

## Annex № 9

To Art. 33, Par. 1, item 3 of Ordinance № 2 from 17.09.2003

Facts and circumstances subject to disclosure

Sopharma Group as at 31 December 2019

**1.1. No change in the persons exercising control the Company.**

**1.6. No opening of bankruptcy proceedings against the Company or its subsidiary or any significant events related to production.**

**1.7. Conclusion or execution of significant transactions**

*There are no significant transactions beyond the ordinary course of business.*

**1.8. There are no agreements for conclusion, termination and cancellation of joint venture.**

**1.10. Change in the Company's auditors and reasons for that.**

The General Meeting of Shareholders of “Sopharma” AD selected the auditing company Baker Tilly Klitou and Partners OOD as a registered auditor of the Company for 2019.

**1.30. No initiation or termination of a court or arbitration proceedings relating to claims or liabilities of the Company or its subsidiary, with the price of the claim at least 10% of the Company's equity.**

**1.31. Purchase, sale or pledge of shares in companies of the issuer or its subsidiary**

The structure of the Group includes “Sopharma” AD as a parent company and the subsidiaries stated below:

Group structure and changes in ownership interests:

<b>Subsidiaries</b>	<b>31.12.2019</b>	<b>31.12.2018</b>	<b>Date of</b>	<b>Date of</b>
<b>Companies in Bulgaria</b>	<b>Interest</b>	<b>Interest</b>	<b>acquisition</b>	<b>disposal</b>
	<b>%</b>	<b>%</b>	<b>of control</b>	<b>of control</b>
“Sopharma Trading” AD*	74.23	72.96	08.06.2006	
“Pharmalogistica” AD	89.39	89.39	15.08.2002	
“Electroncommerce” EOOD	100.00	100.00	09.08.2005	
“Biopharm Engineering” AD	97.15	97.15	10.03.2006	
“Sopharma Buildings” REIT	40.38	40.38	04.08.2008	
“Momina Krepost” AD	63.12	93.56	01.01.2008	
“Phyto Palauzovo” AD	95.00	95.00	21.09.2012	
“Veta Pharma” AD	99.98	99.98	11.11.2016	
“Aromania” AD	76.00	76.00	31.07.2017	
“Sopharmacy” EOOD**	74.23	72.96	19.01.2015	
“Sopharmacy 2” EOOD**	74.23	72.96	05.06.2015	
“Sopharmacy 3” EOOD**	74.23	72.96	02.12.2015	
“Sopharmacy 4” EOOD**	74.23	72.96	29.02.2016	
“Sopharmacy 5” EOOD**	74.23	72.96	01.03.2016	

“Sopharmacy 6” EOOD**	74.23	72.96	03.12.2015
“Sopharmacy 7” EOOD**	74.23	72.96	15.03.2017
“Sopharmacy 8” EOOD**	74.23	72.96	27.06.2017
“Sopharmacy 9” EOOD**	74.23	72.96	11.09.2017
“Sopharmacy 10” EOOD**	74.23	72.96	11.09.2017
“Sopharmacy 11” EOOD	74.23	72.96	07.12.2017
“Sopharmacy 12” EOOD	74.23	72.96	07.12.2017
“Sopharmacy 13” EOOD	74.23	72.96	07.12.2017
“Sopharmacy 14” EOOD	74.23	72.96	07.12.2017
“Sopharmacy 15” EOOD	74.23	72.96	07.12.2017
“Sopharmacy 16” EOOD **	74.23	72.96	15.05.2018
“Sopharmacy 17” EOOD **	74.23	72.96	15.05.2018
“Sopharmacy 18” EOOD **	74.23	-	28.02.2019

