

# MANAGEMENT REPORT

Q3 2016



**SOPHARMA AD**

## General information about Sopharma AD

Sopharma AD is a company registered in Bulgaria under the Provisions of the Commercial Act, with its registered office in Sofia, 16Iliensko shose str.

Sopharma AD was established in 1933. The court registration of the Company is from 15.11.1991, decision №1 / 1991 of Sofia City Court. Sopharma AD is a public company under the Public Offering of Securities Act.

The Company conducts the production and marketing of medicinal substances and dosage forms; research, engineering and implementation activities in the field of phytochemistry, chemistry and pharmacy. Sopharma AD provides services related to production, as well as to ancillary and service activities.

The Company has marketing authorizations under the Law on Medicines and Pharmacies in Human Medicine for all products of its manufacturing nomenclature.

### Shareholder structure as at 30 September 2016



### Management Board

Sopharma AD has a one tier management system with a Board of Directors of five members as follows: Ognian Donev, PhD - Chairman and members Vessela Stoeva, Ognian Palaveev, Alexander Chaushev, Andrey Breshkov. The Company is represented and managed by the Executive Director Ognian Donev, PhD.

### Industrial activity

Sopharma AD has ten manufacturing facilities, which are compliant with EU regulations and are located in Bulgaria. The Company is the largest Bulgarian producer of ampoules and suppositories.

The Company carries out and develops production in the following areas:

- ✚ Substances and preparations based on vegetable raw materials (phytochemical production);
- ✚ Finished dosage forms including
  - ✓ Solid tablets, coated tablets, capsules;
  - ✓ Galenical - suppositories, drops, syrups, unguents;
  - ✓ Parenteral - injectables, powders for injections lyophilic

The Company has more than 210 products in its portfolio: mainly generics and 15 original products, 12 products are phyto-based. The original products of the Company (and in particular Carsil and Tempalgin) are key contributors to its revenues from export markets, while for the domestic sales the most important products are generics, among which the leading medicine is Analgin.

The product portfolio of Sopharma AD is focused on the following therapeutic areas: cardiology, gastroenterology, pain management, cough and cold, immunology and dermatology, respiratory and asthma, neurology and psychiatry, urology and gynecology.

The most important pharmaceutical products in terms of their contribution to revenues are:

- + Carsil - original product plant-based, used to treat gastroenterological disorders (liver disease);
- + Tempalgin - original analgesic (painkiller);
- + Tabex – original plant-based drug used for smoking secession
- + Tribestan – original plant-based product, used for stimulation of the reproductive system
- + Broncholytin - original plant-based product used to suppress cough;
- + Analgin - generic analgesic (painkiller);
- + Nivalin – original phyto-based product, used in the treatment of the peripheral nervous system;
- + Methylprednisolone - generic drugs for cases of severe allergies and certain life-threatening conditions;

### Intellectual property

Although oriented towards generic pharmaceuticals, Sopharma AD is known for many years with its traditional production of several unique products based on plant extracts obtained by in-house-developed extraction technologies. In addition to trademark these products are protected with patent or corporate know-how.

For the distinguishing of the manufactured generic products Sopharma AD relies on brand names, all of which are registered trademarks of the Company.

In all the years of its existence, Sopharma AD generates and protects its intellectual property. As a result, the Company owns a large number of intellectual property assets, the majority being registered rights (trademarks, patents, designs) and few of which are unregistered items - mainly technologies.

These assets are the result of the policy of the Company towards product and technological improvement, and innovation in particular.

### Research and development

Sopharma AD focuses its R&D mainly on generics. The R&D projects are focused on finding and developing new formulas and compositions or physical properties (such as formulation or tablets) of the products in order to adapt them to current market needs. Strategic goal of Sopharma AD in the future is to achieve a stable result in developing eight to ten new products annually.

## Sopharma AD

The Company mainly submits applications for marketing authorizations of new products, including new forms of products in Bulgaria and / or export markets and for existing products in new markets.

### Employees

As at 30 September 2016 the average number of employees of Sopharma AD is 1 881 (2015: 1 889). The table below shows the detailed information on the staff of the Company.

	30.09.2016	share %
Number of employees 30.09.2016	1871	100%
Higher education	809	43%
Special education	44	2%
High school education	984	53%
Primary school education	34	2%
Up to 30 years of age	192	10%
Between 31 - 40 years of age	394	21%
Between 41 - 50 years of age	622	33%
Between 51 - 60 years of age	544	29%
Over 60 years of age	119	7%
Women	1169	62%
Men	702	38%

Training programs offered to employees of the Company, aim at increasing their competence levels. The training policy is specifically aimed at providing high professional knowledge and improving awareness related to health and safety issues.

Employees are entitled to higher remuneration, required by applicable law for overtime, night shifts and working weekends and during holidays. Employees who work in specific, harmful or dangerous conditions receive personal protective equipment and allowances.

### ***Significant events in the nine months of 2016***

At the start of the financial year Sopharma's Commercial Director has left the management of the Company. The Executive Director of the company will temporarily be responsible for the export markets.

On 15 January 2016 Sopharma AD made a tender offering to acquire all shares of the remaining shareholders in Medica AD until 12 February 2016. The period of the offering started on 18 January, after the offering was published in two daily newspapers. The Company currently owns 6 717 544 shares, representing 66.72% of the capital and voting rights in the General Meeting of Shareholders of Medica AD. Sopharma AD offers a price of 3.50 BGN per share to the shareholders of Medica AD, which is the highest price, paid by the offeror, their related parties or by parties under art. 149, par. 2 of POSA in the last six months. The investment firm that serves the tender offer is ELANA Trading. Shareholders of

## Sopharma AD

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Medica AD may submit a written statement of acceptance of the tender offer to any investment intermediary until 15 February. The offeror shall pay the price of the shares within 7 working days after the date of acceptance of the tender offer.

On 21 January 2016 Sopharma AD submitted to the Financial Supervision Commission an agreement for termination by mutual agreement of the contract for transformation through merger between Sopharma AD and Momina Krepost AD. The decision to end the procedure was taken in the interest of both companies in order to safeguard their good market positions.

