

List of insider information under Art. 7 of Regulation (EU) 596/2014 of the European Parliament and of the Council of 16 April 2014 regarding market abuse (Regulation on market abuse) on the circumstances that occurred in the first quarter of 2023

3 January 2023

NOTIFICATION

“Sopharma” AD (the “Company”) announces that it was notified by “Telso”, that “Telso” AD executed the following transactions related to shares in the Company:

Date and time of the transaction	Operation	Number of warrants	Unit price (BGN)
23.12.2022	Sell	800,00	0,51

3 January 2023

NOTIFICATION

“Sopharma” AD (the “Company”) announces that it was notified by Mr Ivan Badinski, Member of the Board of Directors that he, executed the following transactions related to warrants in the Company:

Date and time of the transaction	Operation	Number of warrants	Unit price (BGN)
12.12.2022	Buy	359	4,50
12.12.2022	Buy	121	4,50

11 January 2023

Sales revenues for December 2022

Sofia, Bulgaria, January 11, 2023 – According to the requirements of art. 100t of LPOS, “Sopharma” AD (SFA: “BSE-Sofia” AD, SPH: Warsaw Stock Exchange) notifies that for December 2022 the Company recorded an increase in sales of 19% compared to the same month of the previous year, incl. 14% increase in domestic sales and 21% increase in export sales.

For 2022 the revenues from sales of products increase by 15%, incl. 10% increase of sales for the domestic market and 19% increase in export sales.

12 January 2023

NOTIFICATION

“Sopharma” AD (the “Company”) announces that it was notified by “Telso”, that “Telso” AD executed the following transactions related to shares in the Company:

Date and time of the transaction	Operation	Number of warrants	Unit price (BGN)
11.01.2023	Sell	540,00	0,54

13 January 2023

Received corrected tender offer addressed to the shareholders of "Sopharma" AD from "Donev Investments Holding" AD

Sofia, Bulgaria, January 13, 2023 – According to the requirements of art. 100t of LPOS, the Board of Directors of "Sopharma" AD (SFA: "BFB - Sofia", SPH: Warsaw Stock Exchange) announces that on January 13, 2023, "Sopharma" AD received a corrected tender offer, registered with the Financial Supervision Commission from "DONEV INVESTMENTS HOLDING" AD - a shareholder directly owning 37,600,000 ordinary, non-available shares with voting rights, representing 27.89% of the capital and votes in the GMS of "SOPHARMA" AD, on the basis of art. 149b of the Law on the Public Offering of Securities for the purchase of shares from the remaining shareholders of "SOPHARMA" AD.

The essential conditions of the tender offer are:

Information about trade offeror:

The tenderer is "DONEV INVESTMENTS HOLDING" AD, a company established and operating as a joint-stock company under Bulgarian legislation, with its registered office and management address: Sofia, p.c. 1000, Vazrazhdane district, "Positano" street No. 12; phone: +359 (2) 9880016; electronic address (e-mail) ivandonev@di.h.bg; electronic page on the Internet (web-site): none. "DONEV INVESTMENTS HOLDING" AD is registered in the Commercial Register and the register for non-profit legal entities maintained by the Registration Agency ("Commercial Register") with EIC 831915121.

The object of the Proposer is as follows: participation in the capital of other commercial companies; acquisition and management of investments in other companies; acquisition of financial assets for the purpose of trading, raising of funds by issuing securities and subsequent investment of the funds raised, investment management and investment operations, consultancy services, translation activities and all activities in the territory of the country or abroad not prohibited by law.

The name of the Offeror is "DONEV INVESTMENTS HOLDING" AD. The company was incorporated under the name "Sofia" AD, and subsequently on May 14, 2008, the current name of the company - "DONEV INVESTMENTS HOLDING" AD - was entered in the Commercial Register at the Registration Agency.

As of the date of registration of the corrected Trade Offer with the Commission for Financial Supervision - January 13, 2023, "DONEV INVESTMENTS HOLDING" AD has capital in the amount of BGN 29,500,000, which is fully paid up.

The identification code of the legal entity (Legal Entity Identifier code) is 529900M68G247LNXVB33.

