹95.19 crore) (Refer note 40)
- d) All trade payables are 'current'. The Company's exposure to currency and liquidity risks related to trade payables is disclosed in note 38.

## TRADE PAYABLES AGING SCHEDULE

As at 31 March 2023

Currency: ₹ in crore

	Outstanding for following periods from due date of payment					Total
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Outstanding dues of micro enterprises and small enterprises	1.09	0.68	-	-	-	1.77
Outstanding dues of creditors other than micro enterprises and small enterprises	144.44	67.79	3.06	-	-	215.29
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
<b>Total</b>	<b>145.53</b>	<b>68.47</b>	<b>3.06</b>	<b>-</b>	<b>-</b>	<b>217.06</b>

As at 31 March 2022

Currency: ₹ in crore

	Outstanding for following periods from due date of payment					Total
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Outstanding dues of micro enterprises and small enterprises	-	0.35	-	-	-	0.35
Outstanding dues of creditors other than micro enterprises and small enterprises	149.10	113.39	0.11	0.10	0.26	262.96
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	0.63	0.63
<b>Total</b>	<b>149.10</b>	<b>113.75</b>	<b>0.11</b>	<b>-</b>	<b>0.26</b>	<b>263.94</b>

## 22 OTHER CURRENT FINANCIAL LIABILITIES

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
Unclaimed dividends #	13.02	12.86
Employee benefits	45.17	50.24
Creditors for capital expenditure	1.13	0.22
Security deposits	4.16	5.54
	<b>63.48</b>	<b>68.86</b>

# Investor Education and Protection Fund (IEPF) is being credited by the amount of unclaimed dividend after seven years from the due date. There are no amounts due to be credited to Investor Education and Protection Fund in accordance with Section 125 of the Companies Act, 2013 as at the year end.



## 23 OTHER CURRENT LIABILITIES

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
Statutory remittances	58.22	53.38
Advance from customers (Refer note (i) below)	3.48	1.43
Advances received (Refer note 46(iii))	-	178.02
Corporate Social responsibility # (Refer note 47)	8.49	7.48
Others*	4.17	-
	<b>74.36</b>	<b>240.31</b>

	As at 31 March 2023	As at 31 March 2022
Note (i)		
Contract Liabilities -Advance from customer	3.48	1.43
<b>Movement in Contract Liabilities</b>		
Contract Liabilities at the beginning of the year	1.43	1.06
Decrease as a result of changes in the measure of progress	(1.43)	(1.06)
Increase due to cash received and carried forward	3.48	1.43
Contract Liabilities at the end of the year	<b>3.48</b>	<b>1.43</b>

# These represents the unspent amount of corporate social responsibility. The Company has transferred the amount to a separate bank account within 30 days of the end of the financial year.

*Changes in deferred revenue are as follows:	Year ended 31 March 2023	Year ended 31 March 2022
<b>Balance at the beginning of the year</b>	-	-
Revenue recognised that was included in the contract liability balance at the beginning of the year	-	-
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	4.17	-
Balance at the end of the year	<b>4.17</b>	-

## 24 PROVISIONS- CURRENT

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
<b>Provision for employee benefits</b>		
Compensated absences (Refer note 35)	1.79	2.60
Gratuity (Refer note 35)	-	6.11
Other employee benefits	14.68	13.96
<b>Other provisions :</b>		
Anticipated Sales return	32.51	32.76
Provision for sales tax / VAT (net) (Refer note 41(b))	51.54	15.64
	<b>100.52</b>	<b>71.07</b>

Movement in provisions:

	Currency: ₹ in crore	
	Anticipated Sales return	Provision for sales tax / VAT
Balance as at 1 April 2021	29.61	19.73
Additions during the year	3.15	-
Reversal / Utilization during the year	-	4.09
<b>As at 31 March 2022</b>	<b>32.76</b>	<b>15.64</b>
Additions / Adjustments during the year	32.59	35.90
Reversal / Utilization during the year	32.84	-
<b>As at 31 March 2023</b>	<b>32.51</b>	<b>51.54</b>

#### **Provision for sales tax/ VAT**

These represents provision recognized by the Company towards claims raised by Sales Tax authorities and VAT authorities as applicable in each state.

## **25 REVENUE FROM OPERATIONS**

	Currency: ₹ in crore	
	Year ended 31 March 2023	Year ended 31 March 2022
Sale of products	2,337.63	2,530.28
Sale of services	84.69	80.27
<b>Other operating revenue</b>		
Transitional support services	1.71	-
Sale of scrap	0.73	0.44
	<b>2,424.76</b>	<b>2,610.99</b>

Disaggregation of the revenue and reconciliation to statement of profit and loss account is as follows:

	Year ended 31 March 2023	Year ended 31 March 2022
<b>Revenue from sale of products as per contracted price</b>	<b>2,473.14</b>	<b>2,635</b>
<b>Adjusted for</b>		
Sales Return, Discounts and others	135.51	104.31
<b>Total revenue from sale of products from contracts with customers</b>	<b>2,337.63</b>	<b>2,530.28</b>

Refer note 42 for geographical disaggregation of the revenue.

(i) Contract liabilities/assets from contracts with customers

	Year ended 31 March 2023	Year ended 31 March 2022
Advance from customers	3.47	2.81
Trade receivables	151.73	142.55

## 26 OTHER INCOME

Currency: ₹ in crore

	Year ended 31 March 2023	Year ended 31 March 2022
Interest income from financial assets at amortised cost		
On bank deposits	84.06	46.59
On other balances	1.43	2.35
Other non-operating income		
Rental income (Refer note 5 and note 37(b))	6.39	6.39
Liabilities / provisions no longer required written back	4.10	1.23
Insurance claims	3.68	0.27
Sale of rights and interest in brands (net of related expenses)*	-	3.00
Profit on sale of assets (net)	0.05	1.58
Gain on early termination of leases	0.46	-
Others	0.88	1.24
	<b>101.05</b>	<b>62.65</b>

\*During the previous year, the Company divested rights and interests in three brands for a consideration of ₹3.00 crore.

## 27 COST OF MATERIALS CONSUMED

Currency: ₹ in crore

	Year ended 31 March 2023	Year ended 31 March 2022
Raw materials consumed		
Opening inventory (Refer note 11)	36.25	95.92
Add: Purchases	297.01	222.24
Less: Transfer pursuant to sale of Upjohn business	(1.06)	
	<b>332.20</b>	<b>318.16</b>
Less: Closing inventory (Refer note 11)	57.87	36.25
<b>Raw materials consumed(a)</b>	<b>274.33</b>	<b>281.91</b>
Packing materials consumed		
Opening inventory (Refer note 11)	7.28	6.75
Add: Purchases	74.58	72.91
	<b>81.86</b>	<b>79.66</b>
Less: Closing inventory (Refer note 11)	10.92	7.28
<b>Packing materials consumed (b)</b>	<b>70.94</b>	<b>72.38</b>
<b>Total cost of materials consumed (a + b)</b>	<b>345.27</b>	<b>354.29</b>

## 28 CHANGE IN INVENTORIES OF FINISHED GOODS, STOCK-IN-TRADE AND WORK-IN-PROGRESS

Currency: ₹ in crore

	Year ended 31 March 2023	Year ended 31 March 2022
<b>Opening inventory :</b>		
Work in progress (Refer note 11)	8.04	7.07
Finished goods (Refer note 11)	105.32	103.61
Stock-in-trade (Refer note 11)	291.83	221.61
Less:		
<b>Closing inventory:</b>		
Work in progress (Refer note 11)	4.32	8.04
Finished goods (Refer note 11)	93.05	105.32
Stock-in-trade (Refer note 11)	251.34	291.83
<b>Change in inventories:</b>		
Work in progress	3.72	(0.97)
Finished goods	12.27	(1.71)
Stock-in-trade	40.49	(70.22)
	<b>56.48</b>	<b>(72.90)</b>

## 29 EMPLOYEE BENEFITS EXPENSE

Currency: ₹ in crore

	Year ended 31 March 2023	Year ended 31 March 2022
Salaries and wages	293.17	355.73
Contribution to provident and other funds (Refer note 35)	15.45	17.63
Staff welfare expenses	6.35	10.02
Gratuity (Refer note 35)	4.01	8.53
Employee share based expense payments (Refer note 36)	12.70	11.76
	<b>331.68</b>	<b>403.67</b>

## 30 FINANCE COSTS

Currency: ₹ in crore

	Year ended 31 March 2023	Year ended 31 March 2022
Interest expense on Lease liability	12.75	10.10
Interest expense on financial liabilities measured at amortised cost	0.64	0.39
	<b>13.39</b>	<b>10.49</b>

## 31 DEPRECIATION AND AMORTIZATION EXPENSE

Currency: ₹ in crore

	Year ended 31 March 2023	Year ended 31 March 2022
Depreciation on property, plant and equipment (Refer note 4(a))	53.70	63.29
Depreciation on investment property (Refer note 5a)	1.49	1.39
Amortization of other intangible assets (Refer note 6(b))	50.32	50.32
	<b>105.51</b>	<b>115.00</b>

