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IPCA PHARMACEUTICALS INC., USA

AUDITED FINANCIAL STATEMENTS

MARCH 31, 2026 AND 2025

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Independent Accountant's Report

To The Shareholders of
IPCA Pharmaceuticals Inc.,
One Tower Center Blvd . Suite 2200
East Brunswick , NJ 08816

I have audited the accompanying financial statements of IPCA Pharmaceuticals Inc., USA as of March 31, 2026 and 2025 and the related statements of Income, retained earnings and Cash flow for the year then ended in accordance with standards established by the American Institute of Certified Public Accountants. These financial statements are sole responsibility of the company's management. My responsibility is to express an opinion on these financial statements based on our audit.

I conducted my audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosure in the financial. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In my opinion, the financial statements referred to above present fairly, in all material respect, the financial position of IPCA pharmaceuticals Inc. USA as of March 31, 2026 and 2025, and the result of operations and cash flow for the year ended March 31, 2026 and 2025, in conformity with accounting principles generally accepted in the United States of America.

For Virendra K Jain, CPA

VKJain 05-20-2026

Virendra K Jain, CPA
New York, NY 10036
License No. 093066
Date: May 20, 2026

IPCA PHARMACEUTICALS INC., USA
BALANCE SHEET AS OF
MARCH 31, 2026 AND 2025

	2026	2025
Current Assets:	$	$
Cash	146,917	954,711
Accounts Receivables	1,208,528	605,405
Prepaid Expenses	2,975	4,823
Total Current Assets	**1,358,420**	**1,564,939**
Fixed Assets:		
Net of Accumulated Depreciation of		
$466,840 & $427,936 in 2026 and 2025	**602,982**	**641,886**
Investments / Acquisitions:		
Pisgah Labs Inc. (Note 4)	8,860,879	8,860,879
Less : Impairment in Value (Note 4)	(8,860,879)	(8,860,879)
Bayshore Pharmaceuticals LLC	----	11,635,221
Less : Impairment in Value	----	(11,635,221)
Redeemable Preference Shares of		
Pisgah Labs Inc.	41,950,000	27,250,000
Less : Provision for Diminution in Value	(11,380,121)	(11,380,121)
Total Investment and Acquisitions	**30,569,879**	**15,869,879**
Security Deposit	4,125	4,125
Total Assets	**32,535,406**	**18,080,829**

LIABILITIES AND STOCKHOLDERS EQUITY

	2026	2025
Current Liabilities:		
Accrued Expenses	194,413	72,407
Corporate Tax Payable	12,500	8,500
Total Current Liabilities	**206,913**	**80,907**
Stockholders' Equity:		
Capital Stock (Note 6)	50,000	50,000
Paid in Capital	1,925,000	1,925,000
Redeemable Preference Shares (Note 6)	61,300,000	48,100,000
Retained Earnings	(30,946,507)	(32,075,078)
Total Stockholders' Equity	**32,328,493**	**17,999,922**
Total Liabilities and Stockholders' Equity	**32,535,406**	**18,080,829**

See accompanying notes to Financial Statements

IPCA PHARMACEUTICALS INC., USA
STATEMENT OF INCOME
FOR THE YEAR ENDED MARCH 31, 2026 AND 2025

	2026	2025
	$	$
Income from Services (note 3)	2,335,010	2,075,808
Misc. Income (Interest)	1	210,083
Gross Revenue	2,335,011	2,285,891
Gross Profit	**2,335,011**	**2,285,891**
Operating Expenses:		
Salaries	1,560,207	1,433,484
Fringe & Taxes	206,381	210,856
Payroll Taxes	50,673	57,922
Traveling & Boarding	92,333	145,455
Rent/Utilities	37,855	37,972
Communications	11,798	11,449
Office Supplies	6,330	5,545
Insurance	16,796	21,577
Professional & Legal Expenses	23,957	60,062
Audit Fees	8,000	8,000
Depreciation	38,904	38,902
Automobiles / Transport	35,436	35,286
Repairs & Maintenance	9,009	8,096
Payroll-Admin Charges	14,102	13,565
Property Tax	13,748	30,420
Miscellaneous Expenses	27,464	38,388
Total Operating Expenses	2,152,992	2,156,979
Income (loss) before Corporate Taxes	182,019	128,912
Impairment of Investment	----	20,241,000
Tax Provision – (note 5)	8,650	8,500
Excess Provision of Taxes – P/y	----	(29,395)
Net Income / (Loss)	**173,369**	**(20,091,193)**

