

# MANAGEMENT REPORT

FOR Q2



**SOPHARMA GROUP**

**2013**

29.08.2013

### **General information about the Group**

Sopharma Group (the Group) is a leading Bulgarian producer, exporter and local distributor of pharmaceutical products with a strong presence in Eastern and South-eastern Europe, offering a wide range of prescription medicines and OTC products.

The Group operates in the following areas:

- ✚ production of pharmaceutical products including medicines, primarily generics, herbal-based substances and food supplements, which is primarily done by Sopharma AD (the Company) and to a lesser extent by its production subsidiaries including Bulgarian Rose - Sevtopolis AD and Unipharm AD Bulgaria, Ukraine OAO Vitamins and Ivanchich and Sons D.O.O. in Serbia;
- ✚ distribution of pharmaceuticals, medical supplies, sanitary materials, vitamins, food supplements and cosmetics, which is mainly performed by Sopharma Trading in Bulgaria and Briz SIA in Latvia;
- ✚ production and distribution of non-pharmaceutical products, primarily medical supplies such as syringes and other disposables in medicine, which is mainly performed by Momina Krepost AD, and other complementary activities to the production of pharmaceutical products and distribution of pharmaceutical products.

Sopharma AD is a company registered in Bulgaria under the Provisions of the Commercial Act, with its registered office in Sofia, Iliensko shose street No 16.

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

The company performs 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 performs services as a production function and related ancillary and service activity.

### **Controlled companies**

Sopharma Group consists of Sopharma AD and 26 entities, including 25 subsidiaries, directly or indirectly controlled by the Company, and one joint venture (Vivaton plus, Belarus).

# Sopharma Group

Company	Share as at 30.06.2013 in %
Sopharma Trading AD	76.36
Bulgarian Rose Sevtopolis AD, Kazanluk, Bulgaria	50.06
Biopharm Engineering AD, Sliven, Bulgaria	97.15
Pharmalogistica AD, Sofia, Bulgaria	76.54
Elektroncommerce EOOD, Sofia, Bulgaria	100.00
Sopharma Buildings REIT, Sofia, Bulgaria	42.64
Momina Krepost AD, Veliko Tarnovo, Bulgaria	52.07
Unipharm AD, Sofia, Bulgaria	51.76
Phyto Palauzovo AD**	47.56
OAO Vitamini, Uman, Ukraine	99.56
Sopharma Poland LLC, Warsaw, Poland in Liquidation	60.00
Ivanchich and Sinovi DOO., Belgrade, Serbia	51.00
Sopharma Warsaw Sp. z. o. o, Warsaw, Poland	100.00
Sopharma USA Corp., Los Angeles, USA	100.00
Extab Corporation USA, Wilmington, USA	80.00
Extab Pharma Limited, Henley on Thames, Great Britain*	80.00
BRIZ ZAO, Riga, Latvia	51.010
Brititrade SOOO, Minsk, Belarus*	50.24
Tabina SOOO, Minsk, Belarus *	45.39
Brizpharm SOOO, Belarus**	32.64
ZAO Interpharm, Vitebsk, Belarus	28.51
Alean ODO, Belarus	36.22
Sopharma Ukraine EOOD	100
Vivaton OOO, Belarus**	50.00
OOO Pharmacist Plus **	26.01
ZAO TBS Pharma **	26.01

\*effective share in percent

\*\*indirect share

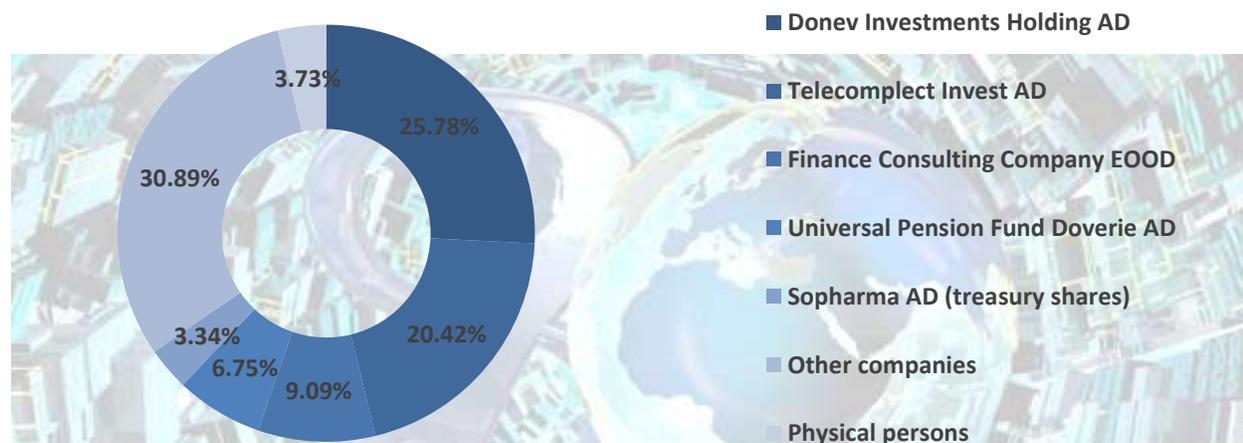
\*\*\*joint stock company

As at 30 June 2013 the GROUP has an interest through its subsidiary Briz OOD, Latvia in the associated company Vestpharm ODO, Belarus, NPK Biotest OOO, Belarus and BelAgroMed ODO, Belarus.

## 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, Alexander Tchaushev, Andrey Breshkov and Ognian Palaveev. The company is represented and managed by the Executive Director Ognian Donev, PhD.

## Shareholder structure as at 30 June 2013



## Industrial activity

Sopharma AD and its production subsidiaries have 15 pharmaceutical plants in Bulgaria, compliant with EU regulations, one plant in Ukraine, certified by the local authorities with a certificate recognized in all CIS Member States, and two in Serbia. With the exception of the plant in Ukraine, all production facilities have undergone procedures for certification to the European GMP.