**32 OTHER EXPENSES**

Currency: ₹ in crore

	Year ended 31 March 2023	Year ended 31 March 2022
Advertisement and sales promotion	61.59	74.38
Processing charges	45.49	53.63
Legal and professional fees	80.83	107.84
Auditors' remuneration (Refer note 32.1)	1.44	1.06
Power and fuel	6.51	5.67
Freight and forwarding expenses	77.57	73.73
Insurance	16.27	14.71
Travelling and conveyance	40.74	13.96
Rent (Refer note 37a)	0.19	0.33
Communication	4.58	5.54
Allowance for expected credit loss	1.77	4.57
Provision for doubtful loans and deposits	0.75	1.13
Rates and taxes	11.25	14.08
Repairs and maintenance - buildings	1.36	1.03
Repairs and maintenance - machinery	1.56	2.15
Repairs and maintenance - others	1.24	1.65
Net loss on foreign currency transactions and translation	1.24	1.50
Consumption of stores and spare parts	1.98	1.35
Bank charges	0.09	0.21
Printing and stationery	2.85	4.04
Commission to directors	0.72	1.10
Corporate Social Responsibility (Refer note 47)	14.07	15.13
Miscellaneous expenses	36.46	24.77
	<b>410.55</b>	<b>423.56</b>

**32.1 AUDITORS' REMUNERATION**

Currency: ₹ in crore

	Year ended 31 March 2023	Year ended 31 March 2022
a) As statutory auditor	1.20	0.91
b) As tax auditor	0.14	0.12
c) Out of pocket expenses	0.05	0.03
d) Certification	0.05	-
<b>Total</b>	<b>1.44</b>	<b>1.06</b>

### 33 TAX RECONCILIATION

#### Tax expense

#### (a) Amounts recognized in statement of profit and loss

Currency: ₹ in crore

	Year ended 31 March 2023	Year ended 31 March 2022
<b>Current income tax</b>	251.82	218.33
<b>Deferred income tax, (net)</b>		
Origination and reversal of temporary differences	(51.91)	(19.69)
Others	-	(16.24)
Prior year tax adjustments	0.17	(22.07)
<b>Tax expense for the year</b>	<b>200.08</b>	<b>160.33</b>

#### (b) Amounts recognized in other comprehensive income

Currency: ₹ in crore

	Year ended 31 March 2023			Year ended 31 March 2022		
	Before tax	Tax (expense) benefit	Net of tax	Before tax	Tax (expense) benefit	Net of tax
<b>Items that will not be reclassified to statement of profit and loss</b>						
Remeasurements of the defined benefit plans	4.83	(1.22)	3.61	9.58	(2.41)	7.17
<b>Total</b>	<b>4.83</b>	<b>(1.22)</b>	<b>3.61</b>	<b>9.58</b>	<b>(2.41)</b>	<b>7.17</b>

#### (c) Reconciliation of effective tax rate

Currency: ₹ in crore

	Year ended 31 March 2023	Year ended 31 March 2022
<b>Profit before tax</b>	824.01	772.89
Tax using the Company's domestic tax rate (current year 25.17% and previous year 25.17 %)	207.39	194.54
Capital gains (effect of lower tax rate)	(10.65)	1.31
<b>Tax effect of amounts which are not deductible in calculating taxable income</b>		
CSR expenses	3.54	3.81
Others	(0.37)	(17.26)
Prior year tax adjustments	0.17	(22.07)
<b>Tax expense as per statement of profit and loss</b>	<b>200.08</b>	<b>160.33</b>
Effective tax rate	24.28%	20.74%

**(d) Movement in deferred tax balances**

The movement in deferred tax balances for the year ended 31 March 2023 is as follows:

Currency: ₹ in crore

	Net balance 1 April 2022	Recognized in statement of profit and loss	Recognized in OCI	Net deferred tax asset/ liability
<b>Deferred tax liability (gross)</b>				
Property, plant and equipment	(2.78)	2.50	-	(0.28)
Intangible assets	(11.84)	11.50	-	(0.34)
Lease liabilities	4.37	0.71	-	5.08
Interest free deposits	-	-	-	-
<b>Total deferred tax liabilities</b>	<b>(10.25)</b>	<b>14.71</b>	<b>-</b>	<b>4.46</b>
<b>Deferred tax assets (gross)</b>				
Interest free deposits	1.42	(0.36)	-	1.06
Employee benefits	14.05	16.84	(1.22)	29.67
Provisions	41.76	20.72	-	62.48
<b>Total deferred tax assets</b>	<b>57.23</b>	<b>37.20</b>	<b>(1.22)</b>	<b>93.21</b>
<b>Deferred tax assets/(liabilities) (net)</b>	<b>46.98</b>	<b>51.91</b>	<b>(1.22)</b>	<b>97.67</b>

The movement in deferred tax balances for the year ended 31 March 2022 is as follows:

Currency: ₹ in crore

	Net balance 1 April 2021	Recognized in statement of profit and loss	Recognized in OCI	Net deferred tax asset/ liability
<b>Deferred tax liability (gross)</b>				
Property, plant and equipment	(5.03)	2.25	-	(2.78)
Intangible assets	(30.26)	18.42	-	(11.84)
Lease liabilities	(3.76)	8.13	-	4.37
Interest free deposits	(0.25)	0.25	-	-
<b>Total deferred tax liabilities</b>	<b>(39.30)</b>	<b>29.05</b>	<b>-</b>	<b>(10.25)</b>
<b>Deferred tax assets (gross)</b>				
Interest free deposits	1.56	(0.14)	-	1.42
Employee benefits	14.30	2.16	(2.41)	14.05
Provisions	36.90	4.86	-	41.76
<b>Total deferred tax assets</b>	<b>52.76</b>	<b>6.88</b>	<b>(2.41)</b>	<b>57.23</b>
<b>Deferred tax assets/(liabilities) (net)</b>	<b>13.46</b>	<b>35.93</b>	<b>(2.41)</b>	<b>46.98</b>

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

## 34 EARNINGS PER SHARE (EPS)

	Currency: ₹ in crore	
	31 March 2023	31 March 2022
(i) Profit attributable to Equity holders		
Profit for the year	623.93	612.56
(ii) Weighted average number of outstanding ordinary shares	45,750,372	45,750,372
(iii) Basic and Diluted earnings per share computed on basis of profit for the year *	-	133.89

\* Basic and diluted earning per share are in ₹

## 35 EMPLOYEE BENEFITS

### (A) DEFINED CONTRIBUTION PLAN:

During the year, the Company has contributed ₹0.31 crore (31 March 2022: ₹0.53 crore) towards employee's superannuation fund.

### (B) LONG-TERM EMPLOYEE BENEFIT - COMPENSATED ABSENCES

All eligible employees can carry forward and avail / encash leave as per Company's rules.

### (C) DEFINED BENEFIT PLAN:

#### (i) Provident fund

The employee's provident fund is administered by a Trust created specifically for the purpose. The employee's and employer's contributions are transferred to the trust. All liabilities arising on account of provident fund payouts on resignation or retirement from service or death while in service are made from the trust.

In respect of all employees, provident fund contributions are made to a trust administered by the Company. The interest rate payable to the members of the trust shall not be lower than the statutory rate of interest declared by the Central Government under the Employees Provident Funds and Miscellaneous Provisions Act, 1952 and shortfall, if any, shall be made good by the Company. The liability in respect of the shortfall of interest earnings of the Fund is determined on the basis of an actuarial valuation.

All defined benefit plans obligations are determined based on valuations, as at the Balance Sheet date, made by independent actuary using the projected unit credit method. The classification of the Company's net obligation into current and non-current is as per the actuarial valuation report.

In accordance with Indian law, all eligible employees of the Company in India are entitled to receive benefits under the provident fund plan in which both the employee and employer (at a determined rate) contribute monthly to a trust set up by the Company to manage the investments and distribute the amounts entitled to employees. This plan is a defined benefit plan as the Company is obligated to provide its members a rate of return which should, at the minimum, meet the interest rate declared by Government administered provident fund. A part of the Company's contribution is transferred to Government administered pension fund. Any shortfall of interest are recognised as an expense in "Other comprehensive income". In accordance with an actuarial valuation of provident fund liabilities on the basis of guidance issued by Actuarial Society of India.

	Currency: ₹ in crore	
	As at 31 March 2023	As at 31 March 2022
Accumulated PF Balances( a)	322.01	395.30
Cost of interest rate guarantee ( b)	5.00	6.90
Total liability (a+b)	<b>327.01</b>	<b>402.20</b>
Less: fair value of plan assets	326.89	403.95
Deficit/(Surplus)	<b>0.12</b>	<b>(1.75)</b>
Effect due to asset ceiling	-	-
(Asset)/Liability *	<b>0.12</b>	<b>(1.75)</b>

\* The net liability of ₹0.12 crore as per actuary report has been accrued for the year ending 31 March 2023 (Net surplus as at 31 March 2022 : ₹1.75 crore)



(a) Currency: ₹ in crore

	Defined obligation		Fair value of plan assets		Net defined asset/ (obligation)	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022	31 March 2023	31 March 2022
<b>Change in the present value of defined obligation during the year ended 31 March</b>						
<b>Opening balance</b>	402.20	367.36	402.20	367.36	-	-
Return on Plan Assets	-	-	23.09	29.59	23.09	(29.59)
Current Service Cost	11.48	13.78			(11.48)	13.78
Interest Cost	23.09	29.59			(23.09)	29.59
Benefits Paid and Transfer out	(128.52)	(27.98)	(128.52)	(27.98)	-	-
Employee Contribution	15.64	20.22	15.64	20.22	-	-
Employer Contributions	-	-	11.48	13.78	11.48	(13.78)
Amalgamations	-	-			-	-
Transfer In	6.36	4.74	6.36	4.74	-	-
Actuarial / Asset (Gain) / Loss	(3.24)	(5.50)	(3.36)	(5.50)	(0.12)	-
<b>Projected Benefit Obligation, End of Period</b>	<b>327.01</b>	<b>402.21</b>	<b>326.89</b>	<b>402.21</b>	<b>(0.12)</b>	<b>-</b>

\* As per the PF Trust Act, any surplus is required to meet the PF liabilities and is not possible to transfer this surplus to the company. Hence assets are set equal to the liabilities only when there is a surplus in the trust fund.

