MEDIKA d.d. and its subsidiaries

ANNUAL REPORT
TOGETHER WITH AUDITORS' REPORT
for the year ended 31 December 2021

CONTENTS

MANAGEMENT REPORT

In 2021, the Medika Group (the "Group") generated a consolidated revenue in the amount of HRK 4,130,394 thousand, HRK 140,797 thousand more than the prior year's figure. The consolidated operating profit amounts to HRK 111,883 thousand, which is by HRK 14,632 thousand higher than the prior year's figure.

The consolidated profit before tax amounts to HRK 120,856 thousand, and the consolidated net profit amounts to HRK 99,509 thousand, which is HRK 22,635 thousand more than the 2020 figure.

By analysing the individual operating segments (note 6 to the financial statements), 50.2% of the total consolidated revenue was generated by pharmacies (2020: 49.3%), of which 11.8% by own pharmacies (2020: 11.2%). At the same time, 37.0% of the total consolidated revenue was generated from hospitals (2020: 36.3%).

Total consolidated assets amount to HRK 2,329,076 thousand, representing a decrease of 10.2% from the prior year. The amount of consolidated non-current assets increased by 11.3% compared to the prior year, which was most significantly affected by the purchase of land for the construction of the new logistics and business centre in Zagreb. The amount of current assets decreased by 15.2%. The consolidated current assets account for 76.5% of the total assets. Trade and other receivables represent the most significant item of the total consolidated assets and decreased by 18.7% from the prior year.

The total consolidated loan debt amounts to HRK 51,580 thousand, of which HRK 34,378 thousand relates to a long-term borrowing, and HRK 17,202 thousand to a short-term portion of the long-term borrowing (note 27).

The equity-to-assets ratio is 27%, showing that the Group finances 27% of its total assets from own sources.

The consolidated performance is presented in the statement of comprehensive income on page 45 of the financial statements.

Expected future development of the Group

The Company will maintain the distribution of medicinal products and medical devices as its principal activity and boost the operations involving those products that constitute the Company's core business.

Zdravstvene ustanove Ljekarne Prima Pharme has a strategy to expand its pharmacy network all over the territory of the Republic of Croatia.

Treasury shares

At 31 December 2021, Medika d.d. held 1,240 shares, which represents 4.11% of the total amount of shares. The nominal value per share amounts to HRK 6,930.

Subsidiaries and associates

The Company is the whole owner of its subsidiaries Zdravstvena ustanova (ZU) Ljekarne Prima Pharme and Primus nekretnine d.o.o.

ZU Ljekarne Prima Pharme has the fully owned subsidiary ZU Ljekarne Delonga and it also has an associate, ZU Ljekarne Jagatić, in which it holds a share of 49%.

Related parties

The Company with the majority of voting rights, i.e. the parent company Auctor d.o.o., holds an ownership interest of 48.04%, i.e. 50.10% voting shares.

Pliva Hrvatska d.o.o., Zagreb, has an ownership interest of 25.32% and 26.41% of the voting rights in the Company.

Risks

Credit risk

The most significant market risk for the Group is the long collection period for trade receivables, especially those HZZO (Croatian State Health Insurance) and HZZO related receivables. Therefore, a significant amount of working capital of the Group has been immobilized, which significantly affects the cash flow and the Group's ability to timely settle its own liabilities. As the receivables represent, directly or indirectly, amounts owed by state institutions, their collection should not be regarded as probable of default risk. This indirectly increases the need for additional funding, which means additional business costs.

Credit risk arises primarily from trade receivables. The risk is higher when dealing with privately owned pharmacies. Hospitals, on the other hand, have extended collection periods, but there is no risk of non-settlement.

Price risk

A continuing decrease in the prices of prescription medicinal products on the HZZO list and the HZZO administrative approach in determining the prices and margins represents another risk of the Group. To lower this risk, the Group has focused on expanding the lines of products that are not limited by law in respect of the price of the product.

Risks (continued)

Foreign exchange risk

Foreign exchange (currency) risk is a significant financial risk. The Group generates most of its revenue on the domestic market and in Croatian kuna (HRK). However, purchases are partly made on foreign markets, which gives rise to the risk of exposure to changes in foreign exchange rates mostly against the euro. All loans are kuna-denominated; hence, there is no exposure to foreign exchange risk.

Interest rate risk

The Group's interest rate risk arises from received borrowings and given short-term and long-term borrowings at variable rates. Variable-rate borrowings expose the Group to the interest-rate cash flow risk. Fixed-rate borrowings expose the Group to the interest-rate fair value risk.

A part of the Group's assets are interest-bearing assets, as a result of which its revenue and cash flows from investing activities depend on fluctuations in market interest rates.

Risk related to Covid-19

The pandemic caused by the Covid-19 virus that appeared in the Republic of Croatia in March 2020, did not have a significant impact on the company's operations and Medika d.d. did not use any aid provided by the Republic of Croatia to companies whose business was affected by the pandemic.

CORPORATE GOVERNANCE STATEMENT

As an entity listed on the official market of the Zagreb Stock Exchange, Medika d.d. applies the Corporate Governance Code of the CFSSA (Croatian Financial Services Supervisory Agency) and the Zagreb Stock Exchange, which will be published on the website of the Zagreb Stock Exchange.

The key components of the internal control and risk management system in the area of financial reporting include the following:

- an appropriate organisational structure at all levels, with appropriate segregation of duties and defined levels of powers;
- internal controls integrated into business processes and activities;
- a comprehensive set of accounting policies and procedures governing the preparation of annual report in accordance with International Financial Reporting Standards adopted by the European Union.