The production of the company is carried out and developed in the following areas:

- ✚ Production of pharmaceutical products;
- ✚ Substances and preparations based on vegetable raw materials (phytochemical production);
- ✚ Veterinary vaccines;
- ✚ Infusion solutions;
- ✚ Concentrates for hemodialysis;

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- + Medical disposable products for human and veterinary medicine;
- + Injection molded products for the industry, agriculture and households.
- + Finished dosage forms including
  - + Solid tablets, coated 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, of which 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, of which the leading drug 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);
- + Nivalin - original plant-based product used for diseases of the peripheral nervous system;
- + Tempalgin - original analgesic (painkiller);
- + Analgin - generic analgesic (painkiller);
- + Broncholytin - original plant-based product used to suppress cough;
- + Methylprednisolone - generic drugs for cases of severe allergies and certain life-threatening conditions;
- + Tabex – original plant-based drug used for smoking secession
- + Tribestan – original plant-based drug used for stimulation of the male reproductive system

### Distribution

Sopharma Trading is a leading distributor of pharmaceutical products and cosmetics in Bulgaria with a market share of pharmaceutical products of 22% (according to IMS). Sopharma Trading is the only distributor on the Bulgarian market of particular pharmaceutical products for several leading international pharmaceutical and other companies the field of healthcare such as

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Amgen, Astra Zeneca, GE Healthcare, Johnson and Johnson, Abbot Diagnostics, Hartmann, Novartis and Novo Nordisk.

The company offers more than 7000 products (particularly drugs, medical equipment and devices, accessories, cosmetics, vitamins and supplements) in its portfolio, including the brands of Sopharma, and holds exclusive rights for Bulgaria over brands of strategic partners such as Aboca , Colief, Jamieson, Planter's, Premax, Skincode, SVR Laboratories, US Pharmacia and Wyeth, specialized services (such as software solutions for pharmacies and advice and consulting services) and national logistics services. Sopharma Trading cooperates with more than 400 partners and 3,870 customers.

### Intellectual property

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

For the manufactured generic products Sopharma AD relies on brand names to distinguish, 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, most of which - registered rights (trademarks, patents, designs) and unregistered items - mainly technology.

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

### Research and development

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

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

### Employees

For the second quarter of 2013 the average number of employees in the Sopharma Group is 3,950 (3,945 in 2012). The average number of employees in Sopharma AD for the second quarter of 2013 is 1,827 (1,859 in 2012), and in Sopharma Trading AD it is 672 (688 in 2012).

Training programs offered to employees of the company aim at increasing their competences. 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.

### ***Changes in the second quarter of 2013***

On 23 January 2013 Sopharma AD received a notification of disclosure of shareholdings under art. 145 of POSA from Financial Consulting Company EOOD for the selling of 4,053,002 shares of Sopharma, resulting in a decrease of its interest in the capital of Sopharma to 9,62%.

On 23 January 2013 Sopharma AD received a notification for disclosure of shareholdings under art. 145 of POSA from Donev Investments Holding AD for the purchasing of 2,982,666 shares of Sopharma, resulting in an increase of its share in the capital of Sopharma to 26,79%.

On 18 February 2013 Sopharma sold 1,105,000 shares in the capital of Sopharma Trading AD, resulting in a decrease in its share in the capital of the company to 76,77%.

The Extraordinary General Meeting of Shareholders of Sopharma AD, which was held on 28 February 2013 took the following decision: "Amendment of the conditions for acquisition of treasury shares of the Company. Draft decision: AGM shall amend the conditions for share repurchase, determined by the decision on the regular AGM, held on 23 June 2010, and amended by decisions of the Extraordinary General Meeting of Shareholders from 30 November 2011 and the EGM from 1 November 2012, as follows: the repurchase of own shares representing the company's capital, subject to the specific requirements of CA and POSA, shall be carried out at a minimal repurchase price not lower than the nominal value of one share of the capital of the Company."

On 21 March 2013 Sopharma AD acquired additional 770 shares of the capital of Momina Krepost AD. After this transaction the share of Sopharma AD in the capital of Momina Krepost AD increased to 50.01%.

The Board of Directors of Sopharma authorizes the Executive Director to launch negotiations for the sale of all shares representing 85% of the capital of the subsidiary Extab Corporation in order to acquire resources for the development of the original products of Sopharma on new markets.

On 4 June 2013, Sopharma AD sold 156,000 shares of the capital of Doverie United Holding AD, through which transaction the share of the Company in the capital of the Holding fell to 9.90%.

On 13 June 2013 Sopharma AD opened its new tablet plant. The total investment is 70 million BGN on total built-up area of 20,000 square meters. There are plans for the production of 4 billion tablets annually in the plant, with a range including over 100 pharmaceutical products.

On 18 June 2013 Sopharma AD bought 4,039 shares of the capital raising of Lavena AD, through which transaction the share of Sopharma AD in the capital of Lavenda AD reached 5.18%.

On 20 June 2013 was held the Annual General Meeting of Shareholders of Bulgarian Rose Sevtopolis AD according to the announced and published agenda, adopting a decision that the profit for 2012, after subtracting 10% for the "Reserve Fund", to be transferred to the additional reserves of the company.

On 21 June 2013 was held the Annual General Meeting of Shareholders of Sopharma. It decided on the payment of dividends to shareholders at the amount of 0.07 BGN (gross) per share. Dividend payment will start on 29 July 2013. In accordance with the Rules of the Central Depository AD, the dividend will be paid as follows: shareholders with open client accounts at an investment intermediary – through the investment intermediary, for shareholders without accounts an investment intermediary – through the branches of Eurobank EFG - Bulgaria /Postbank/ in the country.

On 21 June 2013 was held the Annual General Meeting of Shareholders of Sopharma Trading AD. It decided on the payment of dividends to shareholders at the amount of 0.20 BGN (gross) per share. Dividend payment will start on 1 September 2013. The dividend for 2012 will be paid as follows: shareholders with open client accounts at an investment intermediary – through the investment intermediary, for shareholders without accounts an investment intermediary – through the branches of SG Expressbank AD.

On 25 June 2013 was held the Annual General Meeting of Shareholders of Unipharm AD. It decided on the payment of dividends to shareholders at the amount of 0.05 BGN (gross) per share. The dividend for 2012 will be paid as follows: shareholders with open client accounts at an investment intermediary – through the investment intermediary, for shareholders with personal accounts at the Central Depository – through the branches of DSK EAD.

On 27 June 2013 was held the Annual General Meeting of Shareholders of Momina Krepost AD according to the announced and published agenda, adopting a decision that the profit for 2012, after subtracting 10% for the "Reserve Fund", to be transferred to the additional reserves of the company.

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On 31 July 2013 Sopharma AD purchased additional 1000 shares of the capital of Maritzatex AD. As a result of this transaction the share of the Company in the capital of Maritzatex AD has reached 10.12%.