"DONEV INVESTMENTS HOLDING" AD is managed by a Board of Directors (BoD) in the following composition:

- Phd Ognyan Ivanov DONEV, business address: Sofia, p.c. 1000, Vazrazhdane District, 12 Positano Str. - Chairman of the Board of Directors;
- Ivan Ognyanov DONEV, business address: Sofia, p.c. 1000, Vazrazhdane District, 12 Positano Str. – member of the Board of Directors and Executive Director;

- Rositsa Dimcheva DONEVA, business address: Sofia, p.c. 1000, Vazrazhdane District, 12 Positano Str - member of the Board of Directors.

According to its charter, "DONEV INVESTMENTS HOLDING" AD is represented by its Executive Director - Ivan Ognyanov Donev.

Shareholders holding directly and/or through related persons more than 5 percent of the votes in the General Meeting of the Proposer are as follows:

Phd Ognyan Ivanov Donev - shareholder who, as of the date of registration of the corrected Trade Offer with the Commission for Financial Supervision – January 13, 2023, directly owns 29,346,300 shares or 99.48% of the capital and votes in the GMS of "DONEV INVESTMENTS HOLDING" AD.

The business address of Mr. Phd Ognyan Ivanov Donev is the city of Sofia, p.c. 1000, Vazrazhdane district, 12 Positano Str.

Phd Ognyan Ivanov Donev exercises control over "DONEV INVESTMENTS HOLDING" AD in the sense of § 1c, item 1 of the Additional Provisions of the Commercial Law and § 1, item 14 of the Additional Provisions of the Law on the Public Offering of Securities, as it directly owns more than 50 percent of the number of votes in the General Meeting of Shareholders of "DONEV INVESTMENTS HOLDING" AD.

Number of voting shares that the offeror does not own

"DONEV INVESTMENTS HOLDING" AD does not own (directly, through related parties or indirectly pursuant to Art. 149, para. 2 of the Civil Code) 89,865,700 ordinary, non-cash, registered, freely transferable shares with ISIN BG11SOSOBT18, representing 66.67% of the capital and from the votes in the General Meeting of the shareholders of "SOPHARMA" AD. In accordance with the decision taken by the Offeror's Board of Directors dated October 28, 2022, the Offeror intends to increase its share in the Company's capital by acquiring directly and through related parties more than 1/3, namely - up to 41.49% of the votes in the General Meeting of the Company's shareholders, by purchasing according to the order of the Commercial Offer under Art. 149b of the LPOS, addressed to all other shareholders of "SOPHARMA" AD of up to 11,000,000 ordinary, bearer, registered, freely transferable shares, with ISIN BG11SOSOBT18, representing 8.16% of the capital and votes in the General Meeting of Shareholders of "SOPHARMA" AD.

The offeror's strategic plans regarding "Sopharma" AD

According to the information presented in the tender offer, the Proposer's strategic plan for Sopharma AD (the Company) includes the following key points:

- to increase sales of its existing portfolio, as well as by adding new products in categories in which the Company has a strategic interest. To this end, the company is actively exploring various opportunities to acquire products that would complement and diversify its own portfolio;
- to achieve a phased transformation of its production processes and capacities through the optimization of the Company's production capacity through the purchase and modernization of new machinery and equipment and the transfer of production activities and technologies. In addition to this, a strategy has been developed and is in the process of being implemented to optimize the processes of planning, supplies, production, distribution through active management along the supply chains. This would allow new business segments to develop, such as potential contract manufacturing;
- continued operation of the production in full compliance with the good manufacturing practices adopted in the EU;

- to diversify the activity of its distribution business, which is carried out through the subsidiary "SOPHARMA TRADING" AD. In 2015, "SOPHARMA TRADING" AD launched the development of its own retail pharmacy concept under the SOpharmacy brand.