**(b) Actuarial assumptions**

The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).

Currency: ₹ in crore

	Provident Fund	
	31 March 2023	31 March 2022
Discount rate	7.25%	7.25%
Rate of employee turnover (0 to 5 years)	9%	9%
Rate of employee turnover (5 years and above)	5%	5%
Historic Yield on Assets	8.25%	8.60%
Interest Rate Guarantee	8.15%	8.50%
Outstanding term of the liabilities	12.53 years	12.06 years
Mortality rate	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate

Assumptions regarding future mortality have been based on published statistics and mortality tables.

**(c) Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Currency: ₹ in crore

	31 March 2023		31 March 2022	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	32.64	32.77	40.14	40.32
Interest Rate (1% movement)	33.89	32.70	41.86	40.22

- (d) Each year an Asset - Liability matching study is performed in which the consequences of the strategic investment policies are analysed in terms of risk and return profiles. Investment and contribution policies are integrated within this study.

Major category of plan assets are as follows	31 March 2023	31 March 2022
Central & State Government Securities	31.32	186.02
Debt Instruments	267.96	147.27
Special Deposit Scheme	-	54.74
Mutual Fund	14.84	14.73
Cash at bank	1.60	1.18
Others	11.17	-
<b>Total Assets</b>	<b>326.89</b>	<b>403.94*</b>

\*Difference between fair value of plan assets as per note 35(C)(i)(a) above and categorywise detail of plan assets is due to surplus fund in the books of PF trust

**(ii) Gratuity plan**

The Plan is governed by the Payment of Gratuity Act, 1972. Under the Gratuity Act, employees are entitled to specific benefit at the time of retirement or termination of the employment on completion of five years or death while in employment. The level of benefit provided depends on the member's length of service and salary at the time of retirement/termination age.

Liabilities in respect of the gratuity plan are determined by an actuarial valuation, based upon which the Company makes annual contributions to the Group Gratuity cum Life Assurance Schemes administered by the LIC of India, a funded defined benefit plan for qualifying employees. Trustees administer the contributions made by the Company to the gratuity scheme.

	Currency: ₹ in crore	
	As at 31 March 2023	As at 31 March 2022
Defined benefit obligation	58.62	98.06
Fair value of plan assets	102.83	97.20
<b>Net defined benefit assets/ (obligation)</b>	<b>44.21</b>	<b>(0.86)</b>

The plans expose these companies to a number of actuarial risks such as investment risk, interest rate risk, longevity risk and inflation risk. The companies have developed policy guidelines for the allocation of assets to different classes with the objective of controlling risk and maintaining the right balance between risk and long-term returns in order to limit the cost to these companies of the benefits provided. To achieve this, investments are well diversified, such that the failure of any single investment would not have a material impact on the overall level of assets.

**(i) Movement in net defined benefit asset/ (obligation)**

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset) liability and its components

**Gratuity plan**

	Currency: ₹ in crore					
	Defined benefit obligation		Fair value of plan assets		Net defined benefit asset / (obligation)	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022	31 March 2023	31 March 2022
<b>Opening balance</b>	98.06	99.26	97.20	90.51	(0.86)	(8.75)
Current service cost	6.41	8.11	-	-	(6.41)	(8.11)
Contributions	-	-	-	3.74	-	3.74
Past service cost	-	-	-	-	-	-
(Gain) / loss on settlements / curtailments	(4.49)	-	-	-	-	-

Currency: ₹ in crore

	Defined benefit obligation		Fair value of plan assets		Net defined benefit asset / (obligation)	
	31 March 2023	31 March 2022	31 March 2023	31 March 2022	31 March 2023	31 March 2022
Interest cost (income)	4.78	6.48	7.05	6.07	2.27	(0.41)
Acquisition / Divestiture / Transfers	(7.95)		(3.62)	-		
Benefit payments from plan assets			(0.87)	(3.63)	(0.87)	3.63
Benefit payments directly by employer	(36.31)	(6.73)	-	-	36.31	6.73
	<b>60.50</b>	<b>107.12</b>	<b>99.76</b>	<b>96.69</b>	<b>39.26</b>	<b>(10.43)</b>
<b>Included in OCI</b>						
Remeasurement loss/ (gain)	-	-	-	-	-	-
Actuarial loss/ (gain) arising from	-	-	-	-	-	-
(i) Demographic assumptions	-	(1.05)	-	-	-	1.05
(ii) Financial assumptions	-	(4.74)	3.07	0.51	3.07	5.25
(iii) Experience adjustment	(1.88)	(3.27)	-	-	1.88	3.27
	<b>(1.88)</b>	<b>(9.06)</b>	<b>3.07</b>	<b>0.51</b>	<b>4.95</b>	<b>9.57</b>
<b>Closing balance</b>	<b>58.62</b>	<b>98.06</b>	<b>102.83</b>	<b>97.20</b>	<b>44.21</b>	<b>(0.86)</b>

**Represented by**

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
Net defined benefit liability	-	11.72
Net defined benefit asset	44.21	10.86
	<b>44.21</b>	<b>(0.86)</b>

**(ii) Plan assets**

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
Plan assets comprise the following		
Insurer managed fund (100%)	102.83	97.20
	<b>102.83</b>	<b>97.20</b>

The Company expects to contribute nil (31 March 2022 : ₹6.11 crore) to the gratuity trust during the financial year 2023-24.

The gratuity plan is a funded plan and the Company makes contributions to recognised 'Life Insurance Corporation (Insurer) in India.

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
Plan assets comprises the following:		
Investment with Insurer (LIC)	100%	100%

### (iii) Actuarial assumptions

The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).

	Currency: ₹ in crore	
	Gratuity	
	31 March 2023	31 March 2022
Discount rate	7.25%	7.25%
Future salary growth	8% to 10%	8% to 10%
Rate of employee turnover	5% to 9%	5% to 9%
Mortality rate	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate

Assumptions regarding future mortality have been based on published statistics and mortality tables.

### (iv) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

	Currency: ₹ in crore			
	31 March 2023		31 March 2022	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	53.49	64.61	90.33	106.98
Future salary growth (1% movement)	62.58	54.80	104.67	91.67
Rate of employee turnover (1% movement)	58.15	59.13	97.17	99.04

The sensitivity analysis above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

### (v) Expected future cash flows

The expected future cash flows in respect of gratuity as at 31 March 2023 were as follows

Expected future benefit payments	Currency: ₹ in crore	
	Year ended 31 March 2023	Year ended 31 March 2022
	1 following year	-
2 following year	4.20	8.41
3 following year	3.78	7.09
4 following year	3.45	7.3
5 following year	4.08	7.59
Thereafter	25.47	47.07
	<b>31 March 2023</b>	<b>31 March 2022</b>
Weighted average duration for Pfizer Limited (In years)	10	9

**36 SHARE-BASED PAYMENT ARRANGEMENTS****A) EMPLOYEE STOCK OPTIONS - EQUITY SETTLED**

Certain employees of the Company are eligible for stock options, restricted stock units, portfolio performance shares and total shareholder return units granted by Pfizer Inc.(Ultimate holding company).

The Company has accounted ₹12.70 crore (31 March 2022: ₹11.76 crore) for share-based payment transactions among group entities in accordance with Ind AS 102, 'Share-based Payments'.

**Nature and extent of employee share-based payment plans**

Pfizer Inc., as a part of the long-term incentive awards offers certain common stock (shares) to the employees of Pfizer Inc., and its subsidiaries. These shares are offered through grant of awards which is a combination of restricted stock units, portfolio performance shares and total shareholder return units under the Pfizer Inc. 2019 Stock plan. As per the plan, the vesting period of the stock options and the restricted stock units is 3 years from the grant date and the stock options have a term of 10 years from the grant date. All stock options and restricted stock units are settled through equity. All these share based plans are settled by holding company and hence the Company doesn't have any obligation to settle.

The employees of the Company have been issued 24,357 (31 March 2022: 32,643) restricted stock units, 2,573 (31 March 2022: 2,741) portfolio performance shares and 36,370 (31 March 2022: 65,785) total shareholder return units under the Pfizer Inc., 2019 Share Option Plan by Pfizer Inc.

**(i) Employee stock options (ESOP)**

Employee stock option provides the employees of Pfizer Limited with a right to receive a unit of the stock of Pfizer Inc., at a predetermined exercise price upon fulfillment of vesting conditions.