### New developments and products

#### New in Q2 2013

The Company has implemented 3 new products in its portfolio – Methadone Sopharma oral solution, Movix ampules, Carsil max 110mg. capsules.

#### Expected in 2013

Two to three new products are expected to be introduced by the end of 2013.

#### Developments

Thirty production processes and technologies are in the process of transfer, validation and optimization. Pharmaceutical development is carried out of 12 new products for the company.

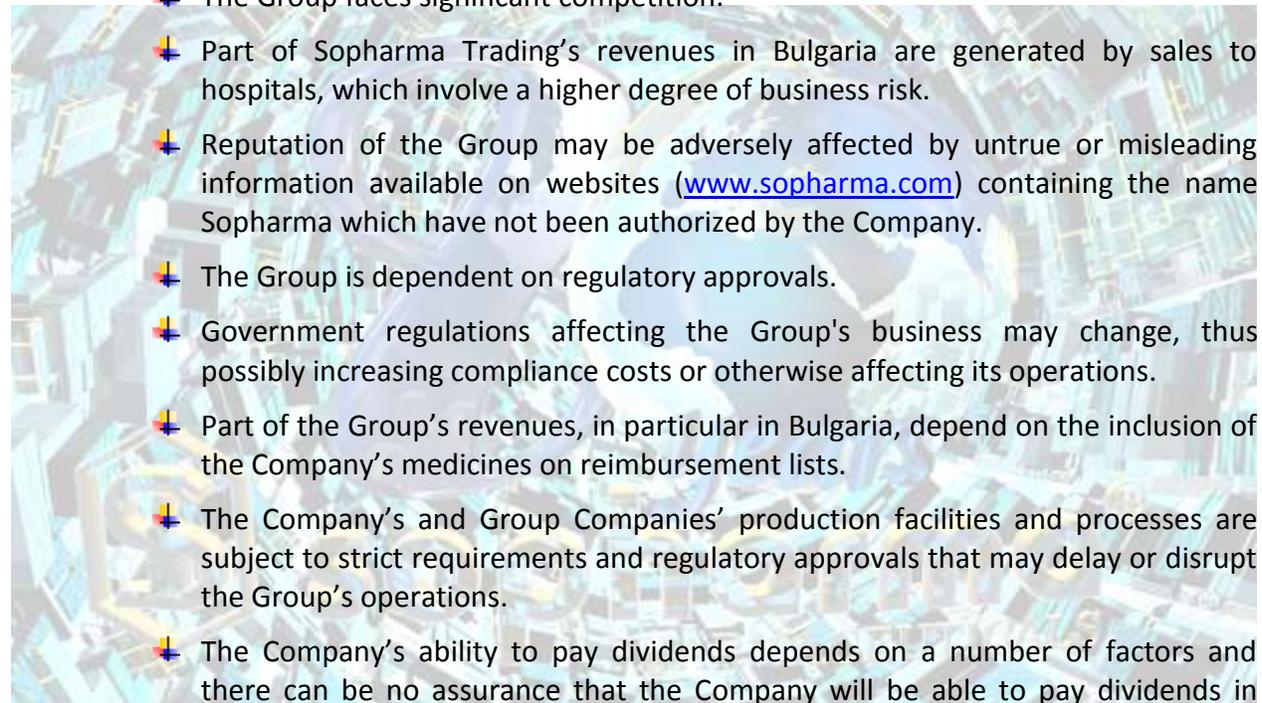
### Key financial indicators

Indicators	1-6/2013 BGN '000	1-6/2012 BGN '000	change %
Sales revenue	370 563	345 554	7.2%
Earnings before interest, taxes, depreciation and amortization (EBITDA)	50 619	41 599	21.7%
Operating profit	39 732	32 227	23.3%
Net profit	30 634	25 444	20.4%
Capital expenditures	25 119	33 319	-24.6%
	<b>30.06.2013</b> <b>BGN '000</b>	<b>31.12.2012</b> <b>BGN '000</b>	
Non-current assets	362 512	354 751	2.2%
Current assets	436 548	390 667	11.7%
Equity	414 952	391 353	6.0%
Non-current liabilities	72 787	70 088	3.9%
Current liabilities	311 321	283 977	9.6%

Ratios	1-6/2013	1-6/2012
EBITDA / Sales revenue	13,7%	12,0%
Operating profit/ Sales revenue	10,7%	9,3%
Net profit/ Sales revenue	8,3%	7,4%
Borrowed capital/ Equity	0,93	0,92
Net debt/ EBITDA, annualized	3,3x	3,1x

## Review of risk factors

### Risks relating to the Group's business and the industry the Group operates in

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- ✚ The Group faces significant competition.
  - ✚ Part of Sopharma Trading's revenues in Bulgaria are generated by sales to hospitals, which involve a higher degree of business risk.
  - ✚ Reputation of the Group may be adversely affected by untrue or misleading information available on websites ([www.sopharma.com](http://www.sopharma.com)) containing the name Sopharma which have not been authorized by the Company.
  - ✚ The Group is dependent on regulatory approvals.
  - ✚ Government regulations affecting the Group's business may change, thus possibly increasing compliance costs or otherwise affecting its operations.
  - ✚ Part of the Group's revenues, in particular in Bulgaria, depend on the inclusion of the Company's medicines on reimbursement lists.
  - ✚ The Company's and Group Companies' production facilities and processes are subject to strict requirements and regulatory approvals that may delay or disrupt the Group'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 Group is subject to operational risk which is inherent to its business activities.
  - ✚ The Group 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 Group'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.
- ✚ 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 Group companies perform their operations with active exchange with foreign suppliers and clients and therefore, they are exposed to currency risk.

A significant volume of the Group's revenue is formed mainly through the parent company from export of finished products contracted as payable in EUR. At the same time, the Group again through the parent company supplies a small part of its basic raw materials and consumables in USD. The currency risk is related to 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 companies abroad conduct sales mainly to the local markets, which leads to currency risk to their currencies as well – Ukrainian Grivna (UAH), Serbian Dinar (RSD), Russian Ruble (RUB), Latvian Lat (LVL), Belarus Ruble (BYR). The remaining part of Group companies' operations are usually denominated in Bulgarian Lev (BGN) or euro (EUR).