In 2017, the company acquired the PharmaStor chain of pharmacies, which subsequently went under the SOpharmacy brand. In October 2020, the company acquired the companies from the "SCS Franchise" AD group, as well as "Sanita Franchising" AD. As a result of the transaction, "SOPHARMA TRADING" AD acquired over 150 pharmacies across the country under the Sanita, Ceiba and SCS brands. The plans foresee their transition under the SOpharmacy brand, a process that began in 2021. In the future, "SOPHARMA TRADING" AD aims to continue to strengthen its position on the Bulgarian market by expanding its pharmacy network in the country;

- to implement new technologies to support the automation of business processes in the SOPHARMA GROUP ("the Group");

- to deepen the operational synergy between the companies in the Group, both within the segments themselves and between interconnected segments such as manufacturing and distribution of pharmaceutical products;

- to develop its personnel through training in order to increase qualifications and competencies and to preserve and maintain the reputation of a preferred employer with opportunities for career development in the segments of the Group, as well as to work closely with specialized higher education institutions and offer a career start to personnel;

- to implement a diversity policy in the Group with the aim of creating a working environment free from prejudice, cultivating an atmosphere of respect and mutual trust, fostering a corporate culture of mutual respect and valuing each individual. Managers and employees carry out their activities professionally, impartially, with dignity and integrity, avoiding conflicts of interest;

- to implement a green policy in order to reduce the carbon footprint of the companies in the Group by using energy from renewable sources.

The implementation of the strategy depends on the influence and development of the following main risk factors, characteristic of the profile of "SOPHARMA" AD and the businesses in which the companies of the Group operate:

- non-systemic risks specific to the Group - risks from the influence of epidemics and pandemics; risks arising from dependence on the development of the world economy and trade; risk of political instability in traditional markets and regions, military action and/or imposed sanctions; risks related to fraud and abuse; risks related to the regulatory framework governing the pharmaceutical business and environmental protection; risks related to attracting and retaining experienced and qualified personnel; credit, liquidity, currency and interest rate risk. Each of these risks affects the Group's segments to a different extent;

- systemic risks related to the market and the macro environment in which companies operate. These risks cannot be managed and controlled by the Group.

The Proposal is not expected to have an impact on the employees of "SOPHARMA" AD (including the employees of the subsidiaries) and "DONEV INVESTMENTS HOLDING" AD for a period of three years after the conclusion of the transaction. There is no change in the place of business of "SOPHARMA" AD (including the subsidiaries) and "DONEV INVESTMENTS HOLDING" AD.

Offer price per share

The proposed price of the tender offer is BGN 4.50 per share and is higher than the average weighted market price of the shares for the last 6 months, before the registration of the Tender Offer, which is BGN 4.485.

Each shareholder - the addressee of the proposal can accept it within the period specified in it, by submitting an application for acceptance according to the model. The price of the purchased shares shall be paid by the trading offeror, through IP "Karol" AD within 7 working days after the expiration of the period for acceptance of the offer, according to the instructions for the method of payment by the shareholder who accepted the offer.

The Financial Supervision Commission (FSC) has not taken a position on the submitted corrected draft of the tender offer.

20 January 2023

Tender offering by "Donev investments holding" AD

Sofia, Bulgaria, January 20, 2023 - Pursuant to the requirements of Art. 154, para. 1 of the Law on Public Offering of Securities, the Board of Directors of "Sopharma" AD (SFA: BSE, SPH: Warsaw Stock Exchange) notifies that on 19.01.2023 the Financial Supervision Commission took a decision not to issue a final prohibition on the publication of a tender offering registered with the Financial Supervision Commission by "Donev Investments Holding" AD - a shareholder directly owning 37 600 000 ordinary, dematerialized shares with voting rights, representing 27.89% of the capital and votes in the General Meeting of Shareholders of "Sopharma" AD, pursuant to Art. 149b of the Law on the Public Offering of Securities for the purchase of shares from the remaining shareholders of "Sopharma" AD.

In connection with the above and in fulfillment of the Company's obligations under Art. 154 of the Law on Public Offering of Securities and Art. 36 of Ordinance 13 of 22.12.2003 on tender offerings for purchase and exchange of shares, we publish the final tender offering and the opinion of the Board of Directors of Sopharma AD.

27 January 2023

"Sopharma" AD submitted for approval to the Financial Supervision Commission for an Agreement for conversion by merger of the subsidiary company "Biopharm-engineering" AD

Sofia, Bulgaria, January 27, 2023 – According to the requirements of art. 100t of LPOS, "Sopharma" AD (SFA: "BSE-Sofia" AD, SPH: Warsaw Stock Exchange) notifies that in compliance with the decision of the Board of Directors of "Sopharma" AD dated 26.10.2022, the Company submitted for approval to the Financial Supervision Commission an Agreement for conversion by merger of the subsidiary company "Biopharm-engineering" AD, UIC: 119055339 in "Sopharma" AD under the conditions and in accordance with Chapter XVI of the Commercial Law and Art. 122 of the Law on Public Offering of Securities.