\* effective percentage of interest

\*\* indirect interest

<b>Subsidiaries</b>	<b>31.12.2019</b>	<b>31.12.2018</b>	<b>Date of</b>	<b>Date of</b>
<b>Companies abroad</b>	<b>Interest</b>	<b>Interest</b>	<b>acquisition</b>	<b>disposal</b>
	<b>%</b>	<b>%</b>	<b>of control</b>	<b>of control</b>
SIA “Briz”	68.14	66.13	10.11.2009	
SOOO “Brititrade” **	54.51	52.90	10.11.2009	
PAO “Vitamini”	100.00	99.56	18.01.2008	
“Sopharma Warsaw” SP. Z.O.O.	100.00	100.00	23.11.2010	
“Sopharma Trading Pharmaceuticals”** (“Sopharma Trading” d.o.o. Belgrade**)	74.23	72.96	05.06.2015	
“Sopharma Poland” Z.O.O. – in liquidation	60.00	60.00	16.10.2003	
OOO “Tabina” **	54.66	53.05	08.04.2011	
SOOO “Brizpharm” **	56.42	35.85	20.12.2012	
OOO “Sopharma Ukraine”	100.00	100.00	07.08.2012	
OOO “Farmaceut Plus” **	40.26	40.72	31.05.2013	
UAB “TBS Pharma”**	-	33.73	01.03.2013	27.12.2019
TOO “Sopharma Kazakhstan”	100.00	100.00	06.11.2014	
OOO “Galenapharm”**	61.73	59.91	28.02.2015	
ODO “Medjel”**	55.87	54.23	28.02.2015	
ODO “Alenpharm-plus”**	62.68	55.54	30.06.2015	
OOO “Farmatea”**	-	35.80	30.11.2015	19.09.2019
ODO SalusLine**	52.47	50.92	18.11.2016	
“Rap Pharma International” OOD	80.00	51.00	14.04.2017	
ZAO “Interpharm” **	61.33	59.52	26.04.2017	
“Sopharma Trading” d.o.o. (Lekovit d.o.o.**)	74.23	51.07	09.08.2017	
OOO “Zdorovei”**	45.55	38.94	16.08.2017	
OOO “Ivem&K”**	-	29.65	16.08.2017	19.09.2019
OOO “Ariens”**	-	39.83	16.08.2017	19.09.2019
OOO “Zabotlivaya Apteka” **	-	34.74	03.04.2018	19.09.2019
OOO “Med-Dent” **	-	46.29	16.08.2018	02.01.2019
BOOO “SpetsAfarmacia” **	47.70	46.29	16.08.2018	
OOO “Bellerofon”**	61.33	-	07.03.2019	
UAB “Recessus”, Lithuania **	34.74	-	26.09.2019	

\* effective percentage of interest

\*\* indirect interest

- “Sopharma Buildings” REIT is a subsidiary by virtue of a written agreement for control concluded between “Sopharma” AD and other shareholders;
- “Sopharmacy” EOOD is a subsidiary of “Sopharma Trading” AD whereas the latter holds 100% of the capital of “Sopharmacy” EOOD;
- “Sopharmacy 2” EOOD is a subsidiary of “Sopharmacy” EOOD whereas the latter holds 100% of the capital of “Sopharmacy 2” EOOD;
- “Sopharmacy 3” EOOD is a subsidiary of “Sopharmacy” EOOD whereas the latter holds 100% of the capital of “Sopharmacy 3” EOOD;
- “Sopharmacy 4” EOOD is a subsidiary of “Sopharmacy” EOOD whereas the latter holds 100% of the capital of “Sopharmacy 4” EOOD;
- “Sopharmacy 5” EOOD is a subsidiary of “Sopharmacy” EOOD whereas the latter holds 100% of the capital of “Sopharmacy 5” EOOD;
- “Sopharmacy 6” EOOD is a subsidiary of “Sopharmacy” EOOD whereas the latter holds 100% of the capital of Soparmacy 6 EOOD;
- “Sopharmacy 7” EOOD is a subsidiary of “Sopharmacy” EOOD whereas the latter holds 100% of the capital of Pharma Online EOOD;
- “Sopharmacy 8” EOOD is a subsidiary of “Sopharmacy” EOOD whereas the latter holds 100% of the capital of Pharma Online EOOD;
- “Sopharmacy 9” EOOD is a subsidiary of “Sopharmacy” EOOD whereas the latter holds 100% of the capital of Pharma Online EOOD;
- “Sopharmacy 10” EOOD is a subsidiary of “Sopharmacy” EOOD whereas the latter holds 100% of the capital of “Pharma Online” EOOD;
- “Sopharmacy 11” EOOD is a subsidiary through “Sopharma Trading” AD“Sopharma Trading” AD whereas the latter holds 100% of the capital of “Sopharmacy 11” EOOD;
- “Sopharmacy 12” EOOD is a subsidiary through “Sopharma Trading” AD“Sopharma Trading” AD whereas the latter holds 100% of the capital of “Sopharmacy 12” EOOD;
- “Sopharmacy 13” EOOD “Sopharmacy 13” EOOD is a subsidiary through “Sopharma Trading” AD“Sopharma Trading” AD whereas the latter holds 100% of the capital of Sopharmacy 13 EOOD;
- “Sopharmacy 14” EOOD is a subsidiary through “Sopharma Trading” AD“Sopharma Trading” AD whereas the latter holds 100% of the capital of “Sopharmacy 14” EOOD ;
- “Sopharmacy 15” EOOD is a subsidiary through “Sopharma Trading” AD“Sopharma Trading” AD whereas the latter holds 100% of the capital of “Sopharmacy 15” EOOD ;
- “Sopharmacy 16” EOOD is a subsidiary through “Sopharma Trading” AD“Sopharma Trading” AD whereas the latter holds 100% of the capital of “Sopharmacy 16” EOOD ;
- “Sopharmacy 17” EOOD is a subsidiary through “Sopharma Trading” AD“Sopharma Trading” AD whereas the latter holds 100% of the capital of “Sopharmacy 17” EOOD ;