Particulars	Year ended 31 March 2023		
	Shares arising out of options	Range of exercise prices (US \$)	Weighted average exercise price (US \$)
Options outstanding at the beginning of the year	64,809	19.98 - 32.86	28.80
Add: Options granted during the year	-		
Less: Options expired during the year	(4,208)	19.98 - 32.86	19.98
Less: Options exercised during the year	(7,280)	19.98 - 32.86	22.21
Less: Options forfeited during the year	-		-
Add/(Less): Transfer between entities	(969)	19.98 - 32.86	31.13
Options outstanding at the year end	52,352	19.98 - 32.86	30.38

The weighted average remaining contractual life of the ESOP outstanding at the year end is 1.35 years.

Particulars	Year ended 31 March 2022		
	Shares arising out of options	Range of exercise prices (US \$)	Weighted average exercise price (US \$)
Options outstanding at the beginning of the year	95,315	17.95 - 32.86	28.10
Add: Options granted during the year	-		
Less: Options lapsed during the year	(967)	17.95 - 32.86	17.96
Less: Options exercised during the year	(29,802)	17.95 - 32.86	26.95
Less: Options forfeited during the year	-		-
Add/(Less): Transfer between entities	263	17.95 - 32.86	32.86
Options outstanding at the year end	64,809	17.95 - 32.86	28.80

The weighted average remaining contractual life of the ESOP at the year end is 2.0 years.

**(ii) Restricted stock units (RSUs)**

RSUs which, when vested entitle the holder to receive a specified number of shares of the Ultimate Holding Company including shares resulting from dividend equivalents paid on such RSUs, are accounted for using a fair value based method at the date of grant. The value of each RSU grant is estimated on the grant date. The fair value based method utilizes the closing price of the Ultimate Holding Company's common stock on the date of grant. The exercise price of the RSU is Nil.

Particulars	Year ended 31 March 2023	
	Shares arising out of options	Weighted average exercise price (US\$)
RSUs outstanding at the beginning of the year	72,357	35.11
Add: Options granted during the year	24,357	45.96
Less: Options vested during the year	(18,336)	40.65
Less: Options forfeited during the year	(5,537)	36.48
Add: DEUs earned during the year	2,287	50.30
Add: Transfer between entities	(3,330)	33.67
RSUs outstanding at the year end	71,798	37.30

The weighted average remaining contractual life of the RSUs outstanding at the year end is 1.19 years.

Particulars	Year ended 31 March 2022	
	Shares arising out of options	Weighted average exercise price (US\$)
RSUs outstanding at the beginning of the year	58,176	35.50
Add: Options granted during the year	32,643	33.82
Less: Options vested during the year	(18,358)	34.11
Less: Options forfeited during the year	(3,127)	34.85
Add: DEUs earned during the year	2,620	41.73
Add: Transfer between entities	403	34.34
RSUs outstanding at the year end	72,357	35.11

The weighted average remaining contractual life of the RSUs outstanding at the year end is 1.37 years.

The weighted average grant date fair value of RSUs granted during the year ended 31 March 2023 is US \$45.96 per RSU (31 March 2022: US \$33.82 per RSU).

**(iii) Portfolio performance shares (PPSs)**

PPSs provide an opportunity to receive shares of Pfizer common stock contingent upon the company's achievement of pre set goals related to long term pipeline portfolio delivery over a five year performance period.

Particulars	Year ended 31 March 2023	
	Shares arising out of options	Weighted average exercise price (US\$)
Options outstanding at the beginning of the year	5,906	59.05
Add: Options granted during the year	2,573	45.96
Less: Options vested during the year	(1,026)	46.95
Less: Options forfeited during the year	-	-
Less: Transfer between entities		
Options outstanding at the year end	7,453	51.24
Exercisable at the end of the year	1,464	45.96

The weighted average remaining contractual life of the PPS outstanding at the year end is 1.66 years.

Particulars	Year ended 31 March 2022	
	Shares arising out of options	Weighted average exercise price (US\$)
Options outstanding at the beginning of the year	4,137	33.82
Add: Options granted during the year	2,741	33.82
Less: Options vested during the year	(438)	33.76
Less: Options forfeited during the year	(534)	43.24
Less: Transfer between entities		
Options outstanding at the year end	5,906	59.05
Exercisable at the end of the year	748	33.82

The weighted average remaining contractual life of the PPS outstanding at the year end is 3.11 years.

The weighted average grant date fair value of PPSs option granted during the years ended 31 March 2022 is US \$33.82 per PPS (31 March 2021: US \$34.10 per PPS).

**(iv) Total Shareholder Return Units (TSRUs)**

TSRUs are awarded to senior and other key management, and, beginning in 2016, to certain other employees. TSRUs entitle the holders to receive a number of shares of our common stock with a value equal to the difference between the defined settlement price and the grant price, plus the dividends accumulated during the five-year or seven-year term, if and to the extent the total value is positive.

We measure the value of TSRU grants as of the grant date using a Monte Carlo simulation model. The values determined through this fair value methodology generally are amortized on a straight-line basis over the vesting term.

Particulars	Year ended 31 March 2023	
	Shares arising out of options	Weighted average exercise price (US\$)
TSRUs Vested outstanding at the beginning of the year	164,641	28.80
Add: Options granted during the year	-	-
Less: Options vested during the year	81,926	38.71
Less: Options forfeited during the year	-	-
Less: Exercised	(81,708)	29.58
Less: Transfer between entities	(1,940)	-
TSRUs Vested outstanding at the year end	162,919	34.44

The weighted average remaining contractual life of the TSRUs outstanding at the year end is 1.81 years.

Particulars	Year ended 31 March 2023	
	Shares arising out of options	Weighted average exercise price (US\$)
TSRUs Unvested outstanding at the beginning of the year	270,122	34.14
Add: Options granted during the year	36,370	45.96
Less: Options vested during the year	(81,926)	38.71
Less: Options forfeited during the year	(17,648)	32.30
Less: Exercised	-	-
Less: Transfer between entities	(10,865)	-
TSRUs outstanding at the year end	196,053	34.50

The weighted average remaining contractual life of the TSRUs outstanding at the year end is 1.81 years.

Particulars	Year ended 31 March 2022	
	Shares arising out of options	Weighted average exercise price (US\$)
TSRUs Vested outstanding at the beginning of the year	154,129	25.25
Add: Options granted during the year	-	-
Less: Options vested during the year	87,049	30.17
Less: Options forfeited during the year	-	-
Less: Exercised	(77,528)	25.83
Less: Transfer between entities	922	26.82
TSRUs Vested outstanding at the year end	164,572	34.14

The weighted average remaining contractual life of the TSRUs outstanding at the year end is 2.14 years.



Particulars	Year ended 31 March 2022	
	Shares arising out of options	Weighted average exercise price (US\$)
TSRUs Unvested outstanding at the beginning of the year	301,285	33.07
Add: Options granted during the year	65,785	33.82
Less: Options vested during the year	(87,049)	30.17
Less: Options forfeited during the year	(11,804)	34.08
Less: Exercised	-	-
Less: Transfer between entities	1,904	32.79
TSRUs Unvested outstanding at the year end	270,121	34.14

The weighted average grant date fair value of TSRUs granted during the year ended 31 March 2023 is US \$45.96 per TSRU (31 March 2022: US \$33.82 per TSRU)

#### b) Valuation of stock options

The fair value of Restricted stock units granted during the period has been measured using the closing price of common stock as of the grant date.

#### c) Valuation of Portfolio performance shares

The fair value of Portfolio performance units granted during the period has been measured using the intrinsic value method using the closing price of common stock as of the grant date.

#### d) Valuation of Total Shareholder Return Units

The fair value of Total Shareholder Return Units granted during the period has been measured using a Monte Carlo simulation method as of the grant date. The weighted average assumptions used in valuation of TSRU's were as follows:

Particulars	Date of grant		
	28 February 2023	28 February 2022	28 February 2021
Expected dividend yield	3.42%	4.51%	4.36%
Risk-free interest rate	1.87%	0.93%	1.15%
Expected stock price volatility	29.20%	26.53%	20.99%
Expected term	5.17 years	5.15 years	5.12 years

## 37 LEASES

### (A) COMPANY AS A LESSEE

The Company's lease asset classes primarily consist of leases for land and buildings. The lease period for these contracts varies from 1 year to 6 years except for Goa plant having a lease period of 99 years and in certain cases, mainly relating to rent of (parts of) buildings, with extension options. The Right-of-use assets and Lease liabilities as disclosed below, do not include short term and low value leases. In general, as usual with leases, the Company's obligations under its leases are secured by the lessor's title to or legal ownership of the leased assets.

#### Right-of-Use Assets

The movement in Right-of-use assets has been disclosed in Note 4.

## Lease Liabilities

Movement in Lease Liabilities as from 1 April 2022.

Currency: ₹ in crore	
Particulars	31 March 2023
Balance as at 1 April 2022	164.49
Additions during the year	5.87
Deletions during the year	3.19
Finance cost accrued during the year	12.75
Payment of Lease Liabilities	47.95
<b>Balance as at 31 March 2023</b>	<b>131.97</b>
Current	38.65
Non-current	93.32
<b>Balance as at 31 March 2023</b>	<b>131.97</b>

Movement in Lease Liabilities as from 1 April 2021

Currency: ₹ in crore	
Particulars	31 March 2022
Balance as at 1 April 2021	103.41
Additions during the year	70.97
Finance cost accrued during the year	10.10
Payment of Lease Liabilities	19.99
<b>Balance as at 31 March 2022</b>	<b>164.49</b>
Current	36.75
Non-current	127.74
<b>Balance as at 31 March 2022</b>	<b>164.49</b>

Rent paid for short term leases was ₹0.19 crore for the year ended 31 March 2023 (31 March 2022 : ₹0.33 crore). During the year the total cash out flows for leases, including the payments relating to short term and low value leases, are ₹47.95 crore (31 March 2022 : ₹19.99 crore).