On 19 February 2016, on the basis of art. 100t, par. 3 of POSA and in relation to the expiration of the deadline for acceptance of a tender offer, made by Sopharma AD to the shareholders of Medika AD, and on the basis of art. 157 of POSA in relation to art. 37, par. 1 of Ordinance 13, Sopharma AD announced the results of the conducted tender offer:

Company, subject to the offer: Medica AD, with management address in Sofia 1504, Oborishte district, 82 Knyaz Alexander Dondukov Blvd;

Tender offeror: Sopharma AD, with address: Sofia, Nadezhda district, 16 Iliensko shose Str..

Authorized investment intermediary: Elana Trading AD, with management address: Sofia, Sredetz district, 4 Kuzman Shapkarov Str. and FSC-issued licence for investment intermediary operation based on Decision № 171-IP/08.03.2006.

Offered price per share: 3.50 BGN (three leva and fifty stotinki). Number of shareholders, who accepted the tender offer: 68 shareholders with a total amount of shares: 3 099 701 representing 30.79% of the capital of Medika AD. As a result of the conducted tender offer and after completion of the transactions with the shareholders who have accepted it, Sopharma AD will hold directly 97.50% of the shares with voting rights of Medika AD. Sopharma AD has the right within three months from the closing date of the tender offer, after receiving an approval by the FSC to make an offer to buy the shares of the remaining shareholders of Medika AD on the basis of art. 157a of POSA. Furthermore, according to art 157b of POSA every shareholder has the right to make a request to Sopharma to sell their shares with voting rights until 16 May 2016. The request must be submitted in writing and must contain information about the shareholder and their shares. The request must be submitted to the authorized investment intermediary Elana Trading AD. The price for one share of Medika AD under the offer under art. 157a and upon executing of the rights of the shareholders under art. 157b in accordance with the regulations of art. 157a, par. 3 is equal to the share price of the conducted tender offer of 3.50 BGN per share. The results of the tender offer have been published by the tender offeror in the daily newspapers Capital Daily and Sega on 18 February 2016.

On 21 April 2016 the Board of Directors of Sopharma decided to convene a General Meeting of Shareholders to be held on 17 June 2016 at 11:00 AM in Sofia, 5 Lachezar Stanchev Str., Sopharma Business Towers, Tower B, floor 3.

Sopharma AD notifies that the Board of Directors of Sopharma AD authorized the executive director of the company to enter into a contract for the sale of the shareholding of Sopharma AD in the capital of Ivanchich and Sons, Serbia. The transaction was concluded on

May 9<sup>th</sup>, 2016 in Belgrade, Serbia. The parameters of the transaction are subject to confidentiality clauses in the interest of the all parties. Sopharma AD will continue its activities on the Serbian market through its daughter company Sopharma Trading AD.

On 16 May 2016 expired the three-month period under art. 157b of the POSA after the completion of the tender offer, in which each shareholder who did not participate in the tender offer may request from Sopharma AD to buy their shares with voting rights. The price per share of Medica AD in the proposal under art. 157a and upon the execution of the shareholder rights under art. 157b under the provisions of art. 157a par. 3 was equal to the price in the conducted tender offer of 3.50 BGN per share.

As a result of the conducted tender offer and after the completion of the transactions with shareholders in the period under art. 157b, Sopharma AD has bought a total of 3,135,006 shares and directly owns 97.94% of the shares with voting rights of Medica AD.

Sopharma AD (the “Company”) notifies that on the regular General Meeting of Shareholders of Sopharma AD, conducted on 17 June 2016 in Sofia, 5 Lachezar Stanchev Str., were taken the following decisions:

AGM approved the Annual report of the Board of Directors of the Company for 2015.

AGM approved the Annual report of the Investor Relations Director for 2015;

AGM approved the Audit report on the audit of the annual financial statements of the Company for 2015;

AGM approved the audited annual financial statements of the Company for 2015;

AGM approved the audited annual consolidated financial statements of the Company for 2015;

AGM approved the report of the Audit Committee for 2015;

AGM approved the proposal by the Board of Directors for the distribution of the profit generated in 2015 and the undistributed profit from past periods as follows: the total amount of the profit, subject to distribution, is 25 846 056.41 BGN /twenty-five million, eight hundred and forty-six thousand, fifty-six leva and forty-one stotinki/, of which the profit for 2015 amounts to 25 353 856.99 BGN /twenty-five million, three hundred and fifty-three thousand, eight hundred and fifty-six leva and ninety-nine stotinki/ and undistributed profit from past periods amounts to 492 199.42 BGN /four hundred and ninety-two thousand, one hundred and ninety-nine leva and forty-two stotinki/. After the allocation of 10% to the statutory reserve, a dividend shall be distributed to shareholders at the amount of 0.07 BGN /seven stotinki/ per share with dividend right. The remaining sum after the allocation of the divided shall be allocated to the additional reserves of the Company.

AGM discharged from liability the members of the Board of Directors for their activities in 2015;

AGM elected a registered auditor to audit and certify the annual financial statements of the Company for 2016 according to the proposal of the Audit Committee, included in the agenda materials.

AGM approved the Report of the Board of Directors about the application of the Remuneration policy for the members of the Board of Directors of the Company in 2015.

On the basis of art. 24, par. 3, letter A of the Company’s Articles of Association AGM decided: the regular monthly remuneration of the members of the Board of Directors, as

well as the regular monthly remuneration of the Executive Director in 2016 shall remain the same.

Pursuant to art. 24, par. 3, letter B of the Articles of Association an additional fee of 1% /one percent/ of the net profit for 2015 according to the approved annual financial statements, shall be paid to the Executive Director of the Company;

AGM approved the decision for the distribution of 2% /two percent/ of the net profit for 2015 among the members of the senior management of the Company in compliance with the requirements of art. 26a, item 12 of the Articles of Association of the Company.

AGM approved the continuation of the mandate of the Board of Directors in its current composition for a new five-year term from the date of expiration of the current mandate until 29 June 2021.

AGM approved the changes in the Articles of Association of the Company according to the proposal of the Board of Directors.

AGM approved the Substantiated report, prepared by the Board of Directors, for transactions under art. 114, par. 1 of POSA.

AGM authorized the Board of Directors of the Company to conclude a contract for manufacturing according to the terms and conditions, listed in Chapter 1 of the Substantiated report.

AGM authorized the Board of Directors of the Company to conclude a contract for provisioning of collateral in the form of a corporate guarantee according to the terms and conditions, listed in Chapter 2 of the Substantiated report.

