

October 28, 2021

Listing Department

BSE LIMITED

P J Towers, Dalal Street, Fort,
Mumbai-400 001

Code: 531335

Listing Department

NATIONAL STOCK EXCHANGE OF INDIA LIMITED

Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai-400 051

Code: ZYDUSWELL

Re: **Outcome of Board Meeting**

Dear Sir,

The Board of Directors at their meeting held today i.e. October 28, 2021, based on the recommendations of Audit Committee, approved the unaudited financial results for the quarter / half year ended on September 30, 2021.

In this regard, please find enclosed the following:

1. the unaudited financial results (standalone and consolidated) for the quarter / half year ended on September 30, 2021, reviewed by the Audit Committee and taken on record by the Board of Directors pursuant to regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the **Listing Regulations**").
 2. the Limited Review Reports of Mukesh M. Shah & Co., the Statutory Auditors and the Statutory Auditors of the Company certifying the limited review of the unaudited financial results (standalone and consolidated) of the Company for the quarter / half year ended on September 30, 2021 pursuant to regulation 33 of the Listing Regulations.
 3. press release proposed to be published in the newspapers in the matter of unaudited financial results for the quarter / half year ended on September 30, 2021.
- The Trading Window under SEBI Insider Trading Regulations, 2015 shall remain closed for trading till October 31, 2021 and shall reopen on and from November 1, 2021 for the Directors and Designated Persons.
 - The Board Meeting commenced at 2:00 p.m. and concluded at 3:00 p.m.

Please receive the information and disclosures in order.

Yours faithfully,

For, **ZYDUS WELLNESS LIMITED**



DHNRAJ P. DAGAR
COMPANY SECRETARY



Encl.: As above

₹ in Lakhs						Sr. No.	Particulars	₹ in Lakhs					
CONSOLIDATED								COMPANY					
Quarter Ended		Half Year Ended		Year Ended				Quarter Ended		Half Year Ended		Year Ended	
September 30, 2021	June 30, 2021	September 30, 2020	September 30, 2021	September 30, 2020	March 31, 2021			September 30, 2021	June 30, 2021	September 30, 2020	September 30, 2021	September 30, 2020	March 31, 2021
[Unaudited]					[Audited]	[Unaudited]					[Audited]		
38,013	58,821	34,032	96,834	87,650	1,85,366	1	Revenue						
						a	Revenue from operations						
352	937	167	1,289	286	1,301	i	Sales	4,704	2,748	2,267	7,452	3,335	11,283
336	239	281	575	463	894	ii	Other operating income	534	510	48	1,044	60	100
						b	Other income	393	422	2,729	815	5,361	6,680
38,701	59,997	34,480	98,698	88,399	1,87,561		Total Revenue	5,631	3,680	5,044	9,311	8,756	18,063
						2	Expenses						
18,229	14,959	13,356	33,188	24,301	74,375	a	Cost of materials consumed	4,095	2,362	1,329	6,457	1,824	8,342
993	3,060	1,277	4,053	5,304	14,224	b	Purchases of stock-in-trade	-	-	-	-	-	-
						c	Changes in inventories of finished goods, work-in-progress and stock-in-trade	(206)	201	187	(5)	395	(127)
646	8,635	1,210	9,281	10,068	(4,113)	d	Employee benefits expense	914	818	864	1,732	1,697	3,064
4,230	4,299	4,301	8,529	8,544	16,383	e	Finance costs	50	49	3,488	99	6,951	7,466
669	642	3,083	1,311	6,543	8,380	f	Depreciation and amortisation expense	69	68	87	137	169	349
611	559	649	1,170	1,291	2,516	g	Advertisement and promotion expense	319	110	351	429	449	1,118
4,749	6,925	5,065	11,674	9,979	22,959	h	Other expenses	592	1,197	919	1,789	1,796	3,958
6,464	7,838	6,278	14,302	14,793	28,403		Total expenses	5,833	4,805	7,225	10,638	13,281	24,170
36,591	46,917	35,219	83,508	80,823	1,63,127	3	Profit/ [Loss] before exceptional items and tax [1-2]	(202)	(1,125)	(2,181)	(1,327)	(4,525)	(6,107)
2,110	13,080	(739)	15,190	7,576	24,434	4	Exceptional items	-	-	-	-	-	12,706
-	-	9,795	-	9,795	13,213	5	Profit/ [Loss] before tax [3-4]	(202)	(1,125)	(2,181)	(1,327)	(4,525)	(18,813)
2,110	13,080	(10,534)	15,190	(2,219)	11,221	6	Tax expense						
-	-	-	-	-	-	a	Current tax	-	-	-	-	-	-
(37)	-	-	(37)	(605)	(652)	b	Deferred tax	-	-	-	-	(599)	(599)
(37)	-	-	(37)	(605)	(652)		Total tax expenses	-	-	-	-	(599)	(599)
2,147	13,080	(10,534)	15,227	(1,614)	11,873	7	Net Profit/ [Loss] [5-6]	(202)	(1,125)	(2,181)	(1,327)	(3,926)	(18,214)
						8	Other Comprehensive Income [OCI]						
(301)	49	(14)	(252)	11	194	a	Items that will not be reclassified to profit or loss [net of tax]	(27)	4	(18)	(23)	(25)	16
(1)	8	(11)	7	(12)	(11)	b	Items that will be reclassified to profit or loss [net of tax]	-	-	-	-	-	-
(302)	57	(25)	(245)	(1)	183		Other Comprehensive Income [net of tax]	(27)	4	(18)	(23)	(25)	16
1,845	13,137	(10,559)	14,982	(1,615)	12,056	9	Total Comprehensive Income [7+8]	(229)	(1,121)	(2,199)	(1,350)	(3,951)	(18,198)
						10	Total Comprehensive Income attributable to:						
1,845	13,137	(10,559)	14,982	(1,615)	12,056	a	Owners of the company	(229)	(1,121)	(2,199)	(1,350)	(3,951)	(18,198)
6,363	6,363	6,363	6,363	6,363	6,363	11	Paid-up equity share capital [Face Value ₹ 10 each]	6,363	6,363	6,363	6,363	6,363	6,363
					4,50,416	12	Reserve excluding Revaluation Reserve						3,95,566
						13	Earnings per share [EPS]						
						a	[EPS for the quarter and half year ended is not annualized]						
3.37	20.56	(18.14)	23.93	(2.79)	19.55	a	Basic	(0.32)	(1.77)	(3.76)	(2.09)	(6.78)	(29.99)
3.37	20.56	(18.14)	23.93	(2.79)	19.55	b	Diluted	(0.32)	(1.77)	(3.76)	(2.09)	(6.78)	(29.99)