The Company is not involved in any mutual-shareholding relationship with other companies, it has no securities with special rights or securities with restriction to vote.

Corporate governance structure

Medika is a joint-stock company based on the dualistic governance model and its governing bodies are the following:

- General Assembly
- Supervisory Board
- Management Board

General Assembly
The General Assembly decides in the matters specified by the law and the Company's Statute which it also adopts, as well as decides on the use of the profit, on the increase and decrease in share capital, election and revocation of the Supervisory Board members, it provides note of release to the members of the Management and the Supervisory Boards, appoints the external auditor and performs other duties in accordance with the law and the Company's Statute.

Supervisory Board
The Supervisory Board oversees the management of the Company's affairs. To this end, it reviews and examines the business records, accounts and documentation of the Company. The Supervisory Board appoints members of the Management and provides its consent with certain Management decisions, such as strategic plans, business plans, financial statements and major investments. The Supervisory Board submits its report on the supervision over the management of the Company's affairs to the General Assembly to which it also presents decision proposals for adoption. The Supervisory Board consists of seven members. As a general rule, regular Supervisory Board meetings are held quarterly. The Supervisory Board may decide on matters, i.e. cast vote by telephone. The term of office of the Supervisory Board members is governed by the Company's statute and expires at the closing of the General Assembly meeting in which approvals of action are granted for the third business year following, but excluding, the year of election.

The members of the Supervisory Board are as follows: Mrs Ružica Vađić, Chairwoman, Mr Damjan Možina, Vice Chairman; Members: Mr Mihael Furjan, Mr Oleg Uskoković, Mr Josef Pilka, Mr Jozef Harviš, and Mr Antonio Samaržija.

CORPORATE GOVERNANCE STATEMENT (continued)

Management Board

Management Board defines business plans and controls the implementation, co-ordinates the activities of individual organisational units of the Company and their alignment with the current requirements and business plans, reports to the Supervisory Board about the operational developments and activities, profitability and efficiency, significant transactions and events as well as other matters specified in the Statute.

The Management Board of Medika has three members: Mr Jasminko Herceg, President of Management Board, Mr Matko Galeković, Member of Management Board and Mr Jakov Jaki Radošević, Member of Management Board, which represent the Company and managing its affairs solely.

Audit Committee

The Audit Committee has been established by decision of the Supervisory Board. The activities of the Audit Committee are governed by the Audit Act, the Companies Act, the Accounting Act and other regulations. The term of office of the Audit Committee members coincides with the term of office for the Supervisory Board.

The Audit Committee consists of the following members: Mrs Ružica Vađić, Chairwoman, Mr Oleg Uskoković and Mr Dalibor Briški.

NON-FINANCIAL REPORT

Non-financial report was prepared according to the Guidelines for reporting on non-financial information of the European Commission.

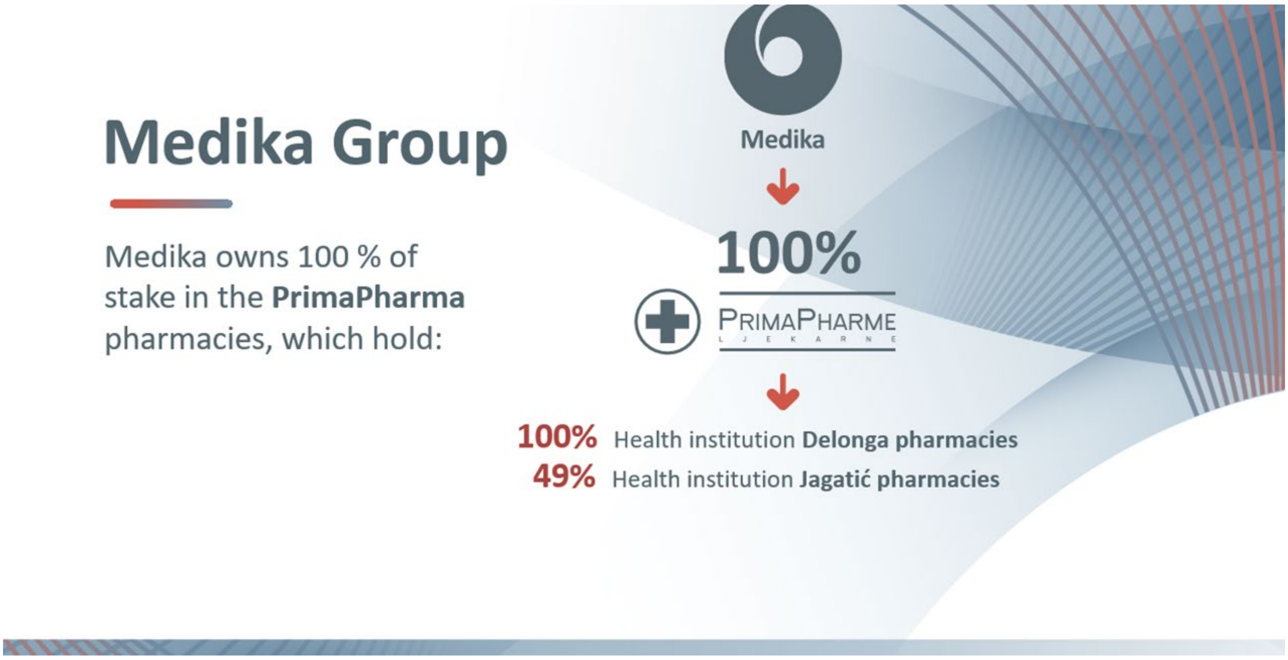
Business Description of the Medika Group

Medika d.d. (hereinafter "Medika" or "the Company"), established in 1922, is the oldest and leading wholesaler in Croatia, whose primary activity is the sale and storage and also the distribution of human and veterinary drugs, medical products, equipment and dental supplies, dietetic, cosmetic, hygienic and other products intended for the healthcare market.