There is a currency risk control system implemented throughout the whole Group for the planning of imports, the sale in foreign currencies, as well as for procedures for daily monitoring of the movement of the USD exchange rate and control of pending payments. The exposition of the subsidiaries in Bulgaria to currency risk is insignificant, because almost all sales are conducted on the local market in BGN. The import of goods is fully conducted in EUR. The loans in foreign currencies are denominated mainly in EUR.

### **Credit risk**

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

The Group has developed policy and procedures to assess the creditworthiness of its counterparts and to assign credit rating and credit limits to clients by group.

The financial resources of the Group as well as the settlement operations are concentrated in different first-class banks. When distributing the cash flows among them, the management of the parent company and the subsidiaries take into consideration a variety of factors, as the amount of capital, reliability, liquidity, the credit potential and rating of the bank etc.

### **Liquidity risk**

Liquidity risk is an adverse situation where the Group encounters difficulty in unconditionally meeting its obligations within their maturity, including in the case of hyperinflation and recalculation of trade estimates for companies operating in such environment.

The Group generates and maintains a significant volume of liquid funds. An internal source of liquid funds for the Group is its main economic activity of its companies generating sufficient operational flows. Banks and other permanent counterparts represent external sources of funding. Another significant source of risk is the net position in BYR and the hyperinflation on that market.

### **Risk of interest-bearing cash flows**

Interest-bearing assets are presented in the structure of Group's assets as cash, bank deposits and fixed interest rate loans granted. On the other hand, the Group'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 Group partially dependent on interest risk. This risk is covered in two ways:

- (a) optimization of resources and structure of credit resources for achieving relatively lower price of attracted funds; and
- (b) combined structure of interest rates on loans comprising two components – a fixed one and a variable one, the correlation between which, as well as their absolute value, can be achieved and maintained in a proportion favorable for the Group companies. The fixed 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 management of the Group companies together with that of the parent company currently monitor and analyze the exposure of the respective company to the changes in interest levels. 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 %age, 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.

### ***Financial results in the second quarter of 2013***

#### **Sales revenues**

Revenues from sales of the Group have increased by 25 million BGN or 7,2%, reaching 370,6 million BGN in the second quarter of 2013 compared to 345,6 million BGN in the second quarter of 2012. The increase is due to an increase in sales of goods by 24,3 million BGN, reaching 233,1 million BGN in the second quarter of 2013 compared to 208,8 million BGN in the second quarter of 2012 and growth of 0,7 million BGN in sales of finished products, which reach 137,4 million BGN in the second quarter of 2013 compared to 136,7 million BGN in the second quarter of 2012.

#### **Sales by types of markets**



The contribution of sales in Bulgaria to the consolidated sales revenue in the second quarter of 2013 amounted to 67%, increasing by 17 million BGN, or 7%, to 247,2 million in the second quarter of 2013, compared to 230,2 million BGN in the second quarter of 2013.

Sopharma has a 4,3% share of the Bulgarian pharmaceutical market in terms of value and a 13,8% share in terms of sales. The positions of the main competitors of the company in the country are as follows: Novartis - 7% (5% in units.), Roche-6,4% (1% in units.), Actavis – 5,6% (14,7% in units.), GlaxoSmithKline – 5,6% (3% in units), Sanofi-Aventis-Zentiva – 4,3% (3,6% in

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units.), Astra Zeneca – 3,8% (1 % in units), Servier – 3,5% (2% in units), Pfizer – 3,5% (1,5% in units). Bayer - 3% (2% in units), among the distributors of medicines Sopharma Trading AD has a relative share of 22% and along with Phoenix / Libra (20,8% share) and Sting (20,98%) has a leading position in the national pharmaceutical market.

The Group products with the highest share in sales in the country are Analgin, Vicetin, Nivalin, Methylprednisolone, Flixotid.

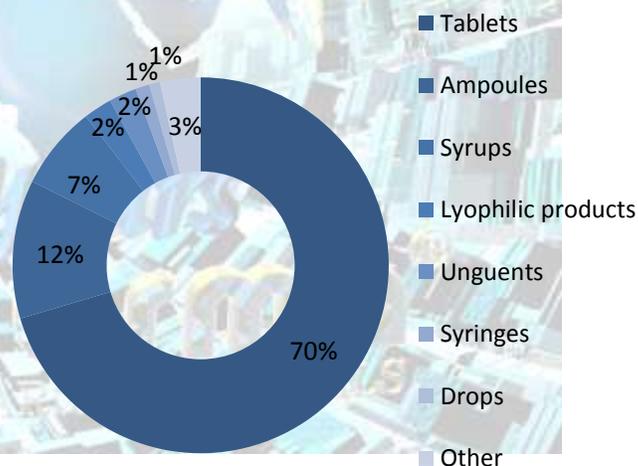
Export sales grew by 7,9 million BGN or 7%, reaching 123,3 million BGN in the second quarter of 2013 compared to 115,4 million BGN in the second quarter of 2013.

### Revenue by groups of products

Reported revenue of the Group includes the following items: revenue from the sale of finished products and revenue from the sale of goods.

Revenues from the sale of finished products include revenue from the sale of products manufactured by the Company and the Group companies.