See accompanying notes to Financial Statements

IPCA PHARMACEUTICALS INC., USA
STATEMENT OF RETAINED EARNINGS
FOR THE YEAR ENDED MARCH 31, 2026 AND 2025

	2026	2025
	$	$
Retained Earnings -		
Beginning of the period	(32,075,078)	(11,983,885)
Refund of Investment – Bayshore	555,202	----
Baysore Sale – Centaur	400,000	----
Income / (Loss) for the year	173,369	(20,091,193)
Retained Earnings - End of the Period	**(30,946,507)**	**(32,075,078)**

See accompanying notes to Financial Statements

IPCA PHARMACEUTICALS INC., USA
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED MARCH 31, 2026 AND 2025

	2026	2025
Current Assets:	$	$
Cash flows from operating activities:		
Net Income / (Loss)	**173,369**	**(20,091,193)**
Adjustments to reconcile net income to		
Net cash provided by operating activities:		
Depreciation	38,904	38,902
Impairment of Investment	----	20,241,000
Changes in assets and liabilities:		
Decrease / (Increase) in Accounts receivables	(603,123)	391,157
Decrease / (Increase) in Other receivables	----	144,850
(Decrease) / Increase in Accrued expenses	122,006	53,408
Decrease / (Increase) in Prepaid expenses	1,848	(4,823)
(Decrease) / Increase in Taxes payables	4,000	(21,400)
Total adjustments	(436,365)	20,843,094
Net cash provided by Operating activities	**(262,996)**	**751,901**
Cash flow from Investing activities:		
Loans received from Bayshore Pharmaceuticals	----	7,250,000
Return of Investment – Bayshore	555,202	-----
Funds from Bayshore Sale	400,000	-----
Net Cash from investing activities	955,202	7,250,000
Cash flow from Financing activities:		
Increase in Pref. Redeemable Shares	13,200,000	3,500,000
Redeemable Pref Shares - Pisgah	(14,700,000)	(11,300,000)
Net Cash used from Financing activities:	**(1,500,000)**	**(7,800,000)**
Net (Decrease) / Increase in cash	(807,794)	201,901
Cash at beginning of period	954,711	752,810
CASH AT END OF PERIOD	**146,917**	**954,711**

See accompanying notes to Financial Statements

IPCA PHARMACEUTICALS INC., USA
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2026 AND 2025

NOTE 1 : Organization:

The entity is C Corporation, which is organized and incorporated under the laws of the state of New Jersey USA. The Corporation is a wholly owned subsidiary of IPCA Laboratories Ltd., India, a limited liability company registered in India and listed on National Stock Exchange of India

The corporation is formed with the objective of monitoring the registration of generic finished dose formulations and establishing marketing and distributing relationships with the companies in USA for these products.

NOTE 2 : Summary of Significant Accounting Policies:

Basis of Accounting:

The financial statements of the Company are prepared on the accrual basis of accounting and in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates in Financial Statements preparation:

The preparation of financial statements in conformity with accounting principle generally accepted in United State of America requires the use of estimates and assumptions that affect the reported amounts of assets & liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reported period. The Company's financial statements include amounts that are based on management's best estimates and judgment actual results could differ from those estimates.

Fixed Assets:

Acquisition of equipment, furniture and fixtures are capitalized in their respective accounts at cost. Ordinary maintenance and repair items are charged directly to expenses as incurred. The assets were revalued at the time of acquisition and fair market values were considered as carrying cost in the books.

Depreciation is being provided based in the estimated useful life using straight line method.

NOTE 3 : Income:

The corporation provides liaising and marketing support services. Income from services includes service charges from this activity.

IPCA PHARMACEUTICALS INC., USA
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2026 AND 2025

NOTE 4 : Investment in Pisgah Laboratories Inc. NC, USA:

(A) Effective January 16th, 2018, the Company had acquired 90% common stock of Pisgah Laboratories Inc. (Pisgah) based in State of North Carolina, USA. Pisgah was originally founded in the year 1981 as a contract manufacturer and developer of active pharmaceutical ingredients (APIs) and intermediates and has been a chemistry solutions provider for over three decades. This acquisition will help the Company to establish its foothold in the US market (including but not limited to) in the field of research / small volume APIs and intermediates manufacturing. Pisgah will continue to operate out of its North Carolina manufacturing facility under the Pisgah trade name.

(B) IPCA Pharmaceuticals Inc. USA had acquired a USA company "Pisgah Laboratories Inc." a C Corporation Incorporated in State of North Carolina, (NC) USA on January 16, 2018 with remaining 10% ownership held by Onyx Scientific Limited, of UK, a step down subsidiary of IPCA Laboratories Limited, India. A summary of the total deal arrived as under

Total Cost of Acquisition	$ 9,825,879
Share of 10% of the purchase consideration	
Paid by Onyx Scientific Limited, UK	$ (965,000)
Balance 90% paid by IPCA USA	$ 8,860,879

In respect of Pisgah Laboratories Inc, a hundred percent subsidiary situated in the United States, which is setting up a manufacturing facility is expected to be ready for its intended use by December'2026 and commercialization of its operations by September'2027.

