

KALYANIWALLA & MISTRY LLP

CHARTERED ACCOUNTANTS

Review Report

To,
The Board of Directors
Sanofi Consumer Healthcare India Limited
Sanofi House,
CTS No. 117-B, L&T Business Park,
Saki Vihar Road, Powai,
Mumbai – 400 072.

1. We have reviewed the accompanying Statement of unaudited financial results of **Sanofi Consumer Healthcare India Limited** ('the Company'), for the quarter and half year ended June 30, 2024 ("the Statement"), attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations"), duly initialed by us for identification.
2. This Statement, which is the responsibility of the Company's Management has been reviewed by the Audit Committee and approved by the Company's Board of Directors at their respective meetings held on August 13, 2024, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SREs) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results prepared in accordance with the applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. Other Matters
 - a) In accordance with the Scheme of Arrangement between Sanofi India Limited and its shareholders and creditors and SCHIL as ("the Scheme") approved by the Hon'ble National Company Law Tribunal, Mumbai Bench by an order dated May 7, 2024, the Consumer Healthcare business, along with its related assets and liabilities at the values appearing in the books of accounts of SIL on the close of business hours as on May 10, 2023 (Incorporation Date), was demerged, transferred and vested into the Company with effect from May 10, 2023 as set out in Appendix C of Ind AS 103 'Business Combinations'. The appointed date and effective date of the Scheme was June 01, 2023, and June 01, 2024, respectively, however, financials are drawn from May 10, 2023, as per the requirement of Ind AS 103. Business was run by SIL in trust for SCHIL and risk associated with the business remains with SCHIL from date of business transfer. Accordingly, previous year quarter results and half yearly results is from May 10, 2023, to June 30, 2023, and not comparable with current year quarter and half yearly results.

Accordingly, the figures for quarter ended March 31, 2024, June 30, 2023, half year ended June 30, 2023, and the previous year ended December 31, 2023, have been accounted by the management in respect of Consumer Healthcare Business after considering the adjustments to give effect of the Scheme.

With respect to the above, we have reviewed the adjustments which have been reported in the Statement.



LLP IN : AAH - 3437

REGISTERED OFFICE : ESPLANADE HOUSE, 29, HAZARIMAL SOMANI MARG, FORT, MUMBAI 400 001
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- b) The Company is in process of listing its equity shares with the National Stock Exchange of India Limited (NSE) and the BSE Limited (BSE).

Our conclusion is not modified in respect of these matters.

**For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS**
Firm Registration No. 104607W / W100166

S. Sai

Sai Venkata Ramana Damarla
Partner
Membership. No. 107017
UDIN: 24107017BKERV4719
Place: Mumbai
Date: August 13, 2024



Sanofi Consumer Healthcare India Limited

Registered Office : 3rd Floor, Sanofi House, C.T.S No - 117-B, L & T Business Park, Saki Vihar Road, Powai, Mumbai 400 072.

Corporate Identity Number: U21002MH2023PLC402652

Tel no: (91-22) 28032000 Fax No: (91-22) 28032846

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STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR QUARTER AND HALF YEAR ENDED JUNE 30, 2024