AGM authorized the Board of Directors of the Company to conclude a contract for provisioning of collateral in the form of a corporate guarantee according to the terms and conditions, listed in Chapter 3 of the Substantiated report.

AGM authorized the Board of Directors of the Company to conclude a contract for manufacturing according to the terms and conditions, listed in Chapter 4 of the Substantiated report.

On 27 July 2016 Sopharma AD informed that the Company will commence the paying of dividends for 2015 on 3 August 2016 in accordance with a List of Entitled Persons as at 1 July 2016, prepared by the Central Depository. Pursuant to the Regulations of the Central Depository AD the dividend will be paid out as follows: to shareholders with client accounts at an investment intermediary – through the investment intermediary, to shareholders without accounts at an investment intermediary – through the branches of Eurobank EFG - Bulgaria AD /Postbank/ in the country. The gross dividend, voted on the AGM, amounts to 0.07 BGN (seven stotinki) per share. The net amount of the dividend (only for physical persons) is 0.0665 BGN per share.


On 12 September 2016 Sopharma AD (the “Company”) announces that on 12 September 2016 the Company received a notification for the acquisition of 81 401 shares, representing 0.06 % of its capital, by ZUPF Allianz Bulgaria. After the transaction the share of ZUPF Allianz Bulgaria in the capital of Sopharma AD reached 5.05%.

On 5 October 2016 Sopharma AD notified that the Board of directors of Sopharma AD discussed a proposal filed by Homogen AD on 4 October 2016 for the sale of shares from the capital of Veta Farma AD. The Board of directors of Sopharma AD authorizes the Executive director to negotiate with representatives of the seller.


On 7 October 2016 Sopharma AD informed that as a result of its intention to express interest in acquiring a commercial company operating on the territory of the Republic of Moldova, as a first step Sopharma AD filed a request for approval of concentration with the competent authorities in the Republic of Moldova.

On 7 October 2016 Sopharma AD held its annual meeting with investors on which the company presented its new website [www.sopharmagroup.eu](http://www.sopharmagroup.eu).


### New developments and products

 New products with marketing authorizations in the period January – September 2016:

The Company received authorizations for use in 6 destinations for the new product Desloratidin film tablets and implemented Videral drops, Deavit Neo drops and Tuspan syrup.

 Expected in 2016

Three to five new products are expected to be introduced by the end of 2016.









 Developments

More than 15 production processes and technologies are in the process of transfer, validation and optimization. Pharmaceutical development is carried out of over 15 new products for the Company.

**Key financial indicators**[Error! Not a valid link.](#)[Error! Not a valid link.](#)

### Review of risk factors

**Risks relating to the Company's business and the industry the Company operates in**

-  The Company faces significant competition.
-  Reputation of the Company may be adversely affected by untrue or misleading information available on websites containing the name "Sopharma", including [www.sopharma.com](http://www.sopharma.com), which have not been authorized by the Company.
-  The Company is dependent on regulatory approvals.
-  Government regulations affecting the Company's business may change, thus possibly increasing compliance costs or otherwise affecting its operations.
-  Part of the Company's revenues, in particular in Bulgaria, depend on the inclusion of the Company's medicines on reimbursement lists.
-  The Company's production facilities and processes are subject to strict requirements and regulatory approvals that may delay or disrupt the Company's operations.
-  The Company's ability to pay dividends depends on a number of factors and there can be no assurance that the Company will be able to pay dividends in accordance with its dividend policy or at all in any given year.
-  The Company is subject to operational risk which is inherent to its business activities.



- ✚ The Company is subject to numerous environmental and health and safety laws and regulations and is exposed to potential environmental liabilities.
- ✚ Litigation or other out-of-court proceedings or actions may adversely affect the Company's business, financial condition and results of operations.

### Risks relating to Bulgaria and other markets in which the Group operates

- ✚ The macroeconomic environment, particularly in Bulgaria, Russia and Ukraine, has a significant effect on the Group's operations and position.
- ✚ The political environment in Bulgaria has a significant effect on the Group's operations and financial condition.
- ✚ The political environment in the Group's export markets, especially in Russia and Ukraine, has a significant effect on the Group's operations and financial condition.
- ✚ Risks related to the Bulgarian legal system.
- ✚ Developing legal frameworks in some countries in which the Group sells its products, in particular Russia and Ukraine, may negatively impact the Group's operations in such countries.
- ✚ Risks relating to exchange rates and the Bulgarian Currency Board.
- ✚ Interpretations of tax regulations may be unclear and tax laws and regulations applicable to the Group may change.

### Currency risk

The Company performs its activities with an active exchange with foreign suppliers and clients. Therefore, it is exposed to currency risk mainly in respect of USD. The Company supplies part of its raw and other materials in USD. The currency risk is related with the adverse floating of the exchange rate of USD against BGN in future business transactions as to the recognized assets and liabilities denominated in foreign currency and as to the net investments in foreign companies. The remaining part of Company operations are usually denominated in BGN and/or EUR. The Company sells some of its finished products in Russia in euro and thus eliminates the currency risk associated with the depreciation of the Russian ruble in the recent months. The accounts with subsidiaries in Ukraine are also denominated in euro. However, in connection with the instability in the country and the continued depreciation of the Ukrainian hryvnia, in order to minimize currency risk, the company conducts through its subsidiaries a currency policy, which includes the implementation of advance payments and shortening of the periods of delayed payments and immediate exchange of revenues in local currency in euros, as well as raising of the price mark-ups on products in order to compensate for possible future devaluation of the hryvnia. To control foreign currency risk, the Company has introduced a system for planning import supplies, sales in foreign currency as well as procedures for daily monitoring of US dollar exchange rate movements and control on pending payments.

### Credit risk

Credit risk is the risk that any of the Company's clients will fail to discharge in full and within the normally envisaged terms the amounts due under commercial receivables. The latter are presented in the statement of financial position at net value after deducting the impairment related to doubtful and bad debts. Such impairment is made where and when events have existed identifying loss due to uncollectability as per previous experience.

In the years of its trade experience, the Company has implemented different schemes of distribution to reach its efficient approach of today, in conformity with the market conditions, using various ways of payment as well as relevant trade discounts. The Company works on its main markets with counterparts with history of their relations on main markets, which include over 70 licensed Bulgarian and foreign traders of pharmaceuticals.