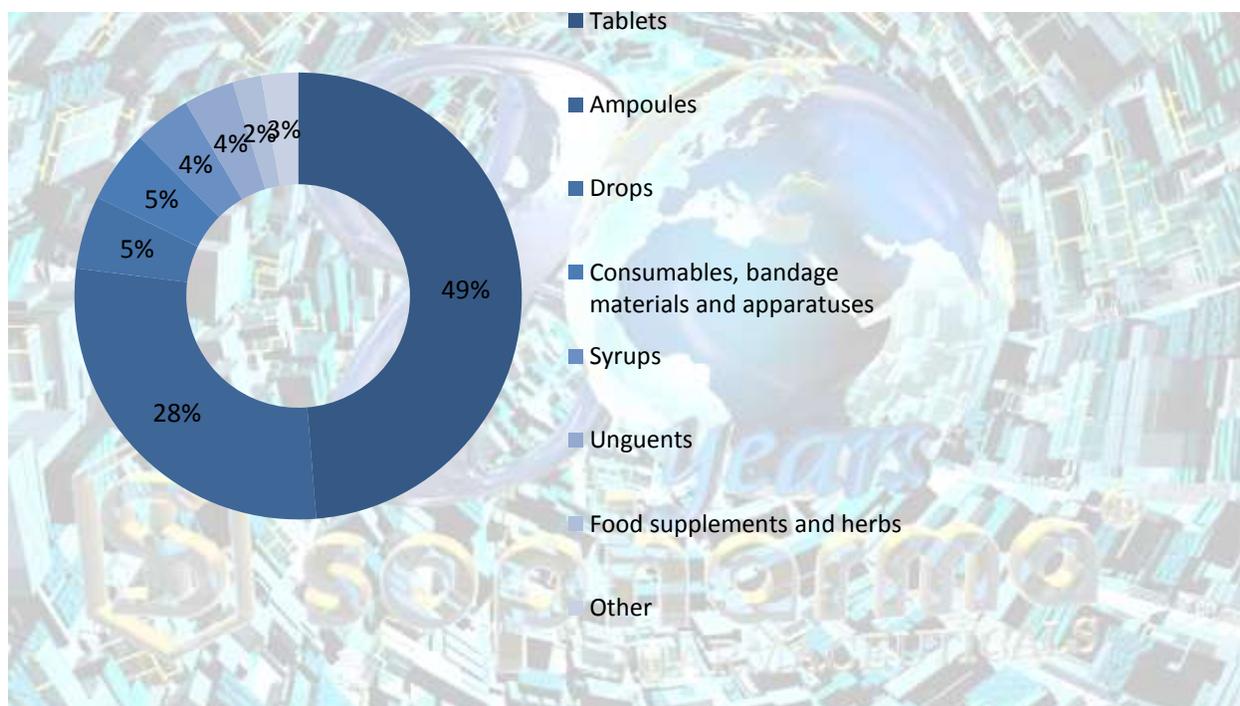
Revenues of finished products by type	1-6/2013 BGN '000	1-6/2012 BGN '000	change %
Tablets	96 800	96 736	0%
Ampoules	16 388	17 518	-6%
Syrups	9 890	9 065	9%
Lyophilic products	3 374	2 722	24%
Unguents	3 275	4 038	-19%
Syringes	1 652	1 221	35%
Drops	1 258	352	257%
Other	4 810	5 068	-5%
<b>Total</b>	<b>137 447</b>	<b>136 720</b>	<b>1%</b>



Revenues from the sale of goods include revenue from the sale of goods to third parties, which are distributed primarily by Sopharma Trading AD and Briz.

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Revenues of goods by type	1-6/2013	1-6/2012	change %
	BGN '000	BGN '000	
Tablets	113 529	110 213	3%
Ampoules	65 918	50 185	31%
Drops	12 345	11 144	11%
Consumables, bandage materials and apparatuses	12 230	12 314	-1%
Syrups	9 571	5 521	73%
Unguents	8 474	9 881	-14%
Food supplements and herbs	4 878	4 427	10%
Other	6 171	5 149	20%
<b>Total</b>	<b>233 116</b>	<b>208 834</b>	<b>12%</b>



## Other revenues from operations

Other revenues from operations	1-6/2013	1-6/2012	change	share 2012
	<i>BGN '000</i>	<i>BGN '000</i>	%	%
Services rendered	1 808	584	210%	59%
Rents	523	334	-57%	17%
Services of social activities and events	295	286	3%	10%
Income from financing	208	180	16%	7%
Profit/(loss) from sale of materials	207	(18)	-1250%	7%
Income from advertising	27	600	-96%	1%
Profit/ (loss) from sale of long-term assets	(3)	519	-101%	0%
Net losses from exchange rate differences on commercial receivables and payables and current accounts	(539)	1 260	143%	-18%
Other	522	336	55%	17%
<b>Total</b>	<b>3 048</b>	<b>4 081</b>	<b>-25%</b>	<b>100%</b>

Other operating income decreased by 1 million BGN reaching 3 million BGN in the second quarter of 2013, compared to 4 million in the second quarter of 2012. The most significant influence have the increase in net losses from exchange rate differences on commercial receivables and payables and current accounts by 1,8 million BGN. The decrease is partially compensated by the increase by 1,2 million BGN in income from services rendered. There is a decrease in the profit from sale of long-term assets and in income from advertising.

## Expenses

Operating expenses	1-6/2013	1-6/2012	change	share
	BGN '000	BGN '000	%	2012
Changes in inventories of finished goods and work in progress	(2 094)	(207)	912%	-1%
Book value of goods sold	214 750	196 193	9%	64%
Materials	41 344	45 762	-10%	12%
Hired services	25 516	27 414	-7%	8%
Personnel	38 151	34 699	10%	11%
Amortization	10 887	9 372	16%	3%
Other operating expenses	5 325	4 175	28%	2%
<b>Total</b>	<b>333 879</b>	<b>317 408</b>	<b>5%</b>	<b>100%</b>

The operating expenses in the second quarter of 2013 increased by 16,5 million BGN or 5% from 317,4 million BGN in the second quarter of 2012 to 333,9 million BGN in the same period of 2013 due to growth in sales and therefore the carrying value of sold products in the internal market, increased personnel, amortization and other operating expenses.

Expenses on materials	1-6/2013	1-6/2012	change	share
	BGN '000	BGN '000	%	2012
Basic materials	30 432	33 714	-10%	74%
Electricity	2 569	2 185	18%	6%
Spare parts, laboratory and technical materials	2 385	3 057	-22%	6%
Heating	2 308	2 941	-22%	6%
Fuels and lubricating materials	1 716	1 757	-2%	4%
Water	491	478	3%	1%
Other	1 443	1 630	-11%	3%
<b>Total</b>	<b>41 344</b>	<b>45 762</b>	<b>-10%</b>	<b>100%</b>

Cost of materials (12% share) decreased by 4,4 million BGN or 10% to 41,3 million BGN in the second quarter of 2013 compared to 45,8 million BGN in the second quarter of 2012. The cost of basic materials fell by 3,3 million BGN, or 10%, the most significant impact is defined as the cost of chemicals and packaging materials which decreased accordingly by 0,8 million BGN and 3 million BGN. The cost of heat, spare parts, laboratory and technical materials decreased. The cost of electricity increased by 0,4 million BGN.

