上海中惠会计师事务所有限公司

SHANGHAI ZHONG HUI CERTIFIED PUBLIC ACCOUNTANTS CO., LTD.

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Sun Pharma (Hainan) Company Limited
Auditor's Report for 2025

HHBSNBZ (2026) No. 0694

To: The management/board of director of
Sun Pharma (Hainan) Company Limited

Opinion

We have audited the financial statements of Sun Pharma (Hainan) Company Limited (here in after referred to as the "company"), which comprise the balance sheet ended on 31st Dec, 2025, the income statement ended on 31st Dec, 2025, cash flow statement for the year ended, Statement of Changes in Equity for the year ended on 31st Dec, 2025, and related notes to financial statements.

In our opinion, the financial statements fairly present, in all material respects, the financial position of Sun Pharma (Hainan) Company Limited ended on 31st December, 2025, and the results of its operations and its cash flows for the year ended December 31,2025, in conformity with Accounting Standards for Small Business Enterprises issued by Ministry of Finance of the People's Republic of China.

Basis of Audit Opinion

We've performed the audit work in accordance with auditing standards of Chinese Certified Public Accountants. "Auditor's responsibilities on the financial statements" in the report further set forth our responsibilities in terms of audit standards. We're independent from Sun Pharma (Hainan) Company Limited in accordance with codes of professional ethics of Chinese Certified Public Accountants. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Management Responsibility for the Financial Statements

Management is responsible for preparation and the true and fair presentation of these financial statements in accordance with the Accounting Standards for Small Business Enterprises and designing, implementing and maintaining essential internal controls relevant to the preparation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances;

In the preparation of financial statement, the management is responsible to perform evaluation on the capacity of going-concern and disclosing issues relevant to going concern and the application of going concern assumption, except the management is planning for liquidation, cease of operation or no other applicable options.

The board of directors or the upper management level is responsible for the supervision of the entire financial reporting process.

Auditor’s Responsibility for the audit of financial statements

Our responsibility is to express an opinion on these financial statements based on our audit. We performed our audit under Chinese Auditing Standards. Those standards require that we comply with professional ethics when we plan and perform the audit to obtain reasonable assurance on whether the financial statements are free from material misstatements. Reasonable assurance cannot assure the discovery of all material misstatements due to the misstatement that may be resulted from fraud or errors. If the reasonably estimated misstatement may affect the economic decision made by the users of financial statements, then misstatement is usually deemed as material.

In the process of auditing in accordance with audit standards, we used professional judgment and maintained professional skepticism. We also perform the following audit work:

(1) Identification and assessment of the risks of material misstatement of the financial statements, whether due to fraud or error, designing audit procedures to overcome these risks, and obtaining appropriate and sufficient audit evidence as to the basis of the audit opinion. Due to the fraud that may involve collusion, fabrication, intentional omission, or false statement beyond internal controls, the risks of material misstatement due to fraud are higher than the risks resulted from errors.

(2) Understanding of internal controls relevant to the audit, designing appropriate audit procedures, but not to express an opinion on the effectiveness of the entity’s internal controls.

(3) Evaluating the appropriateness of accounting policies used and the reasonableness of relevant accounting estimates made by management.

(4) Concluding the appropriateness of assumption of going-concern made by management, as well as concluding whether there is substantial doubt or material uncertainty as to the Company’s ability to continue as a going concern through audit evidence obtained. If our conclusion indicates material uncertainty, audit standards require us to inform financial statement users to pay attention to the disclosure. If the material uncertainty does not disclose sufficiently in disclosure, we should not express an unqualified opinion. Future events may prevent the company from continuing operation, but we form our opinion based on the information before the report issuance day.

(5) Evaluating the overall presentation, structure, content (including disclosures) of the financial statements, as well as evaluating whether financial statements are fairly presented.

We’d communicate with the management about the scope of the audit, schedules, and significant audit findings, including material flaws of internal controls.