- “Sopharmacy 18” EOOD is a subsidiary through “Sopharma Trading” AD “Sopharma Trading” AD whereas the latter holds 100% of the capital of “Sopharmacy 18” EOOD ;
- “Sopharma Trading Pharmaceuticals” is a subsidiary of “Sopharma Trading” AD “Sopharma Trading” AD whereas the latter holds 100% of the capital of “Sopharma Trading Pharmaceuticals”;
- “Sopharma Trading” d.o.o. is a subsidiary of “Sopharma Trading” AD “Sopharma Trading” AD whereas the latter holds 100% of the capital of Sopharma Trading d.o.o.;
- SOOO “Brititrade”, Belarus, is a subsidiary of SIA “Briz”, Latvia, whereas the latter holds 80% of the capital of SOOO “Brititrade”;
- OOO “Tabina”, Belarus, is a subsidiary through SIA “Briz”, Latvia, and its subsidiary SOOO “Brititrade”, Belarus, whereas SIA “Briz” holds 1.10% of the capital, and SOOO “Brititrade” – 98.9% of the capital of OOO “Tabina”;
- SOOO “Brizpharm”, Belarus, is a subsidiary through SIA “Briz”, Latvia, and its subsidiary SOOO “Brititrade”, Belarus, whereas SIA “Briz” holds 14.02% of the capital, and SOOO “Brititrade” – 85.98% of the capital of SOOO “Brizpharm”;
- OOO “Farmacevt Plus”, Belarus, is a subsidiary through SIA “Briz”, Latvia, whereas the latter holds 59.08% of the capital of OOO “Farmacevt Plus”;
- OOO “Galenapharm”, Belarus, is a subsidiary through SIA “Briz”, Latvia, and its subsidiary SOOO “Brititrade”, Belarus, whereas SIA “Briz” holds 47% and SOOO “Brititrade” holds 37% of the capital of OOO “Galenapharm”;
- ODO “Medjel”, Belarus, is a subsidiary through SIA “Briz”, Latvia, and its subsidiary SOOO “Brititrade”, Belarus, whereas SIA “Briz” holds 50% and SOOO “Brititrade” holds 30% of the capital of ODO “Medjel”;
- ODO “Alenpharm-plus”, Belarus, is a subsidiary through SIA “Briz”, Latvia, and its subsidiary SOOO “Brititrade”, Belarus, whereas SIA “Briz” holds 59.90% and SOOO “Brititrade” holds 40.10% of the capital of ODO “Alenpharm-plus”;
- ODO “SalusLine” Belarus, is a subsidiary through SIA “Briz”, Latvia, and its subsidiary SOOO “Brititrade”, Belarus, whereas SIA “Briz” holds 25%, and SOOO “Brititrade” holds 65% of the capital of ODO “SalusLine”;
- ZAO “Interpharm”, Belarus, is a subsidiary through SIA “Briz”, Latvia, and its subsidiary SOOO “Brititrade”, Belarus, whereas SIA “Briz” holds 50%, and SOOO “Brititrade” – 50% of the capital of ZAO “Interpharm”;
- OOO “Zdorovei”, Belarus, is a subsidiary through SIA “Briz”, Latvia, and its subsidiary OOO “Pharmacevt Plus”, Belarus, whereas SIA “Briz” holds 19%, and OOO “Pharmacevt Plus” holds 81% of the capital of OOO “Zdorovei”;
- BOOO “SpetsAfarmatsia”, Belarus, is a subsidiary through SIA “Briz”, Latvia, and its subsidiary SOOO “Brititrade”, Belarus – SIA “Briz” holds 50%, and SOOO “Brititrade” – 25% of the capital of BOOO “SpetsAfarmatsia”.