Notes :

- The above financial results were reviewed by the Audit Committee and then approved by the Board of Directors at their meeting held on October 28, 2021.
- The Company operates in one segment, namely "Consumer Products".
- Due to seasonality of some of the Group's products, Group's Revenues and Profits are skewed in favour of the first and last quarters of the financial year. Hence the performance of these quarters is not representative and cannot be generalised for other quarters.
- The secured Non-Convertible debentures (NCDs) that were previously issued by the Company had been purchased by its subsidiary Company from the market aggregating to ₹ 1,10,500 lakhs during the quarter ending September 30, 2020 and ₹ 1,50,000 lakhs for the year ended March 31, 2021. The premium amount paid towards purchase of these NCDs by subsidiary Company is expensed off as an exceptional item.
- As per the current assessment of the situation based on the internal and external information available up to the date of approval of these financial results by the Board of Directors, the Company continues to believe that the impact of Covid-19 on its business, assets, internal financial controls, profitability and liquidity, both present and future, would be limited and there is no indication of any material impact on the carrying amounts of inventories, goodwill, intangible assets, trade receivables, investments and other financial assets. The eventual outcome of the impact of the global health pandemic may be different from those estimated as on the date of approval of these financial results and the Company will closely monitor any material changes to the economic environment and their impact on its business in the times to come.
- Figures of previous reporting periods have been regrouped/ reclassified wherever necessary to correspond with the figures of the current reporting period.