The Company supplies pharmacies, healthcare facilities, hospitals, health centres, outpatient facilities, doctors' offices, wholesalers and specialized stores with the widest range of products.

The Company owns 100% shares in Zdravstvena ustanova (ZU) Ljekarne Prima Pharme and in the company Primus nekretnine d.o.o.

ZU Ljekarne Prima Pharme has the fully owned subsidiary ZU Ljekarne Delonga and it also has an associate, ZU Ljekarne Jagatić, in which it holds a share of 49%.



The Medika Group makes sales revenue through wholesale and retail channels, which are further detailed below. The wholesale sales revenue is made in the Company, and the retail sales revenue through the Prima Pharme Group.

NON-FINANCIAL REPORT (continued)

Wholesale

Within the wholesale channel, Medika's customers are divided into several segments, as follows:

- pharmacies
- hospitals
- other (health centres, polyclinics, dental clinics and polyclinics, veterinary clinics and farms, other wholesalers).

Financial segment information can be found in note 6 to these financial statements.

Wholesale Sales Programme

In its sales programme, Medika holds a wide range of products divided into several lines of products described below.

Pharmaceutics

Pharmaceutics represents a large part of the Company's operating income and offers the widest range of pharmaceutical products either from domestic or foreign manufacturers. Thanks to this, the medicinal products that are present on the European and world market are available to our customers.

As a part of its pharmaceutical sales programme, Medika ensures the urgent supply and import of medicinal products which implies the supply and import of otherwise unlicensed medicinal products in the Republic of Croatia.

The regulatory compliance for urgent supply and import of medicinal products is issued by the Agency for Medicinal Products and Medical Devices of Croatia (HALMED) in cases of medically justified urgency, protection of human health, research necessity, clinical trials, pre-clinical development, in cases of natural disasters or other urgent states, as well as for urgent cases of individual treatment using a medicinal product prescribed by a physician or a dentist administering the treatment.

Medika continually monitors the news and trends in medicine and pharmacy and, through cooperation with pharmaceutical suppliers and manufacturers, expands its portfolio of medicines thus enabling the presence and distribution on the Croatian market of the latest medicines and therapeutic systems such as immune drugs, biologicals, rare medicines disease (Orphan drugs) and gene therapies (aka ATMPs - Advanced Therapy Medicinal Products).

Medicinal Products and Special Products

Medical Products are one of the most comprehensive sales programs of the Company. The range of different programs entails clinical and laboratory diagnostics, haemodialysis, ophthalmology, neurosurgery, traumatology, orthopaedics, medical supplies, bandages and sanitary supplies, disinfection materials and supplies and other medical programs. Along with the constant monitoring of the offer, the rule is that the products must satisfy the highest criteria of modern medicine.

NON-FINANCIAL REPORT (continued)

Wholesale (continued)

Dietetics and cosmetics

Dietetics and cosmetics include a wide range of products, primarily non-prescription drugs, cosmetics, medical devices, consumer goods, high quality dietetics and dermatological cosmetics.

Procurement, in cooperation with sales, actively monitors customer needs and realises business cooperation with reliable suppliers who meet all legal standards required for product distribution in the Republic of Croatia.

Due to many years of successful business cooperation with the world's most reputable manufacturers, Medika has gained the status of the exclusive distributor of their product ranges.

Dental Department

Within this sales programme, the Company is one of the largest distributors of digital equipment, medicinal products and materials for dental and prosthodontic activity.

Ongoing professional education of employees and customers forms an integral part of the development strategy of this programme. Knowledge of the new products and programs and mastering innovative skills for the employees of the Company facilitates the daily sales. In this way, better information to end-users is provided in their everyday practice, in terms of new professional techniques and technologies.

Veterinary

Wide range of sales programs of the Company is reflected in the offer of products of domestic and foreign manufacturers.

This program's customers comprise veterinary offices and clinics, farms and veterinary pharmacies and other businesses subjects registered for the sale of veterinary medicines and veterinary activities.

Imported products registered for the domestic market are available in the procurement and sales offices of the Company, including the emergency import of veterinary drugs for end-users.

Logistics

Storage, goods manipulation and distribution services to customers are the primary activity of Medika, where Medika continuously invests in new technologies and work processes.

The total storage spaces are 18,550 m2. Zagreb Logistics Centre is a place where the decisions on the procurement and distribution are made, while in modern structured distribution and storage centres in Osijek, Rijeka and Split storage and distribution are organized.

NON-FINANCIAL REPORT (continued)

Retail

Sales in the retail channel takes place through the operations of 87 Prima Pharme Group pharmacies.

Pharmacy activity provides the supply and manufacture of medicines and the supply of medical products to citizens, health care institutions and other legal entities as well as to the private health practitioners. The supply of drugs and medical products implies the medicinal products retail. In addition to the supply of drugs and medical products, the pharmacy activity includes the supply of homeopathic products, the supply of baby food and dietary products, the supply of cosmetic and other health care products which are regulated by the General Act of the Croatian Chamber of Pharmacists and counselling regarding the prescribing i.e. proper application of medicines, medical, homeopathic and dietary products.