- OOO “Bellerofon”, Belarus, is a subsidiary through SIA “Briz”, Latvia, and its subsidiary SOOO “Brititrade”, Belarus – SIA “Briz” holds 50%, and SOOO “Brititrade” – 50% of the capital of OOO “Bellerofon”.
- UAB “Recessus”, Lithuania, is a subsidiary through SIA “Briz”, Latvia - SIA “Briz” holds 50.98% of the capital of UAB “Recessus”, Lithuania.

### ***OTHER LONG-TERM EQUITY INVESTMENTS***

Other long-term equity investments include participations (shares) in the following companies:

	<i>Country</i>	<i>31.12.2019</i> <i>BGN '000</i>	<i>Interest</i> <i>%</i>	<i>31.12.2018</i> <i>BGN '000</i>	<i>Interest</i> <i>%</i>
<b>Traded securities</b>					
“Lavena” AD	<i>Bulgaria</i>	4,771	12.68	3,616	10.89
“Sopharma Properties” REIT	<i>Bulgaria</i>	2,948	2.13	2,078	1.55
“Olainfarm” AD	<i>Latvia</i>	1,587	0.77	1,484	0.77
“Todorov” AD	<i>Bulgaria</i>	208	12.45	182	10.94
“Achieve Life Sciences” Inc.	<i>USA</i>	44	0.12	83	0.53
BTF “Expat Bulgaria”	<i>Bulgaria</i>	5	0.01	59	0.17
“Elana Agrocredit” AD	<i>Bulgaria</i>	-	-	31	0.07
Other		20		5	
		<b>9,583</b>		<b>7,538</b>	
<b><i>Non-traded securities</i></b>					
OOO “Farmico”	<i>Belarus</i>	172	2.00	172	2.00
ODO “DKM-Pharm”	<i>Belarus</i>	100	2.00	100	2.00
OOO “Set Aptek”	<i>Belarus</i>	70	2.00	70	2.00
OOO “Aptekar – Centr”	<i>Belarus</i>	24	0.14	24	0.14
OOO “Medprostor”	<i>Belarus</i>	-	-	546	19.00
Other		153		148	
Total		<b>519</b>		<b>1,060</b>	
		<b>10,102</b>		<b>8,598</b>	

As at 31 December 2019, as “others” are stated long-term equity investments at the amount of 173 thousand (31 December 2018: BGN 153 thousand) - very small minority interests of the Group in the capital of ten companies (31 December 2018: nine companies).

***1.34. For issuers - other circumstances, which the Company believes could be relevant for investors in deciding to acquire, sell or continue to hold publicly traded securities:***

All circumstances, that the Company considers important for the investors while making the decision to acquire, sell or continue to possess shares are revealed in public, are included in the preliminary consolidated annual financial statements for 2019.



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Ognian Donev, PhD  
Executive director