Balance Sheet					
₹ in Lakhs		Particulars	₹ in Lakhs		
CONSOLIDATED			COMPANY		
As at			As at		
September 30, 2021 [Unaudited]	March 31, 2021 [Audited]		September 30, 2021 [Unaudited]	March 31, 2021 [Audited]	
		ASSETS:			
		Non-current assets:			
23,509	19,957	Property, plant and equipment	2,118	2,104	
695	374	Capital work-in-progress	87	87	
3,92,002	3,92,002	Goodwill	2,282	2,282	
54,639	54,781	Other intangible assets	18	19	
-	-	Financial assets:			
-	-	Investments	3,67,125	3,67,125	
419	874	Loan	20,248	24,400	
12,687	12,650	Other financial assets	49	51	
1,100	1,173	Deferred tax assets [net]	1,998	1,998	
312	143	Other non-current assets	61	114	
		Assets for tax [net]	374	241	
4,85,363	4,81,954	Total Non Current Assets	3,94,360	3,98,421	
		Current assets:			
25,632	36,472	Inventories	1,547	1,518	
3,630	-	Financial assets:			
9,223	9,428	Investment	-	-	
18,077	17,374	Trade receivables	652	171	
8,072	7,898	Cash and cash equivalents	218	502	
2,091	1,860	Bank balance other than cash and cash equivalents	8,072	7,898	
11,129	11,657	Other current financial assets	1,065	672	
77,854	84,689	Other current assets	2,683	2,463	
5,63,217	5,66,643	Total Current Assets	14,237	13,224	
		Total Assets	4,08,597	4,11,645	
		EQUITY AND LIABILITIES:			
		Equity:			
6,363	6,363	Equity share capital	6,363	6,363	
4,62,216	4,50,416	Other equity	3,91,034	3,95,566	
4,68,579	4,56,779	Total Equity	3,97,397	4,01,929	
		Liabilities:			
		Non-current liabilities:			
18,750	31,250	Financial liabilities:			
529	49	Borrowings	-	-	
101	91	Lease liabilities	40	49	
1,589	1,282	Other financial liabilities	87	82	
66	100	Provisions	337	230	
21,035	32,772	Other non-current liabilities	-	-	
		Total Non Current Liabilities	464	361	
		Current liabilities:			
34,627	23,725	Financial liabilities:			
107	16	Borrowings	6,177	4,975	
407	1,245	Lease liabilities	16	16	
30,712	42,616	Trade payables:			
2,715	2,954	Due to micro and small enterprises	41	98	
2,863	4,695	Due to other than micro and small enterprises	3,488	3,460	
2,172	1,841	Other financial liabilities	540	379	
73,603	77,092	Other current liabilities	345	348	
5,63,217	5,66,643	Provisions	129	79	
		Total Current Liabilities	10,736	9,355	
		Total Equity & Liabilities	4,08,597	4,11,645	

Statement of Unaudited Cash Flows					
₹ in Lakhs		Particulars	₹ in Lakhs		
CONSOLIDATED			COMPANY		
Half Year Ended			Half Year Ended		
September 30, 2021	September 30, 2020		September 30, 2021	September 30, 2020	
		A. Cash flow from operating activities:			
15,190	(2,219)	Profit/ [Loss] before tax	(1,327)	(4,525)	
		Adjustments for:			
1,170	1,291	Depreciation and amortisation expense	137	169	
4	(1)	[Profit]/ Loss on sale of property, plant and equipment [net]	1	-	
(84)	(169)	Net gain on sale of investments	-	(7)	
23	-	Expected credit loss on trade receivables [net]	-	-	
(486)	(290)	Interest income	(815)	(5,329)	
(5)	(4)	Net gain on investments mandatorily measured at fair value through statement of profit and loss	-	(25)	
1,311	6,543	Interest expense	99	6,951	
(34)	(34)	Amortisation of deferred revenue on Government grants	-	-	
376	372	Provision for employee benefits	134	122	
-	9,795	Premium paid on purchase of the NCDs	-	-	
17,465	15,284	Operating profit before working capital changes	(1,771)	(2,644)	
		Adjustments for:			
230	3,003	[Increase]/ Decrease in trade receivables	(393)	(136)	
907	2,217	[Increase]/ Decrease in other assets	(215)	(770)	
10,840	9,195	[Increase]/ Decrease in inventories	(29)	333	
(14,726)	(12,462)	[Decrease]/ Increase in trade payables and other liabilities	34	78	
14,716	17,237	Cash generated from/ [used in] operations	(2,374)	(3,139)	
(169)	203	Direct taxes [paid] net of refunds	(133)	209	
14,547	17,440	Net cash from/ [used in] operating activities	(2,507)	(2,930)	
		B. Cash flows from investing activities:			
(4,405)	(706)	Purchase of property, plant and equipment and other intangibles assets	(100)	(25)	
61	1	Proceeds from sale of Property, plant and equipment	1	-	
-	-	Proceeds from sale/ redemption of non current investments in subsidiaries [net]	-	5,632	
-	-	Proceeds from Loan to Subsidiaries	4,450	-	
-	-	Loan to Subsidiaries	(298)	-	
89	173	Net profit from sale of current investments	-	32	
544	-	Investment in non current fixed deposit [net]	1	-	
486	290	Interest received	422	5,300	
(3,225)	(242)	Net cash from/ [used in] investing activities	4,476	10,939	
		C. Cash flows from financing activities:			
-	99,989	Proceeds from issue of equity share capital [net of expense incurred to issue shares]	-	99,989	
-	(9,795)	Premium paid on purchase of the NCDs	-	-	
(1,598)	1,13,639	Proceed from Current Borrowings [Net]	1,202	3,914	
-	(1,11,659)	Repayment of non-current borrowings	-	-	
(23)	(7)	Repayment of lease liabilities	(8)	(7)	
(2,007)	(6,970)	Interest paid	(86)	(6,892)	
(2,904)	(19)	Dividends paid	(2,904)	(19)	
(283)	-	Tax on dividends paid	(283)	-	
(6,815)	85,178	Net cash from/ [used in] financing activities	(2,079)	96,985	
4,507	1,02,376	Net increase/ [decrease] in cash and cash equivalents	(110)	1,04,994	
25,272	19,283	Cash and cash equivalents at the beginning of the year *	8,400	2,980	
29,779	1,21,659	Cash and cash equivalents at the end of the year *	8,290	1,07,974	