The table below provides details regarding the contractual maturities of lease liabilities as at 31 March 2023 and 31 March 2022 on an undiscounted basis:

Currency: ₹ in crore		
Particulars	31 March 2023	31 March 2022
Less than one year	44.70	45.33
One to five years	103.23	145.99
More than five years	11.60	11.70
<b>Total</b>	<b>159.53</b>	<b>203.02</b>

The company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

### (B) COMPANY AS A LESSOR

Lease rental receipts recognised in the statement of profit and loss account is ₹6.39 crore for the year ended 31 March 2023 (31 March 2022 : ₹6.39 crore)

**38 FINANCIAL INSTRUMENTS****1. FINANCIAL INSTRUMENTS – FAIR VALUES AND MEASUREMENTS****A. Accounting classification and fair values**

The following table shows the carrying amounts and fair values of financial assets and financial liabilities as at 31 March 2023, including their levels are presented below. It does not include the fair value information for financial assets and financial liabilities not measured at fair value if their carrying amount is a reasonable approximation of fair value.

Currency: ₹ in crore

	Note	FVTPL	FVTOCI	Carrying amount			Fair value			Total
				Amortized Cost	Derivatives designated as hedges	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
<b>Financial assets</b>										
Investments *	7	0.00	-	-	-	0.00	0.00	-	-	0.00
Loans-non current	8	-	-	-	-	-	-	-	-	-
Other financial assets	9	-	-	13.02	-	13.02	-	-	-	-
Trade receivables	12	-	-	151.73	-	151.73	-	-	-	-
Cash and cash equivalents	13a	-	-	36.60	-	36.60	-	-	-	-
Other bank balances	13b	-	-	1,822.92	-	1,822.92	-	-	-	-
Loans-current	14	-	-	-	-	-	-	-	-	-
Other current financial assets	15	-	-	22.95	-	22.95	-	-	-	-
		<b>0.00</b>	-	<b>2,047.22</b>	-	<b>2,047.23</b>	<b>0.00</b>	-	-	<b>0.00</b>
<b>Financial liabilities</b>										
Borrowings	20	-	-	2.50	-	2.50	-	-	-	-
Trade payables	21	-	-	217.06	-	217.06	-	-	-	-
Other current financial liabilities	22	-	-	63.48	-	63.48	-	-	-	-
Lease Liabilities	37	-	-	131.97	-	131.97	-	-	-	-
		-	-	<b>415.01</b>	-	<b>415.01</b>	-	-	-	-

\* Amount below ₹ one lakh

The following table shows the carrying amounts and fair values of financial assets and financial liabilities as at 31 March 2022, including their levels are presented below. It does not include the fair value information for financial assets and financial liabilities not measured at fair value if their carrying amount is a reasonable approximation of fair value.

Currency: ₹ in crore

Note	Carrying amount					Fair value			Total
	FTPL	FVTOCI	Amortized Cost	Derivatives designated as hedges	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
<b>Financial assets</b>									
Investments *	7	0.00	-	-	0.00	0.00	-	-	0.00
Loans-non current	8	-	-	0.40	0.40	-	-	-	-
Other financial assets	9	-	-	17.31	17.31	-	-	-	-
Trade receivables	12	-	-	142.55	142.55	-	-	-	-
Cash and cash equivalents	13a	-	-	62.76	62.76	-	-	-	-
Other bank balances	13b	-	-	1,580.68	1,580.68	-	-	-	-
Loans-current	14	-	-	0.26	0.26	-	-	-	-
Other current financial assets	15	-	-	27.11	27.11	-	-	-	-
		<b>0.00</b>	-	<b>1,831.08</b>	<b>1,831.08</b>	<b>0.00</b>	-	-	<b>0.00</b>
<b>Financial liabilities</b>									
Borrowings	20	-	-	2.50	2.50	-	-	-	-
Trade payables	21	-	-	263.94	263.94	-	-	-	-
Other current financial liabilities	22	-	-	68.86	68.86	-	-	-	-
Lease Liabilities	37	-	-	164.49	164.49	-	-	-	-
		-	-	<b>499.79</b>	<b>499.79</b>	-	-	-	-

\* Amount below ₹ one lakh

## B. Measurement of fair values

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of following:

Level 1 - category includes financial assets and liabilities, that are measured in whole or in significant part by reference to published quotes in an active market.

Level 2 - category includes financial assets and liabilities measured using a valuation technique based on assumptions that are supported by prices from observable current market transactions. These include assets and liabilities for which pricing is obtained via pricing services, but where prices have not been determined in an active market, financial assets with fair values based on broker quotes and assets that are valued using the Company's own valuation models whereby the material assumptions are market observable.

Level 3 - category includes financial assets and liabilities measured using valuation techniques based on non-market observable inputs. This means that fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. However, the fair value measurement objective remains the same, that is, to estimate an exit price from the perspective of the Company.

## 2. FINANCIAL RISK MANAGEMENT - OBJECTIVE AND POLICIES

### (i) Financial risk management framework

The Company has exposure to the following risks arising from financial instruments:

- Credit risk
- Liquidity risk
- Market risk
- Currency risk

The Company's Board of Directors have overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management is carried out by the management in consultation with the Board of Directors. The Board provides principles for overall risk management, as well as policies covering specific risk areas.

The Audit Committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Audit Committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

### (ii) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and from its financing activities including deposits with banks and other financial instruments. The Company establishes an allowance for expected credit loss and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

#### a) Trade receivables

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to ₹151.73 crore as at 31 March 2023 (31 March 2022: ₹142.55 crore).

Trade receivables are typically unsecured and are derived from revenue earned from customers primarily located in India.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry, the country and the state in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

**b) Expected credit loss assessment for customers and loans**

The Company allocates each exposure to a credit risk grade based on a variety of data that is determined to be predictive of the risk of loss (e.g. timeliness of payments, available press information etc.) and applying experienced credit judgement.

Exposures to customers and loans outstanding at the end of each reporting period are reviewed by the Company to determine incurred and expected credit losses. The company provided for expected credit loss based on lifetime expected credit loss. (simplified approach).

The following table provides information about the exposure to credit risk and ECL's for trade receivables from individual customers:

As at 31 March 2023	Weighted average loss rate	Gross carrying amount	Loss allowance	Credit impaired
Not Due	0%	148.41	0.74	No
Less than 6 months	63%	4.25	0.19	No
6 Months-1 Year	100%	1.46	1.46	Yes
1-2 Years	100%	2.25	2.25	Yes
2-3 Years	100%	1.13	1.13	Yes
More than 3 Years	100%	23.41	23.41	Yes
<b>Total</b>		<b>180.91</b>	<b>29.18</b>	

The following table provides information about the exposure to credit risk and ECL's for trade receivables from individual customers:

As at 31 March 2022	Weighted average loss rate	Gross carrying amount	Loss allowance	Credit impaired
Not Due	0%	140.05	-	No
Less than 6 months	63%	3.57	1.14	No
6 Months-1 Year	100%	1.14	1.14	Yes
1-2 Years	100%	1.43	1.43	Yes
2-3 Years	100%	1.81	1.82	Yes
More than 3 Years	100%	22.66	22.58	Yes
<b>Total</b>		<b>170.66</b>	<b>28.11</b>	

The movement in the allowance for credit loss in respect of trade receivables during the year was as follows

	Currency: ₹ in crore
	<b>Amount</b>
Balance as at 1 April 2021	24.11
Less: Amounts written off	0.57
Add: Increase in provision	4.57
<b>Balance as at 31 March 2022</b>	<b>28.11</b>
Less: Amounts written off	0.70
Add: Increase in provision	1.77
<b>Balance as at 31 March 2023</b>	<b>29.18</b>

The movement in the allowance for doubtful loans during the year was as follows:

Currency: ₹ in crore

	Amount
Balance as at 1 April 2021	0.67
Less: Amounts written off	0.01
Add: Increase in provision	1.13
<b>Balance as at 31 March 2022</b>	<b>1.79</b>
Less: Amounts written off	0.49
Add: Increase in provision	0.75
<b>Balance as at 31 March 2023</b>	<b>2.05</b>

**c) Cash and bank balances**

The Company held cash and bank balances of ₹1,859.52 crore as at 31 March 2023 (31 March 2022: ₹1,643.44 crore). Credit risk on cash and bank balances is limited as these are generally held or invested in deposits with banks with good credit ratings.

**d) Investments**

There are no significant investments made by the Company and hence credit risk is not material.

**(iii) Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's principal sources of liquidity are cash and bank balances and the cash flow that is generated from operations. The Company has no outstanding bank borrowings. The Company believes that the working capital is sufficient to meet its current requirements.

**Exposure to liquidity risk**

Contractual maturities of significant financial liabilities alongwith its carrying value as at the balance sheet date.