The cooperation with the National Health Insurance Fund and the state hospitals also require the implementation of deferred payments policy. In this sense, regardless of credit risk concentration, it is controlled through the choice of trade counterparts, current monitoring of their liquidity and financial stability as well as direct communication with them and search of prompt measures on first indications for existing problems.

### Liquidity risk

Liquidity risk is the adverse situation when the Company encounters difficulty in meeting unconditionally its obligations within their maturity.

The Company generates and maintains a sufficient volume of liquid funds. An internal source of liquid funds for the Company is its main economic activity generating sufficient operational flows. Banks and other permanent counterparts represent external sources of funding. To isolate any possible liquidity risk, the Company implements a system of alternative mechanisms of acts and prognoses, the final aim being to maintain good liquidity and, respectively, ability to finance its economic activities. This is complemented by the monitoring of due dates and maturity of assets and liabilities as well as control of cash outflows.

### Risk of interest-bearing cash flows

Interest-bearing assets are presented in the structure of Company's assets by cash and loans granted, which are with fixed interest rate. On the other hand, Company's borrowings in the form of long-term and short-term loans are usually with a floating interest rate. This circumstance makes the cash flows of the Company partially dependent on interest risk. This risk is covered in two ways:

- a) optimization of the sources of credit resources for achieving relatively lower price of attracted funds;
- b) the combined structure of interest rates on loans, which consists of two components – a permanent one and a variable one, the correlation between them, as well as their absolute value, can be achieved and maintained in a proportion favorable for the Company. The permanent component has a relatively low absolute value and sufficiently high relative share in the total interest rate. This circumstance eliminates the probability of a significant change in interest rate levels in case of variable component updating. Thus the probability for an unfavorable change of cash flows is reduced to a minimum.

The Company's management currently monitors and analyses its exposure to changes in interest rates. Various scenarios are simulated taking into consideration refinancing, renewal of existing positions, and alternative financing. Based on these scenarios, the impact of a defined interest rate shift, expressed in points or percentage, on the financial result and equity is calculated. For each simulation, the same assumption for interest rate shift is used for all major currencies. The calculations are made for major interest-bearing positions.

### Information about the main characteristics of the internal control system applied by the Company in the process of financial statements preparation

According to the Bulgarian legislation, the management is required to prepare a report on the activities as well as financial statements for each financial year, which should give a true and fair view of the Company's financial position and performance as at end of the period, and for the cash flows in accordance with the applicable accounting framework. The responsibility of the Management also includes the application of internal control system for preventing, revealing and elimination of errors and misstatement resultant from the operation of the accounting system. In this respect, the Management observes the following main principles in its activities:

- ✚ adherence to a specific management and accounting policy disclosed in the financial statements;
- ✚ execution of all operations in accordance with the legal and regulatory provisions;
- ✚ reflection of all events and operations in a timely manner, at their accurate amount in the appropriate accounts and for the corresponding reporting period so as to allow the preparation of financial statements in line with the relevant accounting framework;
- ✚ adherence to the principle of prudence in the valuation of assets, liabilities, income and expenses;
- ✚ identification and elimination of fraud and errors;
- ✚ completeness and accuracy of accounting information;
- ✚ preparation of reliable financial information; compliance with international financial reporting standards and adherence to the going concern principle.

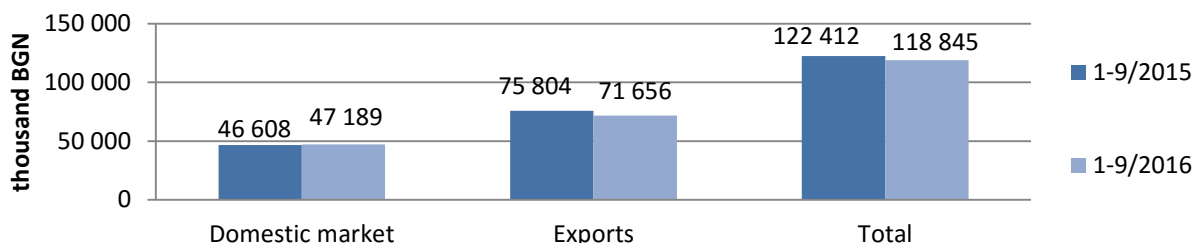
No changes occurred in the main principles of governance of Sopharma AD and its economic group during the reporting period.

## Оперативни резултати през деветмесечие 2016 година

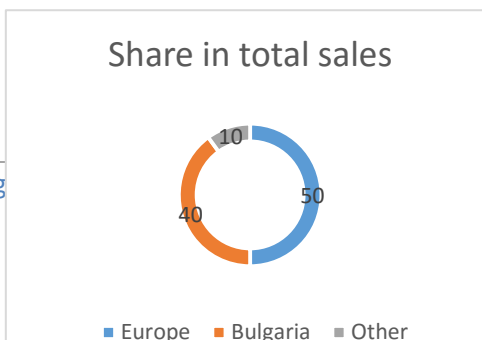
### Приходи от дейността

Приходите от продажба на продукцията през деветте месеца на 2016 г. намаляват с 3,6 млн. лв. или с 3% до 118,8 млн. лв., спрямо 122,4 млн. лв. през деветте месеца на 2015 г.

### Sales revenues



Revenues by market	1-9/2016	1-9/2015	changes
	BGN '000	BGN '000	
Domestic market	47 189	46 608	1.03
Exports	71 656	75 804	0.94
Total	118 845	122 412	0.97



## Sopharma AD

Europe	59 009	60 547	-3%
Bulgaria	47 189	46 608	1%
Other	12 647	15 257	-17%
<b>Total</b>	<b>118 845</b>	<b>122 412</b>	<b>-3%</b>

### Europe

Revenues from sales to European countries decrease by 3% compared to the same period of 2015 mainly due to the decrease of sales in Russia, Poland, Belarus and Serbia as a result of the relative stabilization of the political and economic situation. There is an increase in sales in Ukraine, Romania, Lithuania, Croatia and Bosnia and Herzegovina.