* Cash and cash equivalents includes Bank balance other than cash and cash equivalents and Investments in liquid mutual funds.

By Order of the Board,
For Zydus Wellness Limited,



Dr. Sharvil P. Patel
Chairman

MUKESH M. SHAH & CO.

CHARTERED ACCOUNTANTS

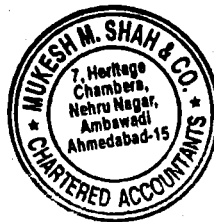
INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM STANDALONE FINANCIAL RESULTS

To,
The Board of Directors,
Zydus Wellness Limited

1. We have reviewed the accompanying statement of Standalone Unaudited Financial Results of **Zydus Wellness Limited** ['the Company'], for the quarter and half year ended on September 30, 2021 ['the Statement'] attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended.
2. This statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard - 34, 'Interim Financial Reporting' ('Ind AS 34), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 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 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 stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: Ahmedabad
Date: October 28, 2021

UDIN: 21030190AAAAAR8278



For Mukesh M. Shah & Co
Chartered Accountants
Firm Regn. No. 106625W

Mukesh M. Shah
Partner
Membership No. 030190

MUKESH M. SHAH & CO.

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS

To,
The Board of Directors,
Zydus Wellness Limited

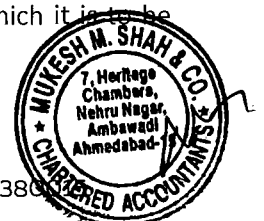
1. We have reviewed the accompanying statement of Consolidated unaudited financial results of **Zydus Wellness Limited** ['the Parent'] and its subsidiaries [the Parent and its subsidiaries together referred to as 'the Group'] for the quarter and half year ended on September 30, 2021 ['the Statement'] attached herewith, being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended.
2. This statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard - 34, 'Interim Financial Reporting', prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 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 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.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the financial results of the following entities:
 - a) Parent Company
 - i) Zydus Wellness Limited
 - b) Subsidiary Companies
 - i) Zydus Wellness Products Limited
 - ii) Liva Nutritions Limited
 - iii) Liva Investments Limited
 - iv) Zydus Wellness International DMCC
5. Based on our review conducted and procedures performed as stated in Paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

+91-79-2647 2000 | contact@mmsco.in | www.mmsco.in

7th Floor, Heritage Chambers, Behind Bikanerwala Sweets, Near Azad Society, Nehru Nagar, Ahmedabad-380 015



MUKESH M. SHAH & CO.