Currency: ₹ in crore

31 March 2023	Undiscounted Contractual cash flows						
	Note	Carrying amount	Total	Upto 1 year	1-3 years	3-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>							
- Borrowings	20	2.50	2.50	2.50	-	-	-
- Trade payable	21	217.06	217.06	217.06	-	-	-
- Creditors for capital expenditure	22	1.13	1.13	1.13	-	-	-
- Employee benefits payable	22	45.17	45.17	45.17	-	-	-
- Deposits	22	4.16	4.16	4.16	-	-	-
- Unclaimed dividend	22	13.02	13.02	13.02	-	-	-
- Lease Liabilities	37	131.97	153.48	38.65	103.08	0.15	11.60
<b>Total</b>		<b>415.01</b>	<b>436.52</b>	<b>321.69</b>	<b>103.08</b>	<b>0.15</b>	<b>11.60</b>

Currency: ₹ in crore

31 March 2022	Undiscounted Contractual cash flows						
	Note	Carrying amount	Total	Upto 1 year	1-3 years	3-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>							
- Borrowings	20	2.50	2.50	2.50	-	-	-
- Trade payable	21	263.94	263.94	263.94	-	-	-
- Creditors for capital expenditure	22	0.22	0.22	0.22	-	-	-
- Employee benefits payable	22	50.24	50.24	50.24	-	-	-
- Deposits	22	5.54	5.54	5.54	-	-	-
- Unclaimed dividend	22	12.86	12.86	12.86	-	-	-
- Lease Liabilities	37	164.49	194.44	36.75	124.41	21.58	11.70
<b>Total</b>		<b>499.79</b>	<b>529.74</b>	<b>372.05</b>	<b>124.41</b>	<b>21.58</b>	<b>11.70</b>

#### (iv) Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables. We are exposed to market risk primarily related to foreign exchange rate risk. Thus, our exposure to market risk is a function of revenue generating and operating activities in foreign currency. The objective of market risk management is to avoid excessive exposure in our foreign currency revenues and costs.

#### (v) Currency risk

The Company is exposed to currency risk on account of its operations. The functional currency of the Company is Indian Rupee. The exchange rate between the Indian rupee and foreign currencies has changed substantially in recent years and may continue to fluctuate substantially in the future.

##### Exposure to currency risk

The foreign currency risk from financial instruments as at 31 March 2023 are as follows:

Financial assets	Currency: ₹ in crore			
	₹	US \$	EUR	SGD
Trade and other receivables	0.40	0.00	-	-
	<b>0.40</b>	<b>0.00</b>	-	-
<b>Financial liabilities</b>				
Trade payables	1.79	0.02	0.00	0.00
	1.79	0.02	0.00	0.00
Net assets / (liabilities)	<b>(1.39)</b>	<b>(0.02)</b>	<b>(0.00)</b>	<b>(0.00)</b>

The foreign currency risk from financial instruments as at 31 March 2022 are as follows:

Financial assets	Currency: ₹ in crore			
	₹	US \$	EUR	SGD
Trade and other receivables	2.24	0.03	-	-
	<b>2.24</b>	<b>0.03</b>	-	-
<b>Financial liabilities</b>				
Trade payables	7.47	0.10	0.00	-
	7.47	0.10	0.00	-
Net assets / (liabilities)	<b>(5.23)</b>	<b>(0.07)</b>	<b>(0.00)</b>	-

Every percentage point depreciation / appreciation in the exchange rate between the Indian Rupee and US dollar would not have a significant impact on statement of profit and loss for the year ended 31 March 2023.



## 39 CAPITAL MANAGEMENT

### a) Risk management

The Company's policy is to maintain a strong capital base to sustain future development of the business.

The Company has adequate cash and bank balances and continues to remain debt-free. The Company monitors its capital by a careful scrutiny of the cash and bank balances, and a regular assessment of any debt requirements. In the absence of any debt, the maintenance of debt equity ratio etc. may not be of any relevance to the Company.

### b) Dividend

#### (i) Equity Shares

Final Dividend for the year ended 31 March 2022 of ₹35 for fully paid share (31 March 2021: ₹30 for fully paid share). The company has declared a special (interim) dividend of ₹30 per equity share for the year ended 31 March 2023 in view of the gain on account of sale of Upjohn business. The said interim (Special) dividend was paid on September 30, 2022.

## 40 RELATED PARTY TRANSACTIONS

### I. NAMES OF RELATED PARTIES AND DESCRIPTION OF RELATIONSHIPS

#### A. Parties where control exists:

Ultimate holding company:

Pfizer Inc., USA

#### B. Companies exercising significant influence:

Pfizer East India B.V., Netherlands

Wyeth LLC, USA

Wyeth Holdings Corporation, USA

John Wyeth & Brother Limited, UK

Warner - Lambert Company, LLC, USA

Parke - Davis & Company, LLC, USA

Pharmacia Corporation, USA

[Collectively holding 63.92% of the aggregate of equity share capital of the Company]

#### C. Fellow subsidiaries with whom transactions have taken place during the year

Pfizer Products India Private Limited, India

Pfizer Service Company BVBA, Belgium

Pfizer Worldwide Services, Ireland

Pfizer Export B.V

Pfizer Asia Manufacturing PTE, Singapore

Pfizer Investment Co. Ltd. China

Pfizer Healthcare India Private Limited, India

Pfizer PFE Ilaclari Anonim Sirketi, Turkey

Pfizer Corporation Hong Kong Limited

Pfizer Overseas LLC

Pfizer SA de CV Mexico

#### D. Key managerial personnel

Ms. Meenakshi Nevatia - Managing Director (effective 3 April 2023)

Mr. S. Sridhar - Managing Director (upto 31 March 2023)

Mr. Milind Patil - Executive Director & Chief Financial Officer



Mr. Samir Kazi - Executive Director

Mr. R A Shah - Independent Director (Chairman upto 1 February 2022)

Mr. Pradip Shah - Independent Director (Chairman w.e.f from 3 February 2022)

Mr. Uday Khanna - Independent Director

Mr. Sunil Lalbhai - Independent Director

Ms.Meena Ganesh - Independent Director

Mr.Prajeet Nair- Company Secretary

**E. Entities in which Directors are Key Managerial Personnel/Partner/Director/Member (Other related parties)**

Healthvista India Private Limited

Medybiz Pharma Private Limited

**F. Post employment benefit trust**

Pfizer Limited Employees Gratuity Fund Trust

Pfizer Limited Employees' Provident Fund

**II. TRANSACTIONS DURING THE YEAR AND BALANCES OUTSTANDING AS AT THE YEAR END WITH THE RELATED PARTIES ARE AS FOLLOWS:**

Currency: ₹ in crore

No.	Nature of transactions	31 March 2023					31 March 2022				
		Ultimate holding company	Companies exercising significant influence	Fellow subsidiaries	*Other related parties	Total	Ultimate holding company	Companies exercising significant influence	Fellow subsidiaries	*Other related parties	Total
1	Service income	-	-	84.69	-	84.69	-	-	80.27	-	80.27
2	Recovery of expenses	-	0.03	0.32	-	0.35	0.10	0.06	1.42	-	1.58
3	Purchase of stock-in-trade	-	-	390.94	-	390.94	-	-	503.08	-	503.08
4	Purchase of raw / bulk materials	-	-	81.14	-	81.14	-	-	40.35	-	40.35
5	Export of finished goods	-	-	-	-	-	-	-	1.22	-	1.22
6	Dividend in respect of the year ended 31 March 2023/ 2022	-	190.08	-	-	190.08	-	102.35	-	-	102.35
7	Purchase of custom license	-	-	-	-	-	-	-	5.72	-	5.72
8	Expense reimbursed	-	-	0.01	-	0.01	0.17	-	1.26	-	1.43
9	Service fee	-	-	-	-	-	-	-	-	1.27	1.27
10	Contribution to provident fund	-	-	-	12.51	12.51	-	-	-	13.78	13.78

\* Entities in which Directors are Key Managerial Personnel/Partner/Director/Member (Other related parties)

No.	Nature of transactions	31 March 2023					31 March 2022				
		Ultimate holding company	Companies exercising significant influence	Fellow subsidiaries	Total	Ultimate holding company	Companies exercising significant influence	Fellow subsidiaries	Total		
13	Outstanding as at the year end - Due from (Refer note 12)	-	0.03	34.53	34.56	-	0.06	27.52	27.58		
14	Outstanding as at the year end - Due to (Refer note 21)	0.15	2.50	83.62	86.27	0.17	2.50	95.02	97.69		

Currency: ₹ in crore

## Key managerial personnel

Nature of transactions	Year ended 31 March 2023	Year ended 31 March 2022
Remuneration to key management personnel		
Short- term employee benefits	12.48	10.51
Post-employment benefits	0.09	0.12
Share-based payment expense	3.07	3.19
Commission and sitting fees	0.95	1.10
<b>Total</b>	<b>16.59</b>	<b>14.92</b>

## Details of material transactions during the year:

	Currency: ₹ in crore	
	Year ended 31 March 2023	Year ended 31 March 2022
<b>a) Service income</b>		
Pfizer Products India Private Limited	17.78	19.87
Pfizer Worldwide Services	62.77	50.39
<b>b) Recovery of expenses</b>		
Pfizer Products India Private Limited	0.32	1.39
Pfizer Inc., USA	-	0.10
<b>c) Purchase of stock in trade</b>		
Pfizer Service Company BVBA, Belgium	390.94	463.85
<b>d) Purchase of raw/ bulk materials</b>		
<b>Pfizer Service Company BVBA, Belgium</b>	<b>81.15</b>	<b>38.49</b>
<b>e) Dividend paid</b>		
Pfizer East India B.V.	118.21	63.65
Wyeth LLC, USA	36.52	19.66
<b>f) Export of finished goods</b>		
<b>Pfizer Investment Co. Ltd.</b>	<b>-</b>	<b>1.22</b>
<b>g) Contribution to provident fund/gratuity trust</b>		
<b>Pfizer Limited Employees' Provident Fund</b>	<b>12.51</b>	<b>13.78</b>
<b>h) Remuneration to key management personnel</b>		
S. Sridhar	8.02	7.16
Milind Patil	3.60	3.28
Samir Kazi	3.03	2.48

## Details of material balances as at the end of the year:

	Currency: ₹ in crore	
	As on 31 March 2023	As on 31 March 2022
<b>a) Outstanding as at the year end due from</b>		
Pfizer Worldwide Services	20.91	18.40
Pfizer Products India Private Limited, India	9.58	5.86
<b>b) Outstanding as at the year end due to</b>		
Pfizer Service Company BVBA, Belgium	83.56	81.60
Pfizer Worldwide Services	-	5.35
Pfizer Healthcare India Private Limited	-	5.73

## Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. There have been no guarantees provided or received for any related party receivables or payables.