	1-6/2013	1-6/2012	change	share 2012
	BGN '000	BGN '000	%	%
<b>Hired services expenses</b>				
Advertising	5 693	7 345	-22%	22%
Rentals and insurance	3 756	2 625	43%	15%
Forwarding and transportation services	2 619	2 298	14%	10%
Consulting services	2 640	1 854	42%	10%
Manufacture	1 370	3 396	-60%	5%
Buildings and equipment maintenance	1 272	2 038	-38%	5%
Bank, state and regulatory taxes	866	1 191	-27%	3%
Service fees	925	367	152%	4%
Subscription fees	661	781	-15%	3%
Security	631	477	32%	2%
Services under civil contracts with physical persons	803	902	-11%	3%
Registration of medicines	571	449	27%	2%
Local taxes and charges	562	611	-8%	2%
Communications	393	491	-20%	2%
Car repairs and maintenance	481	367	31%	2%
Other	2 273	2 222	2%	9%
<b>Total</b>	<b>25 516</b>	<b>27 414</b>	<b>-7%</b>	<b>91%</b>

Hired services have a 8% share of operating expenses and decreased by 1,9 million BGN or 7%, reaching 25,5 million BGN in the second quarter of 2013 compared to 27,4 million BGN in the second quarter of 2012. The most significant decrease comes from advertising by 1,7 million BGN and manufacturing expenses by 2 million BGN. The opposite effect have rents and insurances with 1,1 million BGN and consulting services with 0,8 million BGN.

	1-6/2013	1-6/2012	change	share 2012
	BGN '000	BGN '000	%	%
<b>Personnel costs</b>				
Current wages and salaries	28 904	24 436	18%	76%
Social security/health insurance contributions	4 977	6 151	-19%	13%
Profit-based bonuses	1 235	1 224	1%	3%
Social benefits and payments	1 775	1 599	11%	5%
Other	1 260	1 289	-2%	3%
<b>Total</b>	<b>38 151</b>	<b>34 699</b>	<b>10%</b>	<b>100%</b>

Personnel costs (with an 11% share) grew by 3,5 million, or 10%, reaching 38,2 million in the second quarter of 2013 compared to 34,7 million BGN in the second quarter of 2012. The general growth of these costs is mostly due to the increase of salaries of the.

<b>Other operating expenses</b>	<b>1-6/2013</b>	<b>1-6/2012</b>	<b>change</b>	<b>share 2012</b>
	<b>BGN '000</b>	<b>BGN '000</b>	<b>%</b>	<b>%</b>
Entertainment allowances	1 131	1 162	-3%	21%
Accrued/(recovered) impairment of current assets	993	401	148%	19%
Business trips	701	826	-15%	13%
Scrap of finished goods and semi-finished products	324	34	853%	6%
Scrap and loss of finished products	707	821	-14%	13%
Donations	160	220	-27%	3%
Trainings	154	164	-6%	3%
Payments to the budget	670	76	782%	13%
Other	485	471	3%	9%
<b>Total</b>	<b>5 325</b>	<b>4 175</b>	<b>28%</b>	<b>100%</b>

Other operating expenses (with a share of 2%) increased by 1,2 million BGN or 28% from 4,2 million BGN in the second quarter of 2012 to 5,3 million BGN as at the end of the second quarter of 2013. Costs in section "Payments to the budget" have a major influence with an increase of 0,6 million BGN. There is an increase in the allowance for impairment of current assets, net of 0,6 million BGN and in scrap of finished goods and semi-finished products with 0,3 million BGN.

Depreciation costs (with a share of 3 %) increased by 1,5 million BGN or 16% from 9,4 million BGN in the second quarter of 2012 to 10,9 million BGN in the second quarter of 2013.

## Financial income and expenses

<b>Financial income</b>	<b>1-6/2013</b>	<b>1-6/2012</b>	<b>change</b>	<b>share 2012</b>
	<b>BGN '000</b>	<b>BGN '000</b>	<b>%</b>	<b>%</b>
Income from interest on granted loans	2 345	2 017	16%	48%
Income from operations with investments	1 173	162	624%	24%
Income from interest on overdue payments	1 176	361	226%	24%
Interest on special contracts	102	9	1033%	2%
Income from interest on deposits	91	35	160%	2%
Net gain on exchange rate differences on loans	-	199	-100%	-%
<b>Total</b>	<b>4 887</b>	<b>2 783</b>	<b>76%</b>	<b>100%</b>