CHARTERED ACCOUNTANTS

6. We did not review the interim financial information of 3 subsidiaries included in the consolidated unaudited financial results, whose interim financial information reflect [the figures reported below are before giving effect to consolidation adjustments] total assets of ₹ 3,78,022 Lakhs as at September 30, 2021, total revenues of ₹ 33,360 Lakhs and ₹ 89,778 Lakhs for the quarter and half year ended September 30, 2021 respectively, total net loss after tax of ₹ 6,958 Lakhs and ₹ 1,681 Lakhs for the quarter and half year ended September 30, 2021 respectively, total comprehensive loss of ₹ 7,232 Lakhs and ₹ 1,910 Lakhs for the quarter and half year ended September 30, 2021 respectively and net cash inflows of ₹ 4,520 Lakhs for the half year ended September 30, 2021, as considered in the Statement. These interim financial information have been reviewed by other auditors whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement is not modified in respect of these matters.

7. The consolidated financial results also include the financial information of a subsidiary, whose interim financial information reflect [the figures reported below are before giving effect to consolidation adjustments] total assets of ₹ 1,947 Lakhs as at September 30, 2021, total revenues of ₹ 1,412 Lakhs and ₹ 2,565 Lakhs for the quarter and half year ended September 30, 2021 respectively, total net profit after tax of ₹ 72 Lakhs and ₹ 241 Lakhs for the quarter and half year ended September 30, 2021 respectively, total comprehensive income of ₹ 72 Lakhs and ₹ 241 Lakhs for the quarter and half year ended September 30, 2021 respectively and net cash inflows of ₹ 97 Lakhs for the half year ended September 30, 2021, as considered in the Statement. No limited review of these financial information has been carried out by the auditors of the subsidiary. According to the information and explanations given to us by the Management, these interim financial information are not material to the Group.

Our conclusion on the Statement is not modified in respect of our reliance on the interim financial information as certified by the management.

Place: Ahmedabad
Date: October 28, 2021

UDIN: 21030190 AAAAAA5455



For Mukesh M. Shah & Co
Chartered Accountants
Firm Regn. No. 106625W

Mukesh M. Shah
Partner
Membership No. 030190

Zydu Wellness Ltd, Total Income from operations up by 12.2% in Q2

Ahmedabad, October 28, 2021

For the second quarter ended September 30, 2021, Zydu Wellness Ltd. reported consolidated revenue from operations of Rs. 383.7 crores, growth of 12.2% on a y-o-y basis. Earnings before Interest, Depreciation and Tax (EBIDTA) of Rs. 30.5 crores was up by 12.6 % on a y-o-y basis. PBT excluding exceptional items, was up by 385.4% at Rs. 21.1 Crores. Net profit for the quarter was up by 120.4% at Rs. 21.5 crores. The growth drivers of E-commerce and international business contributed to approximate 7 percent and 5 percent of the total net sales and triple digit and high double digit growth respectively on a y-o-y basis.

During the quarter gone by the company's key brands, Sugar Free, Everyuth Scrub and Everyuth Peel Off, Glucon D and Nycil continued to hold strong positions in their respective categories. As per the MAT September 2021 report of Nielsen and IQVIA, Glucon-D has maintained its number one position with a market share of 58.2% in the Glucose powder category. Glucon-D ImmunoVolt also continued to deliver steady business. Complian has a market share of 5.4% in the health food category (HFD). Sugarfree maintained its number one position with a market share of 96.2% in the sugar substitute category, which is an increase of 181 basis points over the same period last year. Nycil maintained its number one position with a market share of 34.5% in the prickly heat powder category. Everyuth Scrub maintained its number one position with a market share of 39.2% in the facial scrub category, which is an increase of 543 basis points over the same period last year and Everyuth Peel-off maintained its number one position with a market share of 77.3% in the Peel-off category. Everyuth brand now has a market share of 6.5% in the overall facial cleansing segment. The company launched a new range of Everyuth Body Lotions in the skin care category.

During the quarter new thematic communication on Sugarfree "Fitness ka Pehla Kadam" was launched featuring leading Bollywood actress Katrina Kaif as its new brand ambassador. This was amplified by a 360 degree media campaign on TV, print and digital across the country.

The Company re-launched Complian with an enhanced proposition, improved chocolate taste, new packaging along with new campaign to promote the brand.

The company in its transformational journey 'Transformation 2.0' is integrating Nutralite retail with the rest of retail business and integrating the cold rooms for Nutralite with ambient warehouses, thereby creating a simpler organizational structure with improved channel wise focus, and a cost efficient value chain. Digital journey across sales and supply chain is also underway.

###