### Bulgaria

The sales of Sopharma AD on the domestic market increased by BGN 0.6 million, or 1% and reached BGN 47.2 million in the third quarter of 2016 compared to BGN 46.6 million in the third quarter of 2015. The products with largest share of sales in the country are Analgin, Methylprednisolone, Vicetin, Vitamin C, and Nivalin. Sopharma AD has a 4% share of the total Bulgarian pharmaceutical market in value and 13% of sales in volume. The positions of the main competitors of the Company in the country are as follows: Novartis – 7% (4% in units), Roche – 6% (0,3% in units), Actavis – 5% (11% in units), GlaxoSmithKline – 4% (2% in units), Sanofi-Aventis – 4% (3% in units), Astra Zeneca – 3% (1% in units), Bayer – 3% (2% in units).

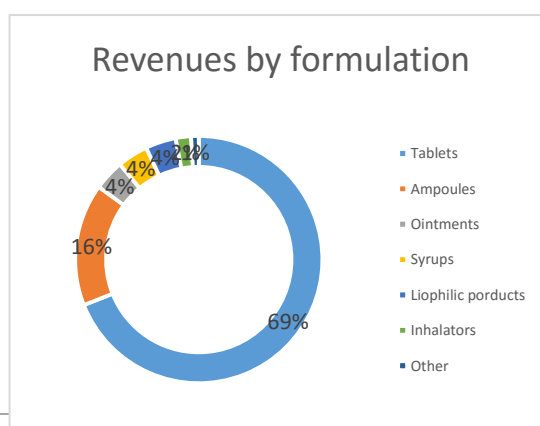
### Other markets

Revenues from other markets decreased by BGN 2.6 million compared to the third quarter of 2015. These mainly include revenues from sales in the Caucasus and Central Asia. Sales revenue in Azerbaijan, Kirgizstan, Turkmenistan, Uzbekistan, Vietnam, USA.

## Sales by type of formulation

The highest share in the volume of sales are tablet forms, followed by ampoules, unguents, syrups, lyophilic products, and others.

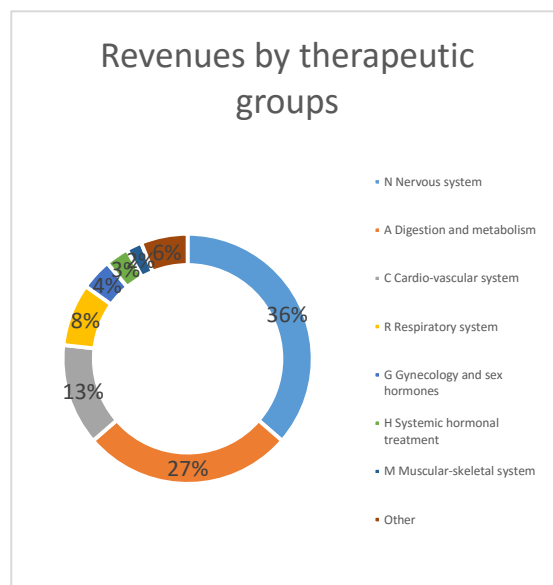
Revenues by type of formulation	1-9/2016	1-9/2015	change
	BGN '000	BGN '000	
Tablets	81 974	80 391	2%
Ampoules	19 497	22 879	-15%
Unguents	5 015	5 490	-9%
Syrups	4 878	5 546	-12%
Lyophilic products	4 168	4 170	0%
Inhalation products	2 036	2 486	-18%
Others	1 277	1 450	-12%



<b>Total</b>	<b>118 845</b>	<b>122 412</b>	<b>-3%</b>
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## Sales by therapeutic group

Revenues by therapeutic group	1-9/2016	1-9/2015	change %
	BGN '000	BGN '000	
N Nervous system	43 242	44 929	-4%
A Digestion and metabolism	31 612	31 039	2%
C Cardio-vascular system	15 555	17 388	-11%
R Respiratory system	9 720	10 775	-10%
G Gynecology and sex hormones	4 247	3 690	15%
H Systemic hormonal treatment	4 052	4 155	-2%
M Muscular-skeletal system	2 537	2 696	-6%
Other	7 880	7 741	2%
<b>Total</b>	<b>118 845</b>	<b>122 412</b>	<b>-3%</b>



## Other operating revenues

Other operating revenues	1-9/2016	1-9/2015	change %	Share 2016 %
	BGN '000	BGN '000		
Income from services rendered	2 593	2 492	4%	87%
Income from financing under European programs	378	224	69%	13%
Income from sale of products	167	229	-27%	6%
Income from sale of materials	60	96	-38%	2%
Gain from sale of long-term assets	(131)	(115)	14%	-4%
Net loss from exchange rate differences	(206)	(776)	-73%	-7%
Other	124	408	-70%	4%
<b>Total</b>	<b>2 985</b>	<b>2 558</b>	<b>17%</b>	<b>100%</b>

Other operating income increased by BGN 0.4 million or 17% from BGN 2.6 million in the third quarter of 2015 to BGN 3 million in the second quarter of 2016. The main contributors are the

decrease in the net loss from exchange rate differences on commercial receivables, commercial liabilities, and current accounts, which increased by BGN 0.6 million.

## Operating expenses

Operating expenses	1-9/2016	1-9/2015	change	Share 2016
	BGN '000	BGN '000	%	%
Changes in the finished goods and work-in-progress inventory	2 493	(7 499)	133%	2%
Materials	38 273	44 174	-13%	38%
External services	22 973	31 324	-27%	23%
Personnel	26 049	27 534	-5%	26%
Amortization	10 453	11 123	-6%	10%
Other operating expenses	1 697	1 569	-8%	2%
<b>Total</b>	<b>101 938</b>	<b>108 225</b>	<b>-6%</b>	<b>100%</b>

The operating expenses decreased by BGN 6.3 million or 6% from BGN 108.2 million in the third quarter of 2015 to BGN 101.9 million in the third quarter of 2016, which is due to a decrease in hired services expenses, amortization, personnel.