Appendices to this auditor's report:

1. Balance Sheet as of Dec.31, 2025 of Sun Pharma (Hainan) Company Limited
2. Income Statement for the year of 2025 of Sun Pharma (Hainan) Company Limited
3. Cash Flow Statement for the year of 2025 of Sun Pharma (Hainan) Company Limited
4. Statement of Changes in Equity for the year of 2025 of Sun Pharma (Hainan) Company Limited
5. The Adjustment Schedule of Taxable Income for the year of 2025 of Sun Pharma (Hainan) Company Limited
6. Notes to the Financial Statements for the year of 2025 of Sun Pharma (Hainan) Company Limited

Shanghai Zhong Hui Certified C.P.A.

Public Accountants Co., Ltd.

Shanghai, China Date: Mar 12th, 2026

Appendix 5

应纳税所得额调整表
The Adjustment Schedule of Taxable Income

2025 年度　　　　　　　　单位:人民币元
AD.2025　　　　　　　　Unit:RMB yuan

应调整科目及明细子目 Adjusted accounts & Subsidiary item	说　明 (Description)	调整所得额 Income adjust	
		增 加 Increase	减 少 Decrease
管理费用-交际应酬费 General and administrative Expenses-entertainment Exp.	交际应酬费 40% (40% of business admin. Exp-entertainment exp)	1,165.59	/
管理费用-交际应酬费 General and administrative Expenses-entertainment Exp.	交际应酬费超标 0.5% Excessive entertainment expenses by 0.5%	1,748.38	/
长摊待摊费用 Long-term unamortized expenses	未取得发票 Without invoice	6,419.02	/
合　计(Total)		9,332.99	/
本年度所得额应调整净增数 (Adjusted net increase of income in this period)		9,332.99	
已审利润表所列利润总额 (Income before tax listed in the income statement)		-26,320,027.73	
调整后本年度应纳税所得额 (Amount of current year taxable income after adjustment)		-26,310,801.72	
弥补以前年度亏损 (Prior periods losses carried forward)		0.00	
弥补以前年度亏损后本年度应纳税所得额 (Amount of current year taxable income after off-set of prior periods losses)		-26,310,801.72	

Note:
1. This form shall be attached to the audit report
2. Entertainment expenses, booked in the "General administrative expense - entertainment expenses" should be adjusted and added
3. If there are temporary taxable income differences adjusted on the accrual basis in the previous year, it shall be included in this table as a reverse adjustment.

1 COMPANY BACKGROUND AND PRINCIPAL ACTIVITIES

Sun Pharma (Hainan) Company Limited (hereinafter referred to as "the Company") was established on July 16, 2025, and obtained a business license for legal person (with a unified social credit code of 91460000MAEQ0YA02N), with a registered capital of 16 million US dollars. The company is registered at Room 126 and Room 116, First Floor, Haikou Pharmaceutical Valley Biopharmaceutical Innovation Complex, 288 Nanhai Avenue, Haikou National High-Tech Industrial Development Zone, Hainan Province, China, and its legal representative is Sethuraman Thillai Govindan.
The business scope includes the following licensed operations: wholesale of pharmaceuticals; import and export of pharmaceuticals; retail of pharmaceuticals; import and export of goods; import and export of technology; import and export agency; production of pharmaceuticals; entrusted production of pharmaceuticals; clinical trial services for drugs (licensed operations subject to permit requirements). General operations include: domestic trade agency; trade brokerage; domestic freight forwarding agency; international freight forwarding agency; consulting and planning services; marketing planning; technical services, technical development, technical consultation, technical exchange, technical transfer, and technical promotion; business management consulting; information technology consulting services; information consulting services (excluding licensed information consulting services); natural scientific research and experimental development; research and development of biotechnological chemical products (general operations within the business scope are conducted independently in accordance with the law and publicly disclosed through the National Enterprise Credit Information Publicity System (Hainan))

2 STATEMENT FOR COMPLYING THE ACCOUNTING STANDARDS FOR SMALL BUISNESSES

The financial statements prepared by the Accounting Standards for Small Enterprises and relevant provisions issued by the Ministry of Finance of the People's Republic of China.

3 PRINCIPAL ACCOUNTING POLICIES

(a) Accounting Period

The Company's accounting year starts on January 1st and ends on December 31st.

(b) Reporting Currency

The Company adopted RMB as the functional currency.