Business environment and competition

In the wholesale trade of medicinal products and medical devices, the four largest companies have the largest market share (Phoenix Farmacija, Medika, Medical Intertrade and Oktal Pharma). Medika Group is distinguished by the size of its market share, the wide range of the sales programme and by the largest network of pharmacies in the country.

The long period of collection of receivables from customers, especially in the part referring to customers within the HZZO system (Croatian Health Insurance Fund) has a significant impact on the operations of companies in the wholesale trade of medicinal products and medical devices. Therefore, a significant amount of working capital of the Group has been immobilized, which significantly affects the cash flow and the Group's ability to timely settle its own liabilities. As the receivables represent, directly or indirectly, amounts owed by state institutions, their collection should not be regarded as probable of default risk. However, this is reflected through additional funding requirements and with it additional operating expenses.

The political environment also significantly influences the operations of wholesalers. Announced reforms of the health system in the future, which would result in changes to the system and the model of health insurance and changes in their funding, could have a positive impact on the collection of receivables.

Pharmacy activity is carried out within the primary health care network in accordance with a separate law (the demographic and geographic criteria) in pharmacies and pharmacy depots. The abolition of defined criteria for opening of pharmacies would significantly affect the expansion of the pharmacy network. Due to legal constraints, the expansion of the pharmacy network can only be achieved through acquisitions, which is also one of the strategic goals of the Medika Group.

NON-FINANCIAL REPORT (continued)

Business environment and competition (continued)

Strategic business goals:

- One of the most important goals is to build an employee-based system as a source of competitive advantage for the Group, and through employee education and motivation, ensure employee development and strengthen the corporate culture.
- Although Medika is the market leader, it is certainly very important to strengthen existing market position and remain the market leader.
- Vertical integration or expansion of our own sales network remains an imperative for the overall development of the Medika Group and one of its strategic goals. By increasing the number of quality pharmacies in its ownership, the Medika Group increases its market potential and therefore the overall value of the Group companies.
- Improvement of infrastructure and internal processes is one of the most important goals in the Group's continued operations, due to the continuous annual growth in the number of items the Group has in its range and the increase in the number of items issued. Enterprise growth must be accompanied by the development and improvement of infrastructure and internal processes.
- In order to maintain its leadership position, the Group needs to continuously work on the development of new services, which will not only lead to an increase in total revenues, which directly results in the improvement of business relations and the strengthening of business ties with its partners.

Medika Group and customer relationship

Medika d.d. and customer relationship

In its everyday activities, the Company tries to understand the current and anticipate the future needs of customers and business partners, and meet their demands in a timely manner. The focus on the customers is demonstrated throughout the activities, which all represents an added value to the core business.

a) Promotional activities

The main goal of promotional activities is to position the company in a business environment:

- Informing users in all available ways (telephone sales, web sites, e-mail, personal contact)
- Supporting users in using the Company's services by providing quality as a priority goal,
- Providing additional services and contents in order to bring our customers closer to some new skills and tools they can use in their business,
- Monitoring, measuring through surveys and constantly improving customer satisfaction levels based on the data obtained.

Cooperation with the Croatian Chamber of Pharmacists and the Croatian Pharmaceutical Society has been taking place through projects in which Medika has been actively involved, among other, by the engagement of its employees.

Cooperation with the Croatian Chamber of Dental Medicine has resulted in the Company's participation in all professional conferences in their organization and publishing ads and promotional articles in professional journals published by the Chamber.

NON-FINANCIAL REPORT (continued)

Medika Group and customer relationship (continued)

In its public announcements, Medika has been directed to the professional public, and therefore the publication of advertisements has been related to professional publications, such as the Croatian Chamber of Pharmacists' Journal, the Pharmaceutical Journal of the Croatian Pharmaceutical Society, and the Pharmabiz – Professional Journal for Medicinal Products and Medical Devices.

The web sites of Medika have been primarily designed for the professional public and they have been representing the main activity of the Company, and all events that provide added value to the customers have been announced there.

b) Education

The Company pays particular attention to informing its partners and customers about new health system programs. By presentations and visits to customers, the competent and professional staff have been informing current and potential customers about both standard and new products.

Education for pharmacists, dentists and veterinarians represents an added value to our primary activity by which we have been bringing them closer to the news from the profession and exchanging business experiences.

The Prima Pharme Group and relationship with patients

One of the most important strategic goals of Prima Pharme is to ensure that patients have access to pharmacy services at all times. A system of internal education has been established, in order for the available service to be in line with the requirements of modern pharmacy, successfully respond to the needs of patients and with all its specifics, and standardized at the level of all branches throughout the Republic of Croatia.

The content is taken care of by the Council for Education and Professional Development, which operates through an educational team divided into a team for public health actions and digital media, team for phytopharmacy and diet therapy and a team of specialists in special branches of pharmacy, most of whom are our clinical pharmacists. Counselling on the proper use of medicine has developed protocols and materials that prescribe how to advise each patient on the use of prescribed medicine, monitoring the parameters to achieve therapeutic goals and changes in life habits crucial in disease control.

Some pharmacies are profiled through the education system as counselling pharmacies in the field of special needs of the population as well as established cooperation with partners and doctors, and colleagues by continuous investment in knowledge develop into experts available to patients and other colleagues in the institution.

In accordance with the continuous investment in professional and personal development of Prima Pharme Group employees, the Institution invests in professional competencies of employees through internal and external development-educational programs (university postgraduate specialist study of Clinical Pharmacy, Phytoaromatherapy program, Nutrition program, professional meetings, congresses, conferences and seminars, young talent development, Sales Academy, Academy of the Medika Group, i.e. MEGA Academy).