Materials expenses	1-9/2016	1-9/2015	change	Share 2016
	BGN '000	BGN '000	%	%
Main materials	28 368	33 482	-15%	74%
Electricity	3 139	2 999	5%	8%
Heat	1 697	2 557	-34%	4%
Laboratory items	1 691	1 104	53%	4%
Auxiliary items	920	927	-1%	2%
Spare parts	567	737	-23%	1%
Technical materials	561	906	-38%	1%
Working clothes and special protection	430	476	-10%	1%
Fuels and lubricants	414	546	-24%	1%
Water	391	388	1%	1%
Rejects of materials	95	52	83%	0%
<b>Total</b>	<b>38 273</b>	<b>44 174</b>	<b>-13%</b>	<b>100%</b>

Cost of materials (38% share) decreased by BGN 5.9 million or 13% from BGN 44.2 million in the third quarter of 2015 to BGN 38.3 million in the third quarter of 2016. The largest effect has the decrease of main materials by BGN 5.1 million in the segments of packaging materials, active ingredients, liquid and solid chemicals and vials. The cost of herbs, aluminum and PVC foil increase.

	1-9/2016	1-9/2015	change	share 2016
	BGN '000	BGN '000	%	%
<b>Hired services expenses</b>				
Manufacturing of medicines	5 212	7 339	-29%	23%
Logistics services on export and domestic market	2 058	1 785	15%	9%
Transportation	2 040	1 859	10%	9%
Advertising	1 924	5 926	-68%	8%
Maintenance of buildings and equipment	1 478	2 191	-33%	6%
Rents	1 424	1 742	-18%	6%
Consulting services	1 336	2 583	-48%	6%
Local taxes and fees	879	884	-1%	4%
State and regulatory taxes and local taxes	785	517	52%	3%
Security	778	708	10%	3%
Registration services and clinical trials	662	1 339	-51%	3%
Subscriptions	567	524	8%	2%
Medical services	565	601	-6%	2%
Civil contracts	511	527	-3%	2%
Insurance	497	464	7%	2%
Communication	292	325	-10%	1%
Other	1 965	2 010	-2%	9%
<b>Total</b>	<b>22 973</b>	<b>31 324</b>	<b>-27%</b>	<b>100%</b>

*Hired services* have a 22% share of operating expenses and decreased by BGN 8.3 million or 27%, to BGN 23 million in the third quarter of 2016 compared to BGN 31.3 million in the second quarter of 2015. The most significant impact have the decrease in costs for advertising by BGN 4 million, as well as manufacturing of medicines by BGN 2.1 million and consulting services by BGN 1.2 million.

	1-9/2016	1-9/2015	change	share 2016
	BGN '000	BGN '000	%	%
<b>Personnel expenses</b>				
Salaries	19 263	20 562	-6%	74%
Social insurance	3 539	3 768	-6%	14%
Social benefits and payments	1 380	1 450	-5%	5%
Tantiems	768	792	-3%	3%
Other	1 099	962	14%	4%
<b>Total</b>	<b>26 049</b>	<b>27 534</b>	<b>-5%</b>	<b>100%</b>

*Personnel costs* (with a share of 25% of operating expenses) decreased by BGN 1.5 million, or 5% from BGN 27.5 million in the third quarter of 2015 to BGN 26 million in the third quarter of 2016. Current salaries decreased by BGN 1.3 million and social insurance payments – by BGN 0.2 million.

	1-9/2016	1-9/2015	change	share 2016
	BGN '000	BGN '000	%	%
<b>Other expenses</b>				

## Sopharma AD

Entertainment expenses	1 189	1 380	-14%	70%
Donations	176	295	-40%	10%
Business trips	325	409	-21%	19%
Training	154	162	-5%	9%
Accrued (recovered) impairment of receivables, net	(334)	(1 219)	73%	-20%
Other (see FS notes)	187	542	-65%	11%
<b>Total</b>	<b>1 697</b>	<b>1 569</b>	<b>8%</b>	<b>100%</b>

*Other operating expenses* (with a relative share of 2% of operating expenses) increased by 0.1 million from BGN 1.6 million in the third quarter of 2015 to BGN 1.7 million in the third quarter of 2016, which is mostly due to the decrease of recovered impairment of receivables, net.

*Costs of amortization* (with a relative share of 10% of operating expenses) decreased by BGN 0.7 millions of 6% from BGN 11.1 million in the third quarter of 2015 to BGN 10.4 million in the third quarter of 2016.

Operating expenses are increased by BGN 10 million due to changes in finished and unfinished product inventories.

### Financial income and expenses

	1-9/2016 BGN '000	1-9/2015 BGN '000	change %	share 2016 %
<b>Financial income</b>				
Net gain from operations with securities	12 645	6 936	82%	54%
Income from equity	9 076	7 881	15%	39%
Income from interest on loans granted	1 699	2 395	-29%	7%
<b>Total</b>	<b>23 420</b>	<b>17 212</b>	<b>36%</b>	<b>54%</b>
<b>Financial expenses</b>				
Expenses for interest on loans received	1 541	2 547	-39%	89%
Impairment of receivables from granted commercial loans	1 293	2	-	0%
Bank fees for loans and guarantees	248	212	17%	7%
Net loss from exchange rate differences in financial operations	29	75	-61%	3%
Impairment of cash on hand	4	0		0%
Financial leasing expenses	3	12	-75%	0%
<b>Total</b>	<b>3 118</b>	<b>2 848</b>	<b>9%</b>	<b>100%</b>

*Financial income* increased by BGN 6.2 million, or 36%, to BGN 23.4 million in the third quarter of 2016 compared to BGN 17.2 million in the third quarter of 2015. This is a result of the increase in the



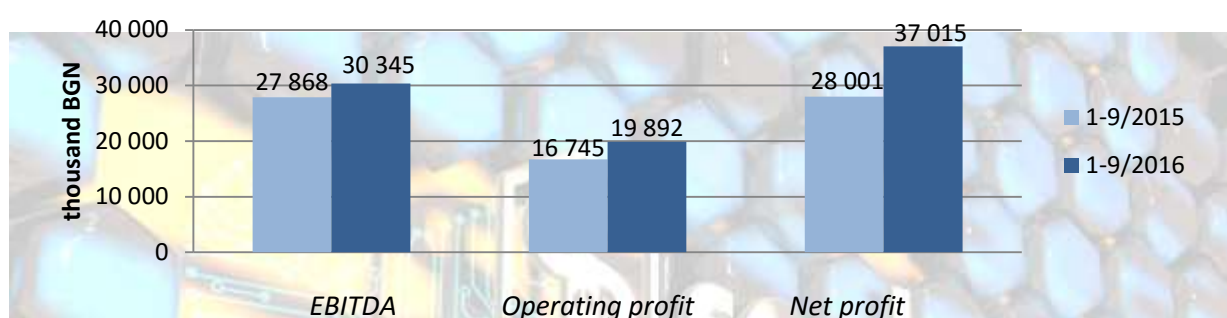
## Sopharma AD

net gain from operations with securities with BGN 5.7 million and income from share interest with BGN 1.2 million. There is a decrease in income from interest on granted loans by BGN 0.7 million.