1 February 2023

Dissimination of monthly sales information

Sofia, Bulgaria, February 1, 2023 – According to the requirements of art. 100t of LPOS, "Sopharma" AD (SFA: "BSE-Sofia" AD, SPH: Warsaw Stock Exchange) notifies that in order to more accurately present and prevent deviations in the published information concerning the Company's monthly sales data, the Board of Directors of "Sopharma" AD adopted a decision

to extend the deadline for the publication of the relevant information until the 20th of the month following the reporting period.

6 February 2023

Sales revenues for January 2023

Sofia, Bulgaria, February 6, 2023 – According to the requirements of art. 100t of LPOS, “Sopharma” AD (SFA: “BSE-Sofia” AD, SPH: Warsaw Stock Exchange) notifies that for January 2023 the Company recorded an increase in sales of 33% compared to the same month of the previous year, incl. 27% decrease in domestic sales and 174% increase in export sales.

21 February 2023

Notification for share participation from “Donev investments holding” AD

Sofia, Bulgaria, February 21, 2023 – According to the requirements of Art. 100t of LPOS, “Sopharma” AD (SFA: “BSE-Sofia” AD, SPH: Warsaw Stock Exchange) notifies that today the Company received a notification for participation from “Donev investments holding, UIC 831915121. As a result of acquired shares following a tender offer made by "Donev Investments Holding" AD to the shareholders of "Sopharma" AD, "Donev Investments Holding" AD increases its direct participation in the capital of the Company to 35.24%, crossing the threshold of 35%. The tender offer was accepted by 31 shareholders (a total of 9,902,092 capital shares) of Sopharma AD.

21 February 2023

NOTIFICATION

“Sopharma” AD (the “Company”) announces that it was notified by “Donev Investments Holding” AD related to Ognian Donev, that “Donev Investments Holding” AD executed the following transactions related to warrants in the Company:

Date and time of the transaction	Operation	Number of shares	Unit price (BGN)
17.02.2023	Покупка	9 902 092,00	4,50

21 February 2023

NOTIFICATION

“Sopharma” AD (the “Company”) announces that it was notified by “Donev Investments Holding” AD related to Ognian Donev, that “Donev Investments Holding” AD executed the following transactions related to warrants in the Company:

Date and time of the transaction	Operation	Number of shares	Unit price (BGN)
---	------------------	-------------------------	-------------------------

20.02.2023	Pledge of shares	14 500 000,00	1,00
------------	------------------	---------------	------

21 February 2023

Notification for share participation from “Telso” AD

Sofia, Bulgaria, February 21, 2023 – According to the requirements of Art. 100t of LPOS, “Sopharma” AD (SFA: “BSE-Sofia” AD, SPH: Warsaw Stock Exchange) notifies that today the Company received a notification for participation from “Telso” AD, UIC 131176385. As a result of the accepted tender offer, "Telso" AD is reduced below the threshold from 5% to 1.44% in the capital of "Sopharma" AD.

21 February 2023

NOTIFICATION

“Sopharma” AD (the “Company”) announces that it was notified by “Telso”, that “Telso” AD executed the following transactions related to shares in the Company:

Date and time of the transaction	Operation	Number of shares	Unit price (BGN)
17.02.2023	Sale as a result of a tender offer	5 000 000,00	4,50

20 March 2023

Sales revenues for February 2023

Sofia, Bulgaria, March 20, 2023 – According to the requirements of art. 100t of LPOS, “Sopharma” AD (SFA: “BSE-Sofia” AD, SPH: Warsaw Stock Exchange) notifies that for February 2023 the Company recorded an increase in sales of 20% compared to the same month of the previous year, incl. 41% increase in domestic sales and 10% increase in export sales. For the first two months of 2023, sales increased by a total of 21%, incl. same level of domestic sales and 42% increase in export sales.