**41 CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)****A) PRICING LITIGATIONS - CONTINGENCIES**

The government had raised certain pricing related demands on Pfizer Limited and the erstwhile Parke-Davis (India) Ltd., Pharmacia Healthcare Limited and Wyeth Limited (which entities merged with Pfizer Limited), in respect of certain price fixation orders and other allied matters under various Drug (Prices Control) Orders (DPCO), viz., DPCO 1979, DPCO 1987, DPCO 1995 and DPCO 2013. These demands include alleged differential price demand on procurement of bulk drugs below the notified price, disputes on categorization of products, overcharging on the allegation of not following certain price control orders, allegation of delayed implementation of price ceiling notifications, etc. The Company had repudiated these demands and initiated legal proceedings to defend the Company against these alleged demands. Based on the legal assessment of these matters, certain provisions have already been made in the books, wherever necessary. The Company also has made certain deposits against these demands pursuant to directions from High Court(s).

Based on the legal opinion received by the Company and the assessment of the management, the Company is of the view that no further provisions are considered necessary over and above the sum of ₹20.45 crore (31 March 2022: ₹20.45 crore) and provision recognised represent a best estimate of liability. A summary of the alleged pricing demands are given hereunder:

Currency: ₹ in crore						
Name of Statute	Period of dispute	Authority before whom dispute is pending	Nature of dispute	Total demand including interest	Amount paid	Contingent Liability
DPCO 1979 / DPCO 1987	1979-1988	Drug Prices Liability Review Committee	Alleged differential bulk drug price and arbitrary retrospective demand	16.25	-	16.25
DPCO 1979	1981-1988	Hon'ble Bombay High Court	Alleged differential price demand	59.45	18.97	43.29
DPCO 1979	1982-1986	Hon'ble Hyderabad High Court	Alleged differential price demand	2.23	1.06	1.17
DPCO 1979	1983-1985	Hon'ble Bombay High Court	Alleged differential bulk drug procurement price	3.85	0.45	3.85
DPCO 1979	1984-1986	Drug Prices Liability Review Committee	Alleged demand on Food product based on wrong classification	2.12	-	2.12
DPCO 1995	2004	Hon'ble Bombay High Court	Alleged non-maintenance of raw material consumption ratio	17.26	12.88	4.38
DPCO 1995	2006-2007	Various authorities	Applicability of price control notification & allied matters	2.91	-	0.11
						-
DPCO 1995	2006-2007	Hon'ble Bombay High Court	Alleged non-implementation of price order	-	-	-
DPCO 2013	2015-2017	Hon'ble Bombay High Court	Price increase due to excise duty revision alleged as price increase in excess of permissible limit	48.46	-	48.46
DPCO 1995	2009-2010	Hon'ble Delhi High Court	Alleged delayed implementation of price order	0.51	0.08	0.08
DPCO 2013	2016-2017	Hon'ble Bombay High Court	Alleged delayed implementation of price order	6.97	-	6.97
<b>Total</b>				<b>160.01</b>	<b>33.44</b>	<b>126.68</b>
				<b>(163.91)*</b>	<b>(33.59)*</b>	<b>(130.43)*</b>

\* figures in bracket is of 31 March 2022

During the current year, the Company has transferred contingent liability on account of Amlogard amounting to ₹3.75 crore as a part of transfer of Upjohn business.

Difference between demand and contingent liabilities is accounted for in the financial statement.

## B) SALES TAX/VAT LITIGATIONS - CONTINGENCIES

The Company has outstanding litigations pertaining to Sales Tax/Value Added Tax of various assessment years which the Company has challenged at various forums. These litigations pertain to non-submission of documentary evidence at the time of assessment, litigations involving question of law and certain disallowance made by authorities in assessment orders. Provisions (Refer note 24) recognised represent a best estimate of liability. Company has issued bank guarantee of ₹16.90 crore ( 31 March 2022 ₹17.62 crore) to government authorities.

Currency: ₹ in crore

Forum where dispute is Pending	Period to which the Amount relates	Nature of dues	Total demand	Amount paid under Protest	Contingent Liability
Assessing officer	2011-12, 2012-13, 2013-14, 2013-14, 2014-15, 2015-16, 2017-18	Pending statutory declaration forms and others	0.65	0.32	0.17
Additional commissioner	1997-98, 1998-99, 2002-03, 2008-09, 2009-10, 2010-11, 2013-14, 2014-15, 2015-16, 2016-17, 2017-18	Pending statutory declaration forms, disallowance of credit notes and others	31.43	5.41	18.81
Assistant Commissioner	1986-87, 2004-05, 2010-11, 2011-12, 2013-14, 2014-15, 2015-16, 2016-17	Pending statutory declaration forms, disallowance of credit note and input tax credit and others	0.77	0.14	0.55
Deputy Commissioner	1993-94, 1994-95, 1995-96, 1996-97, 2001-02, 2002-03, 2003-04, 2005-06, 2006-07, 2007-08, 2008-09, 2009-10, 2010-11, 2011-12, 2012-13, 2013-14, 2013-15, 2014-15, 2015-16, 2016-17, 2017-18	Pending statutory declaration forms, disallowance of credit note and input tax credit and others	22.73	8.12	5.73
Joint Commissioner	1987-88, 1994-95, 1995-96, 1996-97, 1997-98, 1998-99, 1999-2000, 2000-01, 2001-02, 2003-04, 2004-05, 2005-06, 2005-11, 2006-07, 2007-08, 2008-09, 2009-10, 2010-11, 2011-12, 2012-13, 2013-14, 2013-15, 2014-15, 2015-16, 2016-17, 2017-18,	Pending statutory declaration forms, disallowance of credit note and input tax credit and others	176.79	68.12	8.23
Hon'ble Supreme court	1992-93	Levy of tax and interest	0.10	-	0.10
Various Tribunals	1996-97, 2000-01, 2001-02, 2004-05, 2005-06, 2005-09, 2006-07, 2007-08, 2008-09, 2009-10, 2010-11, 2011-12, 2012-13, 2012-14, 2013-14, 2014-15, 2015-16, 2016-17, 2017-18	Pending statutory declaration forms, disallowance of credit note and input tax credit and others	233.29	65.22	44.03
<b>Total</b>			<b>465.76</b>	<b>147.33</b>	<b>77.62</b>
			<b>(661.43)*</b>	<b>(137.64)*</b>	<b>(82.79)*</b>

\* figures in bracket is of 31 March 2022

\* Difference between total demand and contingent liabilities ₹388.14 crore (31 March 2022: ₹578.64 crore) is with respect to the cases for which , the probability of the outcome against the Company is remote.

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
<b>(i) Claims not acknowledged as debts</b>		
1. Duty of excise	6.31	6.31
2. Duty of customs	2.72	2.77
3. Income tax *	196.38	301.84
4. Pending labour matters contested in various courts	0.95	0.95
5. Other guarantees	4.12	4.12
6. Others (Thane property tax)	21.86	19.06

\* The matter is with respect to disallowance of certain expenses, tax deducted at source, transfer pricing adjustment etc. and same has been pending with various authorities.

Pending resolution of the respective proceedings, it is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable.

Currency: ₹ in crore

	As at 31 March 2023	As at 31 March 2022
<b>(ii) Commitments</b>		
Estimated amount of contracts remaining to be executed on capital account and not provided for	1.19	3.09

## 42 SEGMENT REPORTING

The Company has only one segment which is Pharmaceuticals and primarily operates in domestic market. The Managing Director of the Company has been identified as the Chief Operating Decision Maker. The Company's Managing Director, reviews the operating performance of the Company as a whole on a periodic basis. Therefore disclosure relating to segments is not applicable and accordingly not made.

The details of geographical information for the year ended 31 March 2023 and 31 March 2022 is as under:

Currency: ₹ in crore

	Year ended 31 March 2023	Year ended 31 March 2022
Revenue from customers in India	2,355.98	2,532.86
Revenue from customers outside of India	68.78	78.13
<b>Total Revenue from operations</b>	<b>2,424.76</b>	<b>2,610.99</b>

There are no non-current assets outside of India as at 31 March 2023 (31 March 2022: Nil).