*Financial expenses* increase by BGN 0.3 million or 9% to BGN 3.1 million in the third quarter of 2016 compared to BGN 2.8 million in the third quarter of 2015. This is a result mainly of the impairment on loans granted which increase with BGN 1.3 million. There is a decrease in expenses for interest on loans received by BGN 1 million.

*Net financial income (expense)* increase by BGN 5.9 million reaching BGN 20.3 million in the third quarter of 2016, compared to BGN 14.4 million in the third quarter of 2015.

### Financial result



*Profit before interest, taxes, depreciation and amortization (EBITDA)* increased by BGN 2.5 million or 9%, amounting to BGN 30.3 million as at 30 September 2016, compared to BGN 27.9 million as at 30 September 2015.

*The operating profit* increased by BGN 3.1 million or 19%, reaching BGN 19.9 million as at 30 September 2016, compared to BGN 16.7 million as at 30 September 2015.

*Net profit* increased by BGN 7.9 million or 32% to BGN 37 million as at 30 September 2016 compared to BGN 28 million as at 30 September 2015.

### Assets

	30.09.2016	31.12.2015	change	share 2016
	BGN '000	BGN '000		
<b>Non-current assets</b>				
Property, plant and equipment	208 956	211 943	-1%	53%
Intangible assets	2 387	2 507	-5%	1%
Investment property	22 160	22 160	0%	6%
Investments in subsidiaries	138 589	132 899	4%	35%
Available-for-sale investments	5 839	5 510	6%	1%
Long-term receivables from related parties	12 240	20 505	-40%	3%
Other long-term receivables	3 507	3 257	8%	1%
	<b>393 678</b>	<b>398 781</b>	-1%	69%

<b>Current assets</b>				
Inventories	59 110	61 701	-4%	33%
Receivables from related parties	88 917	78 035	14%	49%
Commercial receivables	19 231	21 466	-10%	11%
Other receivables and prepaid expenses	12 019	6 881	75%	7%
Cash and cash equivalents	1 686	3 745	-55%	1%
	<b>180 963</b>	<b>171 828</b>	5%	31%
<b>TOTAL ASSETS</b>	<b>574 641</b>	<b>570 609</b>	1%	100%

*Total assets* increased by BGN 4 million or 1% to BGN 574.6 million compared to BGN 570.6 million as at 31 December 2015.

*Non-current assets* decreased by BGN 5.1 million, or 1%, mainly due to a decrease in long term receivables from related parties with BGN 8.3 million. There is a decrease in property, plant and equipment and an increase in investments in subsidiaries.

<b>Property, plant and equipment</b>	<b>30.09.2016</b>	<b>31.12.2015</b>	<b>change</b>	<b>share 2016</b>
	<b>BGN '000</b>	<b>BGN '000</b>		
Land and buildings	112 103	113 865	-2%	54%
Machines and equipment	77 705	78 808	-1%	37%
Other	4 587	5 868	-22%	2%
In process of acquisition	14 561	13 402	9%	7%
<b>Total</b>	<b>208 956</b>	<b>211 943</b>	-1%	100%

Property, plant and equipment decreased by BGN 3 million mainly in the portion of land and buildings by BGN 1.8 million and in the portion of others by BGN 1.3 million and in the portion of plant and equipment by BGN 1.1 million.

Intangible assets decreased by BGN 0.1 million mainly in the part of intellectual property rights by BGN 0.08 million and software products by BGN 0.07 million.

Investments in subsidiaries increased by BGN 7.7 million mainly due to an increase in the share of the capital of Medika AD. The available-for-sale investments increased by BGN 0.3 million reaching BGN 5.8 million. Long-term loans to related parties decreases by BGN 8.3 million.

Receivables from transactions with securities amount to BGN 3.2 million.

*Current assets* increased by BGN 9.2 million or 5% to BGN 181 million as at 30 September 2016 compared to BGN 171,8 million as at 31 December 2015.

	30.09.2016	31.12.2015	change	share 2016
	BGN '000	BGN '000	%	%
<b>Inventories</b>				
Finished products	28 145	27 868	1%	48%
Materials	21 138	22 841	-7%	36%
Semi-finished products	5 004	5 262	-5%	8%
Work in progress	4 499	5 255	-14%	8%
Goods	324	475	-32%	1%
<b>Total</b>	<b>59 110</b>	<b>61 701</b>	<b>-4%</b>	<b>100%</b>

Material inventories decrease by BGN 2.6 million or 4% compared to 31 December 2015. There is a decrease in finished products by BGN 1.7 million and a decrease in semi-finished products by BGN 0.3 million. Work in progress decreased by BGN 0.8 million and goods – by BGN 0.2 million.

Receivables from related parties increased by BGN 10.9 million as a result of a increase in receivables from sales of finished products and materials by BGN 10.7 million and a decrease in provided commercial loans by BGN 0.1 million and advance payments with BGN 0.4 million.

Commercial receivables decreased by BGN 2.2 million, in the portion of receivables from customers by BGN 2.6 million.

Other receivables and advance payments increased by BGN 5.1 million mainly in the portion receivables from the Central Depository of dividends payment with BGN 4.3 million and refundable taxes with BGN 0.7 million.

Cash and cash equivalents decrease by BGN 2 million and as at 30 September 2016 amount to BGN 1.7 million, compared to BGN 3.7 million as at 31 December 2015.