20 April 2023

Sales revenues for March 2023

Sofia, Bulgaria, April 20, 2023 – According to the requirements of art. 100t of LPOS, “Sopharma” AD (SFA: “BSE-Sofia” AD, SPH: Warsaw Stock Exchange) notifies that for March 2023 the Company recorded an increase in sales of 127% compared to the same month of the previous year, incl. 3% increase in domestic sales and 426% increase in export sales due to the low base in the previous period due to the collapse of sales in the main markets as a result of the conflict between Russia and Ukraine. For the first three months of 2023, sales increased by a total of 45%, incl. 1% increase of sales for the domestic market and 97% increase in export sales.

21 April 2023

Invitation for General Meeting of Warrant holders of Sopharma AD

The Board of Directors hereby convenes a General Meeting of the holders of warrants of "SOPHARMA" AD with the unique identification code SFAGMW02062023 to be held on 2 June 2023 at 14:00 hours (11:00 UTC) at the Company's headquarters in Sofia city with place of holding: 5 Lachezar Stanchev Str., Ground Floor, Sopharma Business Towers, Sopharma Event Center, and in the absence of a quorum on that date - on 23 June 2023 at the same location, with the same starting time and agenda.

The General Meeting of Warrant holders scheduled to be held on June 2, 2023 be held with the following agenda and with the following proposed resolutions by the Board of Directors:

Substantive issues:

1. Adoption of a Report on the movement of the price of ordinary shares of "SOPHARMA" AD on the regulated market, organized by the "Bulgarian Stock Exchange" AD, for the last 12 months; Draft decision: The general meeting of warrant holders accepts a Report on the movement of the price of ordinary shares of "SOPHARMA" AD on the regulated market, organized by the "Bulgarian Stock Exchange" AD, for the last 12 months;
2. Adopting a decision to exercise the warrants' rights. Draft decision: The general meeting of the holders of warrants with ISIN BG9200001212 adopts a decision to exercise the rights to subscribe shares from a future increase in the capital of "SOPHARMA" AD, by issuing 44 925 943 number of ordinary, registered, dematerialized shares, with the right to vote, with a nominal value of BGN 1 each and an issue value of BGN 4.13 per share, provided that the shares from the increase are subscribed solely by the warrant holders;
3. Requesting that the Board of Directors adopts a decision on a conditional capital increase. Draft decision: Requesting that the Board of Directors adopts a decision on a capital increase under the provisions of the Company's Articles of Association, Art. 195 of the Commercial Code and in accordance with art. 113, para. 2, item 2 of the LPOS, in which the warrant holders can exercise their rights under item 2 of the agenda, and under the terms and conditions described in the Prospectus for the public offering of warrants, confirmed with a Decision of the Financial Supervision Commission № 804 – E/04.11.2021.

28 April 2023

Presentation of an invitation to convene a general meeting of shareholders and materials for a general meeting of shareholders, with the following agenda:

1. Approval of the Annual Report of the Board of directors on the company's activities in 2022; Draft decision: The AGM approves the Annual Report of the Board of directors on the Company's activities in 2022;
2. Approval of the Annual report of the Investor Relations Director for 2022; Draft decision: The AGM approves the Annual report of the Investor Relations Director for 2022;
3. Approval of the Audited Annual Individual Financial Statement of the Company for 2022; Draft decision: The AGM approves the Audited Annual Individual Financial Statement of the Company for 2022;
4. Approval of the Audited Annual Consolidated Financial Statement of the Company for 2022; Draft decision: The AGM approves the audited Annual Consolidated Financial Statement of the Company for 2022;
5. Approval of the Auditor's report on the audit of the Annual Individual Financial Statements of the Company for the year 2022; Draft decision: The AGM approves the Auditor's

report on the audit of the Annual Individual Financial Statements of the Company for the year 2022;

6. Approval of the Auditor's report on the audit of the Annual Consolidated Financial Statements of the Company for the year 2022; Draft decision: The AGM approves the Auditor's report on the audit of the Annual Consolidated Financial Statements of the Company for the year 2022;