The Company on a prudent basis has made provision of USD20.241 million, towards impairment of the accumulated losses incurred by Pisgah till 31st March,2025 in its standalone financial statements.

NOTE 5 : Corporate Tax:

Since the Corporation has accumulated losses, 20% of net operating Profit is Taxable to Federal Tax. Therefore, a provision as on March 31, 2026 towards Corporate Income Tax has been made for Federal corporate Tax and NJ state corporate tax for $12,500 at the current rate of tax.

IPCA PHARMACEUTICALS INC., USA
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2026 AND 2025

NOTE 6 : Shareholders' Equity:

IPCA Pharmaceuticals Inc USA have following shareholding pattern as of March 31, 2026

Authorized:

Common Stock: 1000 shares @ $ 50 per share:	Total $	50,000
Paid in Capital	Total $	1,925,000

Issued and Paid up:

Common Stock: 1000 shares @ $ 50 per share	Total $	50,000
Paid in Capital	Total $	1,925,000
Redeemable Preference shares 61,300 shares @ $ 1000 each	Total $	61,300,000

(Non-Voting) (Previous year 48,100 shares for total value $ 48,100,000)

During the year company has Redeemed 400 shares for total value of $400,000.

NOTE 7 : Disvestment of Subsidiary:

During the previous year, Bayshore - Pharmaceuticals LLC, USA ("Bayshore USA") (wholly owned subsidiary) has entered into an agreement with Unichem Laboratories Limited, India (fellow subsidiary) and Unichem Pharmaceuticals (USA), Inc. (fellow subsidiary) for sale of all of rights, title and interest in the product approvals and all goodwill associated with nine (9) ANDAs tor US Dollar Two Million Six Hundred Fifty Thousand ($2,650,000) owned by Bayshore USA and sale of USA generics formulations marketing/distribution business of Bayshore USA as a going concern through slump sale/transfer of entire business (debt free) and all goodwill associated with the business through business sale agreernent for US Dollar Ten I\Millions ($10,000,000) to Unichem USA.

During the year, effective January 31, 2026, the Company has sold one of its wholly owned subsidiaries, Bayshore Pharmaceuticals LLC. The entire shareholding was sold to Centaur Pharmaceuticals USA Inc. for a consideration of USD 4,00,000/- (USD four lakhs only).

IPCA PHARMACEUTICALS INC., USA
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2026 AND 2025

NOTE 8 : Related Party Transaction:

IPCA Laboratories Ltd India

During the year IPCA Pharmaceuticals Inc USA issues debit notes to IPCA Laboratories Ltd India for the Liaising and post marketing support services of USD 2,335,010 (Previous year USD 2,075,808).

IPCA Pharmaceuticals Inc USA has an outstanding receivable from IPCA Laboratories Ltd India as at 31 March 2026 is $ 1,208,528 (Previous year $ 605,405).

During the year IPCA Pharmaceuticals Inc USA issues Preference shares of $ 13,600,000 (Previous year $ 11,000,000) to IPCA Laboratories Ltd India.

During the year IPCA Pharmaceuticals Inc USA has redeemed Preference shares of $ 400,000 (Previous year $ 7,500,000) to IPCA Laboratories Ltd India.

Bayshore Pharmaceuticals LLC, USA

IPCA Pharmaceuticals Inc USA has given loan to Bayshore Pharmaceuticals LLC, USA in amount of $7.25 million at an annual fixed interest rate of 4%. The outstanding loan balance as at 31 March 2026 NIL (Previous year $NIL). Interest income on Loan during the year is NIL (Previous year $ 210,082).

Pisgah Laboratories Inc. NC, USA

During the year IPCA Pharmaceuticals Inc USA made an Investment of $ 14,700,000 (Previous year $ 11,300,000) in Preference share capital of Pisgah Laboratories Inc.

Unichem Pharmaceuticals (USA) Inc.

During the year company has occupied limited number of desk in Unichem Pharmaceuticals (USA) Inc., office for which rent is paid $ 28,800 (Previous year $ 28,800). NIL is payable to Unichem Pharmaceuticals (USA) Inc., for rent and other expenses (Previous Year USD 30,480).

During the year company has reimbursed expenses of $ 10,534 to Unichem Pharmaceuticals (USA) Inc., (Previous year $ NIL).

For Virendra K Jain, CPA

VKJain 05-20.2026

Virendra K Jain, CPA
License No. 093066