## Liabilities and owners' equity

	30.09.2016	31.12.2015	change	share 2016
	BGN '000	BGN '000	%	%
<b>OWNERS' EQUITY</b>				
Share capital	134 798	134 798	0%	29%
Treasury stock	(18 637)	(17 597)	6%	-4%
Reserves	300 744	284 227	6%	66%
Retained earnings	41 602	30 198	38%	9%
<b>TOTAL OWNERS' EQUITY</b>	<b>458 507</b>	<b>431 626</b>	<b>6%</b>	<b>100%</b>
	<b>30.09.2016</b>	<b>31.12.2015</b>	<b>промяна</b>	<b>отн. дял прямо общо пасиви 2016</b>
	<b>BGN '000</b>	<b>BGN '000</b>	<b>%</b>	<b>%</b>
<b>LIABILITIES</b>				
<b>Non-current liabilities</b>				

Long-term bank loans	25 640	30 819	-17%	22%
Liabilities on deferred taxes	5 554	4 697	18%	5%
Government financing	5 991	6 371	-6%	5%
Long-term liabilities to the personnel	2 703	2 426	11%	2%
Financial leasing liabilities		3	-100%	0%
	<b>39 888</b>	<b>44 316</b>	-10%	34%
<b>Current liabilities</b>				
Short-term bank loans	52 417	68 961	-24%	45%
Short-term part of long-term bank loans	7 153	7 380	-3%	6%
Commercial liabilities	4 029	8 014	-50%	3%
Liabilities to related parties	770	3 070	-75%	1%
Liabilities for taxes	609	965	-37%	1%
Liabilities to the personnel and for social insurance	5 470	4 769	15%	5%
Other current liabilities	5 798	1 508	284%	5%
	<b>76 246</b>	<b>94 667</b>	-19%	66%
<b>TOTAL LIABILITIES</b>	<b>116 134</b>	<b>138 983</b>	-16%	100%
<b>TOTAL OWNERS' EQUITY AND LIABILITIES</b>	<b>574 641</b>	<b>570 609</b>	1%	

*Equity* increased by BGN 26.9 million 6%, reaching BGN 458.5 million as at 30 September 2016 compared to BGN 431,6 million as at 31 December 2015 mainly as a result of an increase of the reserves by BGN 16.6 million and in the undistributed profit BGN 11.4 million.

*Non-current liabilities* decreased by BGN 4.4 million or 10% to BGN 39.9 million at the end of the third quarter of 2016 compared to BGN 44,3 million as at the end of 2015 mainly due to a decrease of long-term bank loans by BGN 5.2 million.

*Current liabilities* decreased by BGN 18.4 million or 19% to BGN 76.2 million at the end of the second quarter of 2016 compared to BGN 94,7 million as at the end of 2015. This is mainly due to a decrease in commercial liabilities by BGN 4 million and liabilities for short-term bank loans by BGN 16.5 million and liabilities to related parties by BGN 2.3 million. The total exposition to bank loans of the Company as at 30 September 2016 decreased by around BGN 22 million compared to 31 December 2015.

Liabilities to personnel and for social securities increased by BGN 0.7 million and other current liabilities which increase with BGN 4.3 million for dividends.

## Cash flow

	30.09.2016 BGN '000	30.09.2015 BGN '000
Net cash flow from/(used in) operations	6 247	2 598
Net cash flow used in investment activities	20 036	1 368
Net cash flow (used in)/from financial operations	(28 342)	(5 250)
<b>Net increase/(decrease) of cash and cash equivalents</b>	<b>(2 059)</b>	<b>(1 284)</b>
Cash and cash equivalents on 1 January	3 745	3 478

Cash and cash equivalents on 31 September	1 686	2 194
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*Net cash flows* as at 30 September 2016 generated from operating activities amounted to BGN 6.2 million, net cash from investing activities BGN 20 million and financing activities BGN (28.3) million. As a result of these activities cash and cash equivalents mark a net decrease of BGN 2.1 million and as at 30 September 2016 amount to BGN 1.7 million compared to 3,7 million as at 1 January 2016.

### Ratios

	30.09.2016	30.09.2015	промяна
ROE	7,8%	5,7%	2,1%
ROA	5,9%	4,0%	1,9%
Asset turnover	0,29	0,30	-0,01
Current liquidity	2,37	1,62	0,75
Quick ratio	1,60	1,04	0,56
Cash/current liabilities	0,02	0,02	-
Owners' equity/liabilities	3,95	2,72	1,23

### Information about the shares of Sopharma AD

The total number of issued shares at 30 September 2016 of Sopharma AD is 134 797 899 with a nominal value of 1 BGN per share. All issued shares are registered, dematerialized, registered and indivisible. All issued shares are of one class. Each share gives equal rights to its owner, proportionate to the nominal share value. Shares of Sopharma AD are listed on the official market of the Bulgarian Stock Exchange - Sofia and the official market of the Warsaw Stock Exchange. Shares participate in the formation of the indices SOFIX, GBX40 and BGTR30 of the Bulgarian Stock Exchange - Sofia.

The Company's shares are included in the indices Dow Jones STOXX EU Enlarged, Total Market Index 0.11% weight, with a weight of 5% in the Erste Bank Bulgaria Basket, the certificate of Raiffeisenbank - Raiffeisen Osteuropa Fonds and the certificate ABN AMRO SOFIX - Open-end-certificate and in the new blue-chip index Dow Jones STOXX Balkan 50 Equal Weighted Index.

## Sopharma AD

Sopharma AD is one of the three Bulgarian companies included in an index for Central and Eastern Europe (CEE), which the Warsaw Stock Exchange started to calculate on 30 May 2012. The name of the index is WIG-CEE and it is the third one after WIG-Poland and WIG-Ukraine, which is based on the origin of companies by country. WIG-CEE is calculated based on total return and includes income from dividends and subscription rights.

### Key indicators of the shares of Sopharma AD

	30.09.2016	31.09.2015
Total number of issued shares	134 797 899	134 797 899
Average-weighted number of outstanding shares for the last four quarters	129 505 376	128 702 216
Number of shares outstanding at the end of the period	129 192 813	129 578 603
Earnings per share in BGN	0,265	0,183
Price per share at the end of the period in BGN	2,954	2,64
Price/Earnings ratio (P/E)	11,15	14,43
Book value per share in BGN	3,549	3,354
Price/Book value ratio (P/B)	0,83	0,79
Sales per share in BGN	1,318	1,342
Price per share / Sales per share(P/S)	2,24	1,967
Market capitalization in BGN	398 192 994	355 866 453

### Trade with shares of Sopharma AD on Bulgarian Stock Exchange – Sofia AD for the period 01 January 2016 – 30 September 2016





Ognian Donev, PhD  
/Executive Director/