NON-FINANCIAL REPORT (continued)

Medika Group and supplier relationship

The cooperation with suppliers of trade goods, materials or services is contracted based on the received offers, suppliers' documentations and assessments made.

Medika Group supplies the following goods:
- Trade goods – products the Medika Group supplies and unmodified forwards to its customers, i.e. sells to final customers in pharmacies. They refer to drugs, medical products, veterinary-medical products, animal feed, veterinary tools, active substances, cosmetics, food supplements, general purpose objects, dangerous chemicals, biocides, baby food and equipment;
- Materials / equipment / systems (MOS) – suppliers' product, which Medika Group supplies and uses for product realisation (drugs equipment materials, equipment, computer programmes, vehicles, systems etc.);
- Services – products the Medika Group supplies as process or product support (for example, cleaning services, lease etc.).

The assessment process for trade goods suppliers (evaluation, tracking deadlines, compiling a list of suppliers according to their status) has been established within the SAP computer system in the company Medika.

Risk management

Compliance with the policy and achieving the objectives is an obligation of the Management Board and of all employees, and it is a measure of the quality of our business. The aim of risk management is to provide the company Medika d.d. business within the limits of acceptable risk and to prevent the occurrence of unacceptable risks for:
- patients (indirect customer users)
- suppliers
- employees
- customers
- shareholders (owners)
- the social community
- environment.

Regulatory Risk Management Requirements:
- Good Practice in Wholesale Medication (GDP) / Good Manufacturing Practice (GMP); ISO 9001:2015; ISO 14001:2015; ISO 50001:2011
- Risk management is part of the quality system, with the active involvement of the management staff as well as the accompanying services;
- Risk management in medicinal product quality throughout the life cycle of the medicinal product (including GMP);
- Planning - providing expected results, effectiveness, prevention and reduction of unwanted effects, achieving improvements.

NON-FINANCIAL REPORT (continued)

Significant risks and risk management

During 2021, due to the epidemic caused by the Covid-19 virus in the Republic of Croatia, the guidelines issued by the Crisis Staff of Medika are still effective:

- general recommendations for all employees
- guidelines for employees in warehousing and transportation
- guidelines for office workers
- guidelines for pharmacy employees
- guidelines for employee nutrition
- guidelines for partners / cleaners
- guidelines for partners / suppliers of goods.

The Crisis Staff includes the Management Board, directors, director of the Health Institution and heads of individual departments whose mobile phone numbers were available to all employees from 0-24h.

Telephone conferences were held as needed at which the guidelines were revised and new ones were found in order to maximize health protection and improve business in the changed circumstances.

The following is a list of significant identified business risks and activities that are carried out regularly to minimize them.

Business Risks

<u>Compliance risks</u> – inadequate compliance with regulatory requirements

- Activities: monitoring of legal and other regulations, assessment of area compliance, change management process.

<u>Strategic risks</u> – strategic risk is the risk of loss that may arise due to adverse business decisions, lack of ability to adapt to changes in the economic environment and similar.

- Activities: preparation of strategic development guidelines with the short-term and medium-term goals, preparation of annual business plans approved by the Supervisory Board.

NON-FINANCIAL REPORT (continued)

Significant risks and risk management (continued)

Operational risks

The risk of unauthorized entry into warehouse spaces

- Activities: the system of object protection and authorized access to premises, external and internal control of the facility, record / log of employees, visitors, system, process of dealing with counterfeits.

The risk affecting the quality of the goods in manipulation – inadequate conditions of receiving/storing drug – exposure to outdoor weather conditions – receipt, storage, distribution

- Activities: design and build of the object – materials of defined mechanical resistance and stability, performance of the ramp for the acceptance of vehicles, thermo-technical installation, monitoring system of conditions in the space, process of monitoring of measuring and other equipment, prescribed procedure within the system documentation, employee education.

The risk of contamination of goods – product contamination by different types of contaminants and origin

- Activities: design and build of the object – materials of defined mechanical resistance and stability, design and build of energy infrastructure and attests, process of maintenance and cleaning of the infrastructure.

Security risks – fire protection, safety at work, illegal actions of third parties, environmental impacts

- Activities – employees education, appointment of responsible person for transport and storage of dangerous chemicals, systematic positioning of dangerous chemicals, regular testing of installations, production of safe working instructions, 24 hour duty, business entry procedures, technical protection and video surveillance, passage control, insurance policies.

Legal regulation – high and strict regulation of all aspects of the activity

- Activities: establishment of a database of all relevant laws and regulations, monitoring of legislation, regular review of internet databases of professional regulatory bodies and chambers, regular updating of data so that possible changes would not endanger the business itself, each executor as well as any other person in charge of a particular business area must independently monitor the relevant laws and regulations, and, in case of any doubt, consult a legal service that will give an opinion, if necessary applying the principles of conflict resolution of laws.

NON-FINANCIAL REPORT (continued)

Significant risks and risk management (continued)

Risk of labour shortages and increased employee turnover –

- increased turnover, especially for the positions of Driver and Warehouse worker, due to the increase in employment and the growing supply of jobs in various industries. The selection process has been significantly extended from the former 15-20 working days to a period of 30-60 working days, which significantly affects existing workers who perform additional work due to vacancies.

- activities – stronger advertising on all portals and connecting with student associations and schools; additional activities aimed at the image of the employer through social networks and the introduction of a program of candidate recommendations with a cash prize; hiring an assistant/student in the Human Resources Department for recruitment tasks

Financial risks – financial risks are explained on pages 2 and 3 of these financial statements.