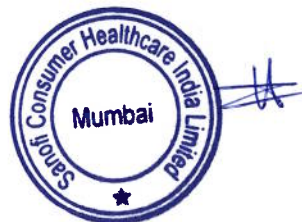
Particulars	₹ in Million					
	Quarter ended 30.06.2024 (Unaudited) Refer note: 3	Quarter ended 31.03.2024 (Unaudited) Refer note: 3	Quarter ended 30.06.2023 (Unaudited) wef 10.05.23 - 30.06.2023 Refer note: 3	Half Year ended 30.06.2024 (Unaudited) Refer note: 3	Half Year ended 30.06.2023 (Unaudited) wef 10.05.23 - 30.06.2023 Refer note: 3	Year ended 31.12.2023 (Unaudited) wef 10.05.23 - 31.12.2023 Refer note: 3
1. Revenue from Operations	1,644	2,112	1,003	3,756	1,003	5,254
2. Other Income	8	30	2	38	2	41
3. Total Income (1+2)	1,652	2,142	1,005	3,794	1,005	5,295
4. Expenses						
(a) Cost of Materials Consumed	317	668	308	985	308	1,364
(b) Purchases of stock in trade	-	93	52	93	52	200
(c) Changes in Inventories of work-in-progress, stock-in-trade and finished goods	138	(161)	(57)	(23)	(57)	(45)
(d) Employee benefits expense	248	229	133	477	133	544
(e) Finance costs	1	-	-	1	-	-
(f) Depreciation and amortisation expense	11	9	4	20	4	20
(g) Other expenses	305	465	220	770	220	1,002
Total Expenses	1,020	1,303	660	2,323	660	3,085
5. Profit before exceptional items and tax (3-4)	632	839	345	1,471	345	2,210
6. Exceptional items (Refer notes 6 & 7)	(243)	-	-	(243)	-	(18)
7. Profit before tax (5+6)	389	839	345	1,228	345	2,192
8. Tax expense						
Current Tax	129	222	87	351	87	563
Deferred Tax	(30)	(10)	(0)	(40)	(0)	(19)
9. Profit for the period /year (7-8)	290	627	258	917	258	1,648
10. Other comprehensive income (OCI) (Net of Tax)	-	-	-	-	-	-
11. Total comprehensive income for the period/year (9+10)	290	627	258	917	258	1,648
12. Paid-up equity share capital (Face Value of ₹ 10 per share)	230	230	230	230	230	230
13. Other equity	-	-	-	-	-	1,846
14. Basic and diluted earnings per share (not annualised) (in ₹)	12.58	27.24	11.19	39.82	11.19	71.54



Sanofi Consumer Healthcare India Limited
UNAUDITED STATEMENT OF ASSETS AND LIABILITIES

₹ in Million

Particulars	As at June 30, 2024 Refer note: 3	As at December 31, 2023 Refer note: 3
ASSETS		
Non-current assets		
Property, plant and equipment	31	20
Right-of-use assets	198	-
Intangible assets	24	29
Intangible assets under development	27	26
Financial assets		
Other financial assets	32	8
Deferred tax assets (net)	60	19
Total non-current assets	372	102
Current assets		
Inventories	537	966
Financial assets		
(i) Trade receivables	326	316
(ii) Cash and cash Equivalents	1,187	16
(iii) Loans	1	5
(iv) Other Financial Assets	530	2,048
Other current assets	119	1
Total current assets	2,700	3,352
TOTAL ASSETS	3,072	3,454
EQUITY AND LIABILITIES		
Equity		
Equity share capital	230	-
Share pending issuance	-	230
Other equity	1,616	1,846
Total equity	1,846	2,076
LIABILITIES		
Non-current liabilities		
Financial liabilities		
Lease liabilities	188	-
Employee benefit obligations	86	79
Total non-current liabilities	274	79
Current liabilities		
Financial liabilities		
(i) Lease liabilities	14	-
(ii) Trade payables		
(a) Total outstanding dues of micro enterprises and small enterprises	11	100
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	277	500
(iii) Other financial liabilities	81	-
Other Current Liabilities	28	-
Provisions	314	49
Employee Benefit Obligations	177	129
Current tax liabilities (net)	50	521
	952	1,299
Total current liabilities	1,226	1,378
TOTAL EQUITY AND LIABILITIES	3,072	3,454



Sanofi Consumer Healthcare India Limited
UNAUDITED STATEMENT OF CASH FLOWS FOR THE HALF YEAR ENDED JUNE 30, 2024

₹ in Million

Particulars	Half year ended June 30, 2024 Unaudited Refer note: 3	Half year ended June 30, 2023 Unaudited Refer note: 3
Cash flows from Operating activities	1,228	345
Profit before tax		
Adjustment for :		
Depreciation and amortization expenses	20	3
Finance costs	1	-
Interest income	(34)	(2)
Share based payment	6	-
Provision for bad and doubtful debts (net)	(0)	-
Operating profit before working capital changes	1,221	346
Adjustments for (increase) / decrease in operating assets		
Non-current financial assets	(24)	-
Other non-current assets	-	-
Inventories	429	(70)
Trade receivables	(9)	52
Current financial assets	1,522	(317)
Other current assets	(116)	-
Adjustments for increase / (decrease) in operating liabilities		
Employee benefit obligations	55	-
Trade payables	(316)	139
Current financial liabilities	81	-
Other current liabilities & provisions	294	(93)
Cash generated from operations	3,137	57
Taxes paid	(822)	(42)
Net Cash inflow from Operating activities (A)	2,315	15
Cash flows from Investing activities		
Interest received	34	2
Purchase of property, plant and equipment and Intangible assets	(2)	(17)
Net cash inflow from Investing activities (B)	32	(15)
Cash flows from financing activities		
Principal elements of lease payments	(3)	-
Issue of Share Capital	-	20
Cancellation of Shares issued to SIL	(20)	-
Interest paid on lease	(1)	-
'Dividend paid by SIL as trustee	(1,152)	-
Net cash used in financing activities (C)	(1,176)	20
Net increase in cash and cash equivalents (A+B+C)	1,171	20
Cash and Cash Equivalents at the beginning of the year/period	16	-
Cash and Cash Equivalents at the end of the year/period	1,187	20
Non- cash financing and investing activities (D)		
Acquisition of Right-of-use assets		
Components of Cash and Cash Equivalents		
Cash and Cash Equivalents at the end of the year/period	1,187	20