7. Approval of a decision for distribution of the Company's profit realized in 2022 and retained earnings from previous periods; Draft decision: The AGM approves the proposal of the Board of Directors that the net financial result in its full amount of BGN 39 429 437,38 (thirty-nine million four hundred twenty-nine thousand four hundred thirty-seven and 38 stotinki) be distributed as a cash dividend to the shareholders, as follows : to be distributed to the shareholders a gross dividend in the amount of BGN 0,60 per share (sixty stotinki), with the amount up to the full amount of the dividend above the financial result for 2022 being at the expense of the undistributed profit of the Company from previous years in the amount of BGN 757 395,39 (seven hundred fifty-seven thousand three hundred ninety-five and 39 stotinki) and from the Company's additional reserves. The right to receive a dividend belongs to the persons entered in the registers of the Central Depository (CD) as shareholders on the 14th day after the day of the General meeting, at which the annual financial report was adopted and a decision was taken on the distribution of profit. The company must ensure the payment to the shareholders of the dividend voted at the general meeting within 60 days of its holding. The costs of paying the dividend are at the expense of the company. The payment of the dividend is carried out with the assistance of the CD. Shareholders with open accounts with an investment intermediary will receive their dividend through the respective investment intermediary, and those with personal CD accounts will be able to receive their dividend from the branches of "Eurobank Bulgaria" AD (Postbank) in the country;

8. Approval of the Audit Committee's report in 2022; Draft decision: The AGM approves the Audit Committee's report on its activities in 2022;

9. Approval of a decision to discharge the members of the Board of Directors for their activity in 2022; Draft decision: The AGM releases the members of the Board of Directors from responsibility for their activities in 2022;

10. Election of the Audit Committee of the Company due to the expiration of the term of the current members; Draft decision: The AGM re-elects the current members of the Audit Committee of the company for a new term of three years, according to the proposal of the Chairman of the Board of Directors of the company enclosed in the materials for the AGM;

11. Election of a registered auditor of the Company for 2022; Draft decision: The AGM elects a registered auditor to verify and certify the Annual Financial Statements of the Company for 2022, in accordance with the proposal of the the Audit Committee, enclosed in the materials for the AGM;

12. Approval of the Report of the Board of directors on the implementation of the Remuneration Policy for the members of the Board of directors of the Company for 2022; Draft decision: The General Meeting approves the Report of the Board of directors on the implementation of the Remuneration Policy of the members of the Board of directors of the Company for 2022;

13. Determination of the remuneration of the members of the Board of directors for 2023; Draft decision: The remuneration of the members of the Board of directors and the Executive Director remains unchanged;

14. Approval of a decision under art. 24, para 3, letter B of the Articles of Association of the Company; Draft decision: Pursuant to art. 24, para 3, letter B of the Articles of Association, the Executive Director of the Company shall be paid an additional remuneration of 1% (one

percent) of the amount of profit realized in 2022 according to the approved Annual Financial report and the Remuneration Policy of the Company;

15. Approval of a decision to determine a percentage of the profit realized in 2022 to be distributed among the members of the senior management team of the Company, subject to the requirements of art. 26a, item 12 of the Articles of Association of the Company; Draft decision: The General Meeting adopts a decision that of 2% (two percent) of the profit realized in 2022 will be distributed among the members of the company's senior management team, subject to the requirements of art. 26a, item 12 of the Articles of Association of the Company;

16. Approval of the Substantiated Report of the Board of directors for transactions within the scope of art. 114, para 1 of the LPOS; Draft decision: AGM approves the Substantiated Report of the Board of directors for transactions within the scope of art. 114, para 1 of the LPOS;

17. Authorization within the meaning of art. 114, para 1 of the LPOS on a transaction between “Sopharma” AD and “Telecomplect” AD - Section One of the Substantiated Report; Draft decision: The General Meeting of Shareholders of “SOPHARMA” AD to approve and authorize the persons who manage and represent the public company for the conclusion of a Lease Agreement between “SOPHARMA” AD as a assigner and “TELECOMPLECT” AD as a contractor;

18. Miscellaneous.

22 May 2023

Sales revenues for April 2023

Sofia, Bulgaria, May 22, 2023 – According to the requirements of art. 100t of LPOS, “Sopharma” AD (SFA: “BSE-Sofia” AD, SPH: Warsaw Stock Exchange) notifies that for the month of April 2023, "Sopharma" AD realized a decrease in sales of 22% compared to the same month of the previous year, including 5% decrease of domestic sales and 31% decrease of export sales.

For the four months of 2023, sales increased by a total of 24% - maintaining domestic sales and 47% growth of export sales.