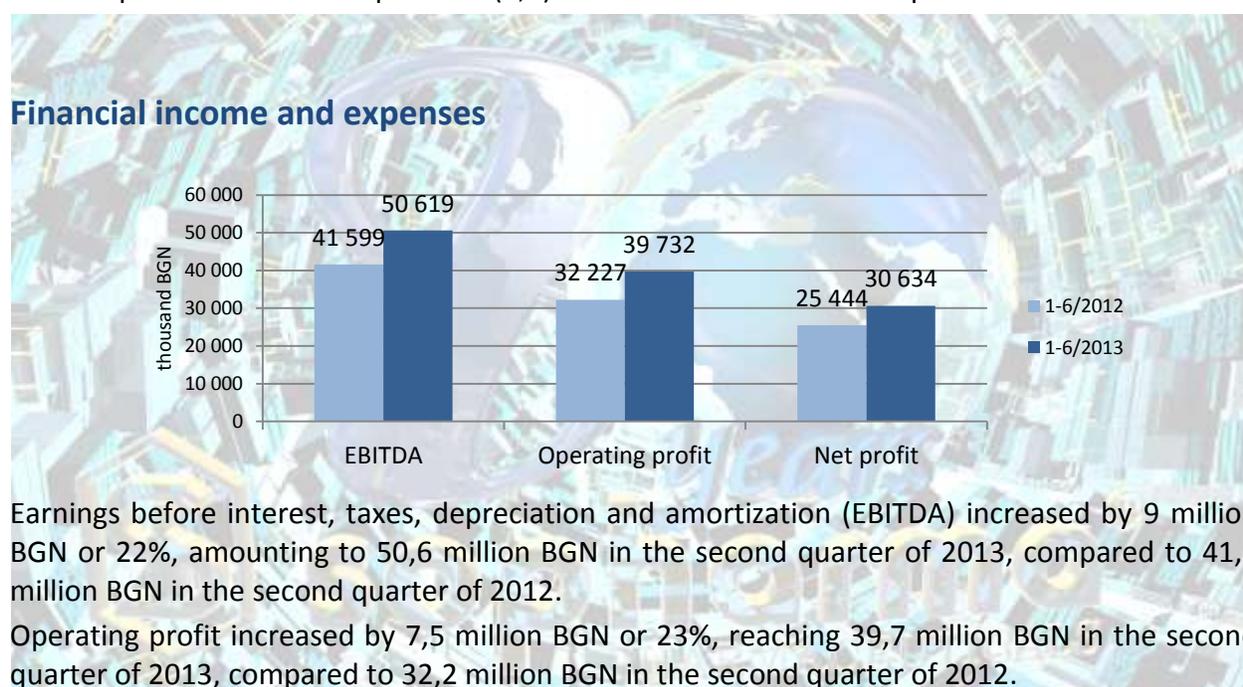
  

<b>Financial expenses</b>			<b>change</b>	<b>share 2012</b>
			<b>%</b>	<b>%</b>
Expenses from operations with investments	5 582	7	-	0%
Interest expenses on loans	3 227	3 422	-6%	88%
Bank fees on loans and guarantees	369	318	16%	8%
Financial leasing interest	201	159	26%	4%
Net loss from exchange rate differences on loans	95	-	-	0%
<b>Total</b>	<b>9 474</b>	<b>3 906</b>	<b>143%</b>	<b>100%</b>

Financial income increased by 2,1 million BGN or 76%, to 4,9 million BGN in the second quarter of 2013 compared to 2,8 million BGN in the second quarter of 2012. This is due to an increase in income from operations with investments, income from interest on overdue payments by 0,8 million BGN and income from interest on granted loans by 0,3 million BGN.

Financial expenses increased by 5,6 million BGN or 143% from 3,9 million BGN in the second quarter of 2012 to 9,5 million BGN in the second quarter of 2013. The most significant influence have expenses from operations with investments with 5,6 million BGN mainly as a result of sold interest in Doverie United Holding AD.

*Net financial income (expenses)* decreased by 3,5 million BGN, reaching (4,6) million BGN in the second quarter of 2013 compared to (1,1) million BGN in the second quarter of 2012.



Earnings before interest, taxes, depreciation and amortization (EBITDA) increased by 9 million BGN or 22%, amounting to 50,6 million BGN in the second quarter of 2013, compared to 41,6 million BGN in the second quarter of 2012.

Operating profit increased by 7,5 million BGN or 23%, reaching 39,7 million BGN in the second quarter of 2013, compared to 32,2 million BGN in the second quarter of 2012.

Net profit increased by 5,2 million BGN, or 20%, reaching 30,6 million BGN in the second quarter of 2013, compared to 25,4 million BGN in the second quarter of 2012.

## Assets

	30.06.2013	31.12.2012	change	share
	BGN '000	BGN '000	%	2012
				%
<b>Non-current assets</b>				
Property, plant and equipment	305 936	292 074	5%	84%
Intangible assets	28 123	26 380	7%	8%
Investment property	7 103	7 110	0%	2%
Investments in associated companies	1 857	582	219%	1%
Available-for-sale investments	15 583	23 425	-33%	4%
Long-term receivables from related parties	435	1 183	-63%	0%
Other non-current assets	494	1 460	-66%	0%
Differed taxes	2 981	2 537	18%	1%
	<b>362 512</b>	<b>354 751</b>	<b>2%</b>	<b>45%</b>
<b>Current assets</b>				
Inventories	131 853	130 950	1%	30%
Trade receivables	197 267	160 558	23%	45%
Receivables from related parties	57 907	60 871	-5%	13%
Other receivables and prepayments	17 381	22 521	-23%	4%
Cash and cash equivalents	32 140	15 767	104%	7%
	<b>436 548</b>	<b>390 667</b>	<b>12%</b>	<b>55%</b>
<b>TOTAL ASSETS</b>	<b>799 060</b>	<b>745 418</b>	<b>7%</b>	<b>100%</b>

*Total assets* increased by 53,6 million BGN, or 7%, reaching 799,1 million BGN, compared to 745,4 million BGN as at 31 December 2012 as a result of the increase in both current and non-current assets.

*Non-current assets* increased by 7,8 million BGN, or 2%, mainly due to the increase in property, plant and equipment by 13,9 million BGN. The main role in this increase have the investments in building the new solid-forms factory. Additional funds were invested for the acquisition of laboratory and production equipment.

Intangible assets increased by 1,7 million BGN, with the most significant expense being the implementation of an integrated information system.

Investments in associated companies increased by 1,3 million BGN, compared to 31 December 2012 as a result of acquired shares by Briz in Belarusian companies for trade with pharmaceutical products.

The available-for-sale investments decreased by 7,8 million BGN in relation to the sale of shares

of the capital of Doverie United Holding AD and Krimgaz OAO.

*Current assets* increased by 45,9 million BGN or 12%, reaching 436,5 million BGN as at 30 June 2013 compared to 390,7 million BGN as at 31 December 2012.

Inventories comprise 30% of current assets and increased by 0,9 million BGN compared to 31 December 2012, mainly in the portion of goods by 4,3 million BGN, unfinished products by 1,3 million BGN and finished products by 1,5 million BGN. Materials decreased by 5,3 million BGN and semi-finished products – by 0,8 million BGN.

Trade receivables, which have a relative share of 45% of current assets, increased by 36,7 million BGN, most significantly in the portion of receivables from customers (36,9 million BGN).

Receivables from related parties have a relative share of 13% in current assets and decreased by 3 million BGN. The most significant contribution to this decrease have receivables from sale of products and materials with 2,5 million BGN, as well as receivables on granted commercial loans with 0,5 million BGN.

Other receivables and prepaid expenses comprise 4% of current assets and decreased by 5,1 million BGN, as a result of a decrease in awards on litigations by 5,4 million BGN.

Cash and cash equivalents increased by 16,4 million BGN compared to 31 December 2012. As at the end of the current period there are deposits amounting to 4,1 million BGN.