(c) Basis of Accounting and Pricing Principles

The Company's accounting is based on the accrual basis. When assets are acquired, they are recorded at actual cost, the provision of impairment loss shall be accrued.

(d) Accounting Method for Foreign Currency Transactions

Except for the separate treatment of paid-in capital as described below, foreign currency transactions are recorded in RMB by converting at the benchmark exchange rate published by the People's Bank of China on the first day of the month in which the transaction occurs.
Monetary assets and liabilities denominated in foreign currencies as of the balance sheet date are translated into RMB at the benchmark exchange rate published by the People's Bank of China on the balance sheet date. The resulting translation differences are recognized directly in profit or loss for the current period, except for exchange gains or losses related to specific foreign currency borrowings during the construction or acquisition of fixed assets, which are capitalized in accordance with the capitalization principle.

3 PRINCIPAL ACCOUNTING POLICIES (continued)

(d) Accounting Method for Foreign Currency Transactions (continued)

Foreign currency capital contributions are translated into RMB at the benchmark exchange rate published by the People's Bank of China on the date of actual contribution and recorded as paid-in capital.
Translation differences arising from the use of different translation rates between relevant asset accounts and the paid-in capital account are included in capital reserve.

(e) The Criteria for the Definition of Cash and Cash Equivalents

Cash presented in the cash flow statement refers to cash on hand and bank deposits available for payment at any time. Cash equivalents refer to investments held that are short-term, highly liquid, readily convertible into a known amount of cash, and subject to an insignificant risk of changes in value.

(f) Receivables

The company recognizes various claims as receivable and prepayment in the daily production and business activities. Including notes receivable, accounts receivable, dividends receivable, interest receivable, other receivables, prepaid accounts, etc.

(1) Initial and subsequent measurement of Receivables and Prepayment

At the time of acquisition, the contract price from the buyer or the actual payment shall be recognized as the initial amount.
At the time of collection or transfer, the difference between the acquired price and the carrying value of the receivables would be recognized as the current profit or loss

(2) The standard and accounting method for the recognition of receivable and prepayment loss

If the Company's receivables and prepayments meet one of the following conditions, the amount of receivables and prepayments less the recoverable amount shall be regarded as bad debt losses:
(1) Where the debtor is declared bankrupt, closed, dissolved or revoked according to law, or its business license is cancelled or revoked according to law, and its liquidated assets are insufficient for repayment.
(2) The debtor is dead, or is declared missing or dead according to law, and his property or estate is not sufficient for repayment.
(3) The debtor is overdue for more than three years, and there is solid evidence that it is unable to repay the debt.
(4) After reaching a debt restructuring agreement with the debtor or approving a bankruptcy reorganization plan by the court, the claim for repayment is unfeasible.
(5) Due to force majeure such as natural disaster or war, the receivable or prepayment will not be recovered.
(6) Other requirements stipulated by the competent financial and tax authorities under the State Council.
The bad debt loss of receivables and prepayments shall be recorded into non-operating expenses when actually incurred, and the book balance of receivables and prepayments shall be written off at the same time。

(g) Fixed assets and depreciation

Fixed assets refer to houses, buildings and other major production and operation equipment directly related to production and operation with a service life of more than one year, as well as items not belonging to the main production and operation equipment with a unit value of more than 2,000 yuan and a service life of more than two years.

Fixed assets are valued at actual cost when acquired or newly constructed.

3 PRINCIPAL ACCOUNTING POLICIES (continued)

Depreciation of fixed assets is calculated using the straight-line method over the estimated useful lives, based on the original value of fixed assets less estimated net residual value. The estimated useful lives, estimated residual value rates and depreciation rates of fixed assets are presented below:

	Estimated depreciable years	Estimated salvage value rate
Electronic Equipment	3 years	0%
Office Furniture	5 years	0%

(h) Revenue recognition

Provision of consulting services

Except for long-term consulting services that start and are completed across accounting years, operating revenue is recognized upon completion when it is clear that relevant cash will flow into the enterprise, and invoices are issued accordingly.

(i) Accounting for enterprise income tax

The Company adopts the tax payable method for the accounting treatment of enterprise income tax.

4 Changes in Significant Accounting Policies and Accounting Estimates

The Company has no significant changes in accounting estimates or corrections of accounting errors during the current period.