Quality and environmental protection system

The systematic approach to quality issues in the Company started in 2001, when the process of creating a quality management system according to ISO 9001 was initiated, which resulted in the certificate in 2002. By meeting the requirements of ISO 9001, the Company's business has gained a new, powerful backbone for systematic monitoring of the efficiency of all business activities with special emphasis on activities within the logistics segment. The principles of good distribution practice, with which all the company's logistical processes have already been aligned, have been applied through an internationally standardized format and in a way that enables effective monitoring and improvement of processes and operations.

The concept of the quality and environmental protection management system of the Company has been based on the idea that products/services of highly recognizable quality are easier to find some new customers and to retain the existing ones.

The Company accepts the principle of the responsibility to fulfil the requirements relating to the environmental protection and environmental preservation and protection of the health and safety of its employees.

The commitment of the Company's employees towards the quality and environmental protection is one of the fundamental values of our business, confirmed by employees involvement and Management decisions. The Company has been systematically managing its own environmental impacts throughout continuous improvement of environmental relations, timely and effective prevention of possible pollution, in compliance with regulations and by putting all the efforts to reduce the use of natural resources, as well as informing all stakeholders of the constant need for environmental concern. By defining the goals of quality and environmental protection and their realization, we have been turning the international standards and requirements of the System into practical action, while supporting the theory of sustainable development and social responsibility.

NON-FINANCIAL REPORT (continued)

Quality and environmental protection system (continued)

The quality and environmental policy (reinstated 2019) is valid (the requirements of ISO 50001 are included) and is accessible to all interested parties through the means of communication available to the Company, and is appropriate to the purpose/context of the organization and clearly states its commitment to environmental compliance, improvement and protection. There are no new stakeholder requirements that have an impact on the quality system. The context of the organization has not changed.

Through the quality and environmental policy as an integral part of the overall business policy and context of the organization, Medika expresses its commitment to the establishment and development of the quality and environmental protection system, thus satisfying applicable regulations and requirements of users and employees and all stakeholders.

The quality and environmental policy is available to all interested parties through the means of communication available in Medika d.d.

Medika

POLITIKA KVALITETE

Medika je dioničko društvo koje obavlja djelatnost prometa na veliko (nabava, skladištenje, prodaja i distribucija) humanih lijekova i veterinarsko-medicinskih proizvoda, medicinskih proizvoda, hrane za životinje, pribora za uporabu u veterinarstvu, kozmetike, dodataka prehrani i predmeta za opću uporabu namijenjenih prvenstveno sustavima zdravstvene zaštite ljudi i zaštite zdravlja životinja. Medika pruža usluge skladištenja i distribucije, te sekundarnog opremanja humanih lijekova i veterinarsko-medicinskih proizvoda.

Medika d.d. se obvezuje da će:

- primjenjivati važeće hrvatske i europske zakone, norme i preporuke u cijelom području poslovanja,
- voditi i poboljšavati sustav upravljanja kvalitetom i zaštitom okoliša na temelju normi ISO 9001, ISO 14001, ISO 50001 te zahtjevima Dobre proizvođačke prakse i Dobre distribucijske prakse,
- neprekidno poboljšavati odnos s kupcima, dobavljačima i drugim zainteresiranim stranama, te nastojati razumjeti njihove interese,
- upravljati procesima i rizicima na djelotvoran i učinkovit način, te ispunjavati ciljeve kvalitete, zaštite okoliša i energetske učinkovitosti,
- uvoditi rješenja i sustave koji pridonose kvaliteti, sigurnosti i brzini lanca opskrbe,
- unaprijeđivati razvoj zaposlenika, radno okruženje i kulturu kvalitete.

Pridržavanje politike i ostvarivanje ciljeva obveza je Uprave i svih zaposlenika te je mjerilo kvalitete našeg poslovanja.

Medika d.d.
Sustav upravljanja kvalitetom
ORIGINAL

Direktor
Jasminko Herceg, dipl.oec.

Zagreb, 29.05.2019.

NON-FINANCIAL REPORT (continued)

Quality and environmental protection system (continued)

Due to the wide range of product programmes that the Company stores and distributes, and due to the fact that the trade turnover for the most of them is specifically regulated, the Company has obtained a series of certificates, permissions and licenses to prove the compliance with the requirements of the standards and relevant laws and regulations regulating the turnover of certain types of products.

Quality and environmental protection management system

The integrated quality and environmental protection management system is based on ISO 9001: 2015, 14001: 2015, and Good Manufacturing Practice and Good Distribution Practices requirements.

Thanks to the inspection visits of various state institutions and regulatory bodies, external audits made by principals and other business partners and regular internal reviews, the system has been constantly upgraded and refined.

During 2019, an Energy Management Policy was adopted, whereby the Company opted to increase energy efficiency and reduce consumable energy where possible and to promote long-term environmental and economic sustainability in the area of its business. During 2021, the mentioned Energy Management Policy was implemented.

The success of the quality and environmental protection system is an integral part of the overall business success of the Company. The integrated quality and environmental protection management system ensures that the Company is under the supervision, and also that the Management Board and management are using the management system as an objective, documented and measurable tool for planning, monitoring and analysis of the fulfilment of objectives, ensuring the risk reduction and continuous improvement.

The Quality department continuously carries out audits and reviews of the quality assurance system and confirms that process management, monitoring and measurement are in line with the objectives and environmental policy and they regularly report all of it to the Management. The Report on the activities of the quality and environmental protection management system is prepared at least once a year.