### Liabilities and owner's equity

	30.06.2013	31.12.2012	change	share 2012
	BGN '000	BGN '000		
<b>OWNERS' EQUITY</b>				
Share capital	132 000	132 000	0%	32%
Reserves	37 652	35 979	5%	9%
Retained earnings	193 475	177 900	9%	47%
	<b>363 127</b>	<b>345 879</b>	5%	88%
<b>NON-CONTROLLING INTEREST</b>	<b>51 825</b>	<b>45 474</b>	14%	12%
<b>TOTAL OWNERS' EQUITY</b>	<b>414 952</b>	<b>391 353</b>	6%	100%

	30.06.2013	31.12.2012	change	share
	BGN '000	BGN '000	%	2012
<b>LIABILITIES</b>				
<b>Non-current liabilities</b>				
Long-term bank loans	56 239	56 844	-1%	15%
Liabilities on deferred taxes	6 491	5 792	12%	2%
Liabilities to the personnel upon retirement	2 331	2 331	0%	1%
Financial leasing liabilities	1 602	2 509	-36%	0%
Government grants	6 079	2 567	137%	2%
Other non-current liabilities	45	45	0%	0%
	<b>72 787</b>	<b>70 088</b>	<b>4%</b>	<b>19%</b>
<b>Current liabilities</b>				
Short-term loans from banks and third parties	202 833	203 994	-1%	53%
Short-term part of long-term bank loans	23 955	9 559	151%	6%
Commercial liabilities	55 233	55 242	0%	14%
Liabilities to related parties	6 015	1 560	286%	2%
Liabilities to the personnel and for social insurance	9 253	6 624	40%	2%
Liabilities for taxes	4 026	2 408	67%	1%
Other current liabilities	10 006	4 590	118%	3%
	<b>311 321</b>	<b>283 977</b>	<b>10%</b>	<b>81%</b>
<b>TOTAL LIABILITIES</b>	<b>384 108</b>	<b>354 065</b>	<b>8%</b>	<b>100%</b>
<b>TOTAL OWNERS' EQUITY AND LIABILITIES</b>	<b>799 060</b>	<b>745 418</b>	<b>7.2%</b>	

The owner's equity of the Sopharma Group increased by 23,6 million BGN compared to 31 December 2012 mainly through the achieved net profit for the current period. Equity relating to equity holders of the Company comprise 45% of total equity and liabilities, with a certain improvement of the financial autonomy of the Group.

Non-current liabilities increased by 2,7 million BGN or 4%, from 72,8 million BGN at the end of 2012 to 74,4 million BGN at the end of the second quarter of 2013 mainly due to the increase in government grants by 3,5 million BGN, which is due to the appropriation of funds from an participation of Group companies in OP Competitiveness.

Deferred taxes liabilities increased by 0,7 million BGN and financial lease liabilities and long-term bank loans.

Current liabilities increased by 27,3 million BGN or 10% compared to 2012, mainly due to short-term part of long-term bank loans, which increased by 14,4 million BGN. There is an increase in tax liabilities by 1,6 million BGN, payables to related parties by 4,5 million BGN and liabilities to the personnel and for social security by 2,6 million BGN and other current liabilities by 5,4 million BGN. The opposite effect have commercial liabilities and short-term bank loans. The

Group's total liabilities on bank loans increased by 12,6 million BGN compared to the end of 2012.

### Cash flow

	30.06.2013 BGN '000	30.06.2012 BGN '000
Net cash flow from operations	17 776	1 733
Net cash flow from investment activities	(14 124)	(40 412)
Net cash flow from financial operations	12 770	38 103
<b>Net increase/(decrease) of cash and cash equivalents</b>	<b>16 373</b>	<b>(812)</b>
Cash and cash equivalents on January 1	15 767	32 235
Cash and cash equivalents on 31 December	32 140	31 423

Net cash flow from operations as at 30 June 2013 amounts to 17,8 million BGN, from investment activities (14,1) million BGN and from financial operations 12,8 million BGN. As a result of these activities the cash and cash equivalents mark a net increase by 16,4 million BGN and as at 30 June 2013 amount to 32,1 million BGN, compared to 15,8 million BGN as at the end of 2012.

### Financial ratios

	30.06.2013	30.06.2012
ROE <sup>1</sup>	11,3%	12,9%
ROA <sup>2</sup>	5,2%	5,7%
Asset turnover <sup>3</sup>	0,94	1,00
Current liquidity <sup>4</sup>	1,40	1,46
Quick ratio <sup>5</sup>	0,98	1,05
Cash/current liabilities <sup>6</sup>	0,10	0,1
Owners' equity/liabilities <sup>7</sup>	1,08	1,09

<sup>1</sup> Net profit belonging to the equity holders of the Company, annualized / arithmetic mean of the equity for the last five quarters

<sup>2</sup> Net profit belonging to the equity holders of the Company, annualized / arithmetic mean of total assets for the last five quarters

<sup>3</sup> Revenues from sales, annualized / arithmetic mean of total assets for the last five quarters

<sup>4</sup> Current assets / current liabilities

<sup>5</sup> Receivables+cash/current liabilities

<sup>6</sup> Cash/current liabilities

<sup>7</sup> Equity/Liabilities

## Information about the shares of Sopharma AD

The total number of shares issued by Sopharma as at 30 June 2013 is 132 million with a nominal value of 1 BGN per share. All issued shares are dematerialized, common and indivisible, under the Articles of Association. All issued shares are of one class. Each share gives equal rights to its holder, in proportion to its nominal value. Sopharma's shares are traded on the official market of the BSE - Sofia and the official market of the Warsaw Stock Exchange. The shares are part of the indices SOFIX, BG40 and BGTR30 on the BSE - 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 the new blue-chip index Dow Jones STOXX Balkan 50 Equal Weighted Index.

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

### Important information for the shares of Sopharma AD

	30.06.2013	30.06.2012
Total number of issued shares	132 000 000	132 000 000
Number of shares outstanding at the end of the period	127 348 752	128 490 664
Earnings per share in BGN <sup>1</sup>	0,31	0,32
Price per share at the end of the period in BGN	3,115	2,170
Price/Earnings ratio (P/E)	10,05	6.78
Book value per share in BGN <sup>2</sup>	2,85	2,605
Price/Book value ratio (P/B)	1,09	0,833
Income from sale of one share in BGN <sup>3</sup>	5,60	5,25
Price of one share / Income from sale of one share (P/S)	0,56	0,41
Market capitalization in BGN	411 180 000	286 440 000

<sup>1</sup> Net profit of the company for the last four quarters excluding earnings from non-controlling interest/ average outstanding number of shares

<sup>2</sup> Common equity of the company as per the last financial report excluding non-controlling interest / number of shares outstanding at the end of the period

<sup>3</sup>Income from sales in the last four months / number of outstanding shares as at the end of the period.

## Trade with shared of Sopharma AD on Bulgarian Stock Exchange – Sofia AD for the period 1 January – 30 June 2013