Notes:

1. This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS), prescribed under section 133 of the Companies Act, 2013, and other recognized accounting practices and policies to the extent applicable.
2. The statutory auditors have carried out a limited review of the above results for the quarter ended and half year ended June 30, 2024. The results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on August 13, 2024.
3. The Board of Sanofi India Limited (SIL) on May 10, 2023, had approved a Scheme of arrangement under Sections 230 to 232 of the Companies Act, 2013 ("Scheme"), to demerge the Consumer Healthcare business of the Company into its wholly owned subsidiary Sanofi Consumer Healthcare India Limited ("SCHIL"). In accordance with the Scheme of Arrangement between Sanofi India Limited and its shareholders and creditors and SCHIL as ("the Scheme") approved by the Hon'ble National Company Law Tribunal, Mumbai Bench by an order dated May 7, 2024, the Consumer Healthcare business, along with its related assets and liabilities at the values appearing in the books of accounts of SIL on the close of business hours as on May 10, 2023 (Incorporation Date), was demerged, transferred and vested into the Company with effect from May 10, 2023 as set out in Appendix C of Ind AS 103 'Business Combinations'. The appointed date and effective date of the Scheme was June 1, 2023 and June 1, 2024 respectively, however, financials are drawn from May 10, 2023 as per the requirement of Ind AS 103. Business was run by SIL in trust for SCHIL and risk associated with the business remains with SCHIL from date of business transfer. Accordingly, previous year quarter results and half yearly results are from May 10, 2023 to June 30, 2023 and not comparable with current year quarter and half yearly results.

Results of quarter ended June 30, 2024 are not comparable with results of quarter ended March 31, 2024 due to the seasonality of business and voluntary product recall.

4. Pursuant to the demerger, the Company has recognized in its books of account, the carrying amount of assets and liabilities as on May 31, 2024, pertaining to the Consumer Healthcare business transferred from SIL. The excess of the carrying amount of assets transferred over the carrying amount of liabilities transferred and profit earned from May 10, 2023 to May 31, 2024 aggregating to ₹1,884 million (including capital reserve of ₹407 million) has been credited to reserves in accordance with the Scheme as on May 31, 2024.
5. The record date, for determining the eligibility of the shareholders of SIL for allotting shares of the SCHIL in the ratio of 1 (One) fully paid-up new equity share of ₹.10 each of the Company for every 1 (One) equity share of ₹.10 each of SIL (pursuant to the Scheme of Arrangement) was fixed as June 13, 2024. Accordingly, the Company has allotted 23,030,622 shares amounting to ₹ 230 million (adjusted against Capital Reserve) to the eligible shareholders of SIL on June 25, 2024.
6. Company had voluntarily decided to recall Allegra Suspension and Combiflam Suspension as precautionary measure from distributors, hospitals, and retailers on July 19, 2024. Earlier, Company recalled Depura Adult and Depura Kids produced by the same manufacturer. The Company has taken a decision to temporarily suspend manufacturing of aforesaid products to review and streamline the manufacturing and quality processes at the third-party manufacturer engaged in manufacturing. Quality is paramount to Sanofi and endeavor is to bring back the products to the market as soon as possible.
7. Exceptional item for the quarter and half-year ended June 30, 2024 is ₹243 million which includes product recall related cost ₹112 million (previous year ended December 31, 2023: Nil) (Refer Note 6) and expenses towards issuance and listing of shares amounting to ₹131 million (previous year ended December 31, 2023: ₹18 million).
8. The Company has a single business segment namely 'Pharmaceutical Business'.

SANOFI CONSUMER HEALTHCARE INDIA LIMITED



Himanshu Bakshi
Managing Director
DIN: 08188412

August 13, 2024



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