5 TAXATION

(a) Enterprise income tax

The Company is a non-productive foreign-invested enterprise established in Haikou, Hainan. The maximum tax rate is 15%, and is classified as a small and low-profit enterprise. The current enterprise income tax rate is 5% on taxable income up to RMB 3 million.

The taxable income is the balance after deducting the deductible costs, expenses and losses before tax from the total income.

6 CASH AND CASH EQUIVALENTS

	2025-12-31
Cash	0.00
Bank Deposits	7,980,716.38
Total	7,980,716.38

7 ACCOUNTS PREPAID

	2025-12-31
Within 1 year	8,490.47
Total	8,490.47

8 OTHERS RECEIVABLE

	2025-12-31		
Aging of accounts	Amount	Ratio	Bad debts allowance
Over 1 year	40,693.00	100.00%	
Total	40,693.00	100.00%	

For rent deposit

9 Other current assets

	2025-12-31
Other current assets-input tax to be deducted	1,455,897.71
Total	1,455,897.71

10 FIXED ASSETS

	Electronic Equipment	Total
Original acquisition cost		
2024-12-13		
Increase	88,561.95	88,561.95
Decrease		
2025-12-31	88,561.95	88,561.95
Accumulated depreciation		
2024-12-13		
Increase	6,487.50	6,487.50
Decrease		
2025-12-31	6,487.50	6,487.50
Book value		
2024-12-13	0.00	0.00
2025-12-31	82,074.45	82,074.45

11 TAXES PAYABLE

	December 31, 2025
VAT payable	
Enterprise income tax payable	
Urban construction tax payable	
Education surcharge payable	
Local education surcharge payable	
Personal income tax payable	43,201.00
Stamp duty	60,471.09
Total	103,672.09

12 Others payable

	2025-12-31 Amount	Ratio
Within 1 year	123,230.73	100.00%
Over 1 year	0.00	0.00%
Total	123,230.73	100.00%

Include:
Travel expenses: 70,344.71 yuan

13 PAID-IN CAPITAL

Shareholders	Amount	Ratio
Sun Pharma(Netherlands) B.V.	35,418,400.00 （USD5,000,000.00）	100.00%
Total	35,418,400.00	100.00%

According to the FDI accounting voucher, the investor has recorded $5 million in investments for the fiscal year 2025.

14 UNDISTRBITED PROFIT

	2025s
Beginning bal. of undistributed profit	
Correction of prior year errors	
Add：net income/(net loss)	-26,320,134.71
Profit available for distribution at year-end	-26,320,134.71
Less：profit distribution	
Accrual of employee bonus and welfare fund	
Accrual of legal surplus reserve (10%)	
Accrual of discretionary surplus reserve	
Profit available for distribution to investors	-26,320,134.71
Less：dividends payable	
Closing bal. of undistributed profit	-26,320,134.71

15 TAXES AND SURCHARGES

	2025s
Urban construction tax	0.00
Educational surcharge	0.00
Local educational surcharge	0.00
Stamp duty	60,471.09
Total	60,471.09

16 ADMINISTRATIVE EXPENSE 25,962,495.52 RMB

Technology service fees	23,387,400.00
Management salaries	1,190,187.05
Consulting service fee	550,541.29
Bonus	422,468.81
Travel expense	190,424.69
Social insurance	137,811.36
Housing provident fund	43,468.00

17 FINANCE EXPENSE

	2025s
Bank charges	514.69
Foreign exchange loss（gain）	296,754.99
Interest income	-101.58
Total	297,168.10

18 Commitment

Commitment to operating lease

Based on the irrevocable operating lease agreement already signed, the minimum future rental payments are summarized as follows:

	Room 116 and 126,1st Floor, Haikou Medicine Valley Biomedical Innovation Complex
From December 31,2025 to September 14,2027	Free rent
15 September 2027 to 31 December 2027	59,524.30
Annual rent from January 2028 to December 31,2034	202,158.00
January 2035 to September 14,2035	142,633.70

19 CONTINGENCY

As of the balance sheet date, the Company has no material contingencies that require disclosure.

20 Approval of the Financial Statements

The financial statements have been approved by the management of the Company.