### Information about major customers contributing more than 10% of company's total revenue & receivable

Revenue from one customer of Pharmaceuticals business in India represents ₹670.03 crore of the Company's total revenue.

Receivable from one customer of Pharmaceuticals business in India represents ₹62.93 crore of the Company's total receivable

## 43 SUBSEQUENT EVENTS

There are no significant subsequent events that would require adjustments or disclosures except as disclosed below in the financial statements as on the reporting date.

- a) Dividend not recognized at the end of the reporting period ₹183.00 crore. Board of Directors have recommended a final dividend of ₹35 per fully paid share and a special dividend of ₹5 per fully paid share in view of the gain on sale of business undertaking at Thane for the financial year ended March 31, 2023. This proposed dividend is subject to the approval of the shareholders in the annual general meeting.

## 44 RATIO ANALYSIS AND ITS ELEMENTS

Currency: ₹ in crore

Ratio	Numerator	Denominator	Units	As at 31 March 2023	As at 31 March 2022	% change	Reason for variance
(i) Current ratio	Current Assets	Current Liabilities	Times	3.84	2.81	36.65%	On account of income booked in current year for sale of Thane plant against advance received of ₹178 crore, thus decreasing the current liabilities
(ii) Return on Equity ratio	Net Profits after taxes	Average Shareholder's Equity	Times	0.21	0.23	-9.88%	
(iii) Inventory Turnover ratio	Cost of goods sold	Average Inventory	Times	2.02	2.14	-5.83%	
(iv) Trade Receivable Turnover Ratio	Net credit sales	Average Trade Receivable	Times	17.74	22.41	-20.83%	
(v) Trade Payable Turnover Ratio	Net credit purchases	Average Trade Payables	Times	5.29	4.96	6.56%	
(vi) Net Capital Turnover Ratio	Revenue from operations	Working capital	Times	1.30	1.69	-23.15%	
(vii) Net Profit ratio	Net Profit	Revenue from operations	Percentage	25.73	23.46	9.67%	
(viii) Return on Capital Employed	Earnings before interest and taxes	Capital Employed*	Percentage	31.74	35.68	-11.05%	
(ix) Return on Investment	Earnings before interest and taxes	Average total asset	Percentage	20.39	21.86	-6.73%	

\* Capital employed = Total equity - Deferred tax assets- Intangible assets- goodwill

Debt-Equity ratio and Debt service coverage ratio has not been disclosed as there are no debts taken from Banks and Financial institutions

## 45 OTHER STATUTORY INFORMATION

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period,
- (iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- (vi) No funds have been advanced or loaned or invested by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries.
- (vii) No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.



**46 EXCEPTIONAL ITEMS****(I) TRANSFER OF UPJOHN BUSINESS**

The Company had entered into a business transfer agreement (BTA) with Mylan Pharmaceuticals Private Limited (Mylan) on September 30, 2021 to transfer certain primarily off-patented and generic established medicines business (Upjohn Business) as a going concern for a consideration of ₹180.48 crore.

The Company has transferred its Upjohn Business comprising of six brands which included Lyrica, Viagra, Celebrex, Amlogard, Daxid and Dilantin along with related business assets and liabilities to Mylan, effective August 1, 2022. A gain of ₹188.92 crore on this transaction is disclosed as 'Exceptional items' during the year ended March 31, 2023.

Details of assets and liabilities transferred to Mylan Pharmaceuticals Private Limited are as given below:

<b>Assets</b>	<b>Amount</b>
Property, plant and equipment	0.14
Inventories	9.36
Other current financial asset- Other receivables	0.07
<b>Total Assets</b>	<b>9.57</b>
<b>Liabilities</b>	
Provisions- Gratuity	4.15
Provisions - Compensated absences	1.76
Other current financial liabilities-Employee benefits	1.19
Anticipated Sales return (current)	4.57
Trade payables	6.34
<b>Total Liabilities</b>	<b>18.01</b>
<b>Net Liabilities transferred</b>	<b>8.44</b>
<b>Sale consideration</b>	<b>180.48</b>
<b>Net gain</b>	<b>188.92</b>

**(II) VOLUNTARY RETIREMENT SCHEME AND RESTRUCTURING**

The Company has declared a Pfizer Voluntary Retirement Scheme 2022 (VRS) for eligible field employees in April 2022. ₹129.85 crore on account of Voluntary Retirement Scheme (VRS) and an additional charge of ₹6.48 crore (net) on account of restructuring to drive business transformation is disclosed under 'Exceptional items' for the year ended March 31, 2023

**(III) SALE OF BUSINESS UNDERTAKING AT THANE**

The Company had entered into an agreement (BTA) in the year 2015 for sale of business undertaking at Thane on a slump sale basis for a consideration of ₹178.00 crore, subject to fulfillment of the conditions precedent to the closing. The Company had received the consideration of ₹178.00 crore, as advance payment as per the agreed terms and was disclosed under "Other Current Liabilities" (note 23) in the previous year. During the year the Company has paid ₹43.08 crore towards premium to MIDC in respect of the approved land. The requisite approval for the transfer of the said undertaking was received during the year. Subsequently assignment deed was executed and the business undertaking has been transferred to the buyer effective 24 February 2023.

The net gain of ₹67.12 crore is disclosed as 'Exceptional items' during the year ended March 31, 2023.

<b>Assets</b>	<b>Amount</b>
Asset held for sale	78.84
Other non-current financial assets	0.29
<b>Total Assets</b>	<b>79.13</b>
<b>Liabilities</b>	
Provisions- Gratuity	0.17
Trade payables	0.12
Total Liabilities	0.29
<b>Net asset transferred</b>	<b>(78.84)</b>
<b>GST on sale of undertaking</b>	<b>(32.04)</b>
<b>Sale consideration</b>	<b>178.00</b>
<b>Net Gain on sale of Thane plant</b>	<b>67.12</b>

#### (IV) VAT PROVISIONS

During the year, the Company has re-evaluated and reassessed its risk relating to the pending old VAT / CST litigations. Basis the re-evaluation done, an amount of ₹86.71 crore has been accrued for the year ending 31 March, 2023

#### 47 CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company meets the criteria specified under Section 135 of the Companies Act, 2013 and has formed a Corporate Social Responsibility (CSR) Committee to monitor the CSR activities implemented as per the CSR Policy of the Company. The Company spends in each financial year at least 2% of its average net profit for the immediately preceding three financial years as per provisions of Section 135 of the Act and in compliance of its CSR policy.

Unspent amount as at 31 March 2023

					Currency: ₹ in crore
Opening balance	Amount deposited in specified fund within six months	Amount required to be spent during the year	Amount spent during the year		Closing Balance
			i) Construction / acquisition of any asset	ii) On purposes other than (i) above	
7.48	-	14.07	-	13.05*	8.49

\*Includes ₹3.58 crore for financial year ended 31 March 2021 and ₹9.47 crore financial year ended 31 March 2023.

Unspent amount as at 31 March 2022

					Currency: ₹ in crore
Opening balance	Amount deposited in specified fund within six months	Amount required to be spent during the year	Amount spent during the year		Closing Balance
			i) Construction / acquisition of any asset	ii) On purposes other than (i) above	
10.95	-	13.23	-	18.6**	7.48

\*\*Includes ₹1.65 crore for financial year ended 31 March 2020 and ₹3.47 crore financial year ended 31 March 2021.

Details of utilization of funds for ongoing projects as at 31 March 2023

							Currency: ₹ in crore
Opening balance		Amount required to be spent during the year	Amount spent during the year		Closing Balance		
With company	In separate CSR unspent A/c		With company	In separate CSR unspent A/c	With company	In separate CSR unspent A/c	
-	7.48	14.07	9.47	3.58	4.59	3.90	

Details of utilization of funds for ongoing projects as at 31 March 2022

							Currency: ₹ in crore
Opening balance		Amount required to be spent during the year	Amount spent during the year		Closing Balance		
With company	In separate CSR unspent A/c		With company	In separate CSR unspent A/c	With company	In separate CSR unspent A/c	
10.95	-	13.23	18.60	-	-	7.48	

As per our report of even date attached.  
For **B S R & Co. LLP**  
Chartered Accountants  
Firm's Registration No: 101248W/W-100022

**Sadashiv Shetty**  
Partner  
Membership No.048648  
Mumbai  
15 May 2023

For and on behalf of the Board of Directors of **Pfizer Limited**  
CIN: L24231MH1950PLC008311

**Pradip Shah**  
Chairman  
DIN:000066242

**Milind Patil**  
Chief Financial Officer  
and Wholetime Director  
DIN:02546815

**Uday Khanna**  
Director  
DIN:00079129

**Prajeet Nair**  
Company Secretary  
Membership No: A19267

**Meenakshi Nevatia**  
Managing Director  
DIN:08235844

Mumbai  
15 May 2023





## Pfizer Limited

### Registered Office

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Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 051

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**Fax:** +91 22 2654 0274

**Website:** [www.pfizerltd.co.in](http://www.pfizerltd.co.in)

**E-mail ID:** [contactus.india@pfizer.com](mailto:contactus.india@pfizer.com)

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**CIN:** L24231MH1950PLC008311

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The Annual Report and its entire contents are for the information of the Company's shareholders and are not intended to recommend, advertise or suggest the use of any products.