Results of the quality and environmental protection management system

The Quality and environment management team holds regular meetings and reports on the activities of the Quality and environmental protection management system to the Management.

An integrated quality and environmental protection management system based on ISO 9001:2015, 14001:2015 and Good Manufacturing Practice and Good Distribution Practices requirements, has been maintained through continuous process of implementation and enhancement activities. Processes and quality indicators are aligned with the Quality Policy. The Quality Policy has been passed and accessible to all interested parties, in an appropriate context of the Company, and it clearly mentions the commitment to compliance, improvement and environmental protection.

NON-FINANCIAL REPORT (continued)

Results of the quality and environmental protection management system (continued)

Some of the key activities conducted during the year 2021:

- Temporary measures have been implemented due to the Covid-19 virus pandemic that are still in use (organization, disinfection, process implementation, risk analysis).
- The systematic and documented implementation of the validation / qualification of the cargo space of delivery vehicles, storage facilities and cooling chambers continued.
- Renewal of fleet (freight and passenger vehicles) – reduced average fleet age.
- A storage and distribution service for several suppliers has been established.
- The PC Rijeka refurbishment project was launched
- A tracking system is installed on delivery vehicles, in addition to the location of the vehicle movement, it also enables a detailed analysis of fuel consumption
- Contracted lease of storage space at the new location in Sesvetski Kraljevec, Strojarska cesta 9c, became operational in the first quarter of 2021.
- Alignment with the new Regulation on Medical Devices and Diagnostic Products has been implemented
- Change management for the project of the new PC/LC Zagreb center was initiated and the planned implementation activities were defined and the project task was completed
- New jobs have been established for the complaints and returns department
- System for tracking packages in delivery introduced

Permits and licences for business

Dozvola za promet na veliko lijekovima Sesvetski Kraljevec (Strojarska cesta 9c) - Klasa: UP/I-530-01/21-01/02, Urbroj: 381-13-08/284-21-04; 12.04.2021.

NON-FINANCIAL REPORT (continued)

Results of the quality and environmental protection management system (continued)

The audit and review of the system are based on the evaluation and analysis of the following aspects:

1. Results and reports of internal and external audits

   a) During 2021, the number of internal and external audits carried out increased. Regarding the implementation of internal audit and activities that follow the audit, all CAPA (corrective action – preventive action) are monitored on a monthly basis, through quality indicators and regularly reported to the Management Board in accordance with the defined procedure. Areas of occupational safety and work environment are recognized as additional value that will be implemented through audits. Increased number of external audits due to the new certification obligation of Medika d.d. as a distributor of ecological products, and established new storage and distribution locations in Sesvetski Kraljevec. The smaller number of observations, and the largest number of recommendations from external audits in 2021 indicate the high compliance of the quality system with the requirements and the experience gained by key staff in auditing. Non-compliances and corrective measures are monitored through quality indicators from 2015 onwards and in 2021 as well. In the observed period, regarding non-compliances from external audits, all corrective actions have been reviewed and successfully implemented or are in the process of implementation. The quality service systematically monitors the deadlines and the execution and effectiveness of defined measures. The audit conclusions stated in the reports show a high degree of system compliance and no non-compliance with the requirements that would lead to restrictions on permits or work practices has been identified.

   b) In January 2021, an audit plan for suppliers of services or materials was prepared and all planned audits of suppliers were conducted on-site and realized through 2021. There were no critical findings and verified suppliers meet the requirements of the quality system of Medika d.d.

   c) During 2021, certain internal audit activities were carried out, which were included in the Annual Plan for 2021. Since due to the pandemic caused by COVID-19 it was not possible to carry out all the planned activities, a portion of activities planned for 2021 will be carried out in 2022.

2. Status of non-compliances, corrective and preventive actions

   During 2021, there was an increase in outstanding non-compliances within the quality and environmental protection system according to the Non-Compliance Management procedure. The increase in the number of outstanding non-compliances compared to the previous year is a consequence of the more frequent occurrence of non-compliances in the processes and the increase in employee awareness of the need to initiate non-compliances in order to achieve the system compliance. All outstanding corrective and preventive activities were closed but one, which has a resolution deadline in 2022 and is in the process of resolution.

NON-FINANCIAL REPORT (continued)

Results of the quality and environmental protection management system (continued)

3. Complaints and returns of goods from customers

   Indications of complaints and returns from customers are among the most important indicators. In general terms, a downward trend in complaints was particularly evident after the introduction of the WMS system and a wireless issuing system in distribution centres. In 2021, positive steps were made and the total number of complaints decreased compared to the previous year, so at the level of the company Medika they are at 0.20%.

   In the previous year, the number of issued items increased, and total complaints decreased compared to the previous year.

4. Quality indicators

   Review of quality indicators achieved in 2021:
   - (Re)validations performed/ (re)validations planned – target 100% achieved
   - Production materials reject – the target was < 1.0%, achieved 0.14%
   - Complaints – the target was < 0.30% – an average of 0.20%, was achieved, 15% decrease compared to the previous period
   - Sales – planned revenue – target achieved, revenue increase significantly higher than planned
   - Market share – the goal was to maintain the market leader position in 2021, which was achieved.

5. Monitoring of significant environmental aspects

   The year 2021 saw the continuation of the activities carried out in the past period, which have contributed to:

   - Reduction of exhaust emissions into the air by renewing the fleet (freight and passenger cars)
   - A new SMARTIVO control system for trucks on the move has been implemented with the possibility of monitoring the consumption and driving dynamics, which enables better control and management of consumption
   - Rationalization of electricity consumption – electricity consumption reduced due to the commissioning of the Photovoltaic Power Plant in PC Osijek

   The Board's intent is to continuously ensure the use of modern organizational, technical and technological solutions in operations and supervision and to prevent possible pollution and reduce the vulnerability of the negative impacts of business on the environment and the sustainable use of resources.

NON-FINANCIAL REPORT (continued)

Results of the quality and environmental protection management system (continued)

6. Employee education

In the year 2021, all the education according to the plan and the program of continuous education was conducted, as well as a large number of continuous education activities related to the quality and environmental protection management system beyond the plan, based on the defined corrective actions, audit of the system documentation and change records, and due to the possibility of implementation through a webinar. Some of the most significant are from the following areas:

- EU cGMP continuing education
- Opening material codes within the SAP system
- Quality and environmental protection management; basics of GDP / GMP

The implementation of education of new employees according to the established topics continued in 2021. In the considered period, 4 trainings of new employees were conducted with the following topics:

- QMS (Quality Management System) in general,
- GDP (Good Wholesale Practice),
- Management of non-conformities and product complaints,
- Counterfeits,
- Pharmacovigilance.

The training process is computerized (when applicable) and in this way the conducted trainings within the web application are more systematically monitored and analysed.

In 2021, the application which enables monitoring the process of introducing new employees to the job was completed. New employees register in the application and a notification is sent to all participants in the induction process in order to receive information on time and have time prepare everything necessary for the introduction to the job. The goal is for all participants to receive information on time and to provide new employees with greater satisfaction with the induction process.

Based on the assessment of managerial potentials, competencies and skills for the purpose of personal development planning conducted in 2020, a program for the development of employees with high potential in managerial positions was launched. The development program is focused on the development of business/economic and interpersonal skills and knowledge. The key goals of the program are the development and retention of employees with high potential, preparing employees to take on more demanding and responsible positions and creating an organizational culture in which potentials are identified and which invests in skills and knowledge development and fosters a culture of excellence.

7. Working with customers

In 2021, the 10th Business Alphabet was held, thus continuing the business practice of improving practice and developing cooperation with customers.

NON-FINANCIAL REPORT (continued)

Results of the quality and environmental protection management system (continued)

8. Changes that may have an impact on the system

   Medika d. d. processes are aligned with all the positive legal regulations, especially those that regulate the wholesale turnover of medicines and medical products, i.e. Good Distribution Practice (GDP) and Good Manufacturing Practice (GMP) for the drug manufacturing process (secondary equipment).

   Areas / Activities affecting the Quality and Environmental Protection Management System:

- During 2022, as part of the project of establishing a new centre in Zagreb, it is necessary to assess, initiate and implement activities (e.g. supplier evaluation) of quality assurance depending on the time frame of the project (contracting architects, designers, conceptual design, etc.),
- Coronavirus pandemic response activities (uncertainty of outcome).

Environmental issues and social aspects of business operations

The integrated quality and environmental protection management system is based on ISO 9001:2015, ISO 14001:2015 and ISO 50001:2011 and the requirements of Good Distribution Practice and Good Manufacturing Practice.

As for the preventive measures, Medika has planned annual activities, i.e. plans of preventive inspection, which relate to all relevant aspects:

- Emissions into air
- Discharge into water
- Waste management, especially hazardous waste
- Soil contamination

Measurements are performed by authorized surveyors.

NON-FINANCIAL REPORT (continued)

Environmental issues and social aspects of business operations (continued)

Waste management

Medika d.d. has provided working instructions and procedures to prevent uncontrolled waste generation and to prevent unpredictable situations. All waste is properly stored and transported by authorized collectors.

Waste in the Medika Group originated and delivered during 2021 and 2020:

		Quantity in t
Waste name	**2021**	**2020**
Print toners	**0.79**	0.87
Oil	**0.36**	0.42
Oil from the separator	**0.48**	0.34
Oily water from the separator	**3.28**	3.72
Filters	**0.05**	0.08
Brake fluid	**0.02**	0.03
Other wastes whose collection and disposal is subject to special requirements to prevent infection	**-**	0.05
Chemicals	**0.67**	0.13
Cytostatic	**0.02**	0.00
Fluorescent tubes and other wastes containing mercury	**0.05**	0.03
Refrigeration devices	**1.05**	0.60
Discarded electrical and electronic equipment	**2.05**	4.10
Cardboard	**183.50**	155.67
Foil	**16.39**	17.03
Plastic packing	**3.57**	4.82
Styrofoam	**1.19**	1.23
Merchandise	**7.02**	6.11
Construction waste	**-**	0.11
Medicines	**4.05**	3.49
Mixed waste composed only of non-hazard waste	**-**	1.35
Grease sludge	**11.18**	11.06
Paper	**12.33**	20.70
Textile	**0.19**	0.43
Pharmaceutical waste	**2.09**	1.75
Bulky waste	**12.97**	1.32

NON-FINANCIAL REPORT (continued)

Environmental issues and social aspects of business operations (continued)

Collecting the returns from customers

In all pharmacies of the Prima Pharme Group, it is possible for the customers (patients) to dispose old medicinal products that are properly disposed of afterwards.

During 2021, a total amount of 2,089 kg (2020: 1,754 kg) of old medicinal products collected in the pharmacies from customers (patients) were properly disposed.

Consumption of energy sources

An overview of consumption of important energy sources in the Medika Group for the period 2018-2021:

Year	Fuel (000'l)	Gas (000' kWh)	Electricity (000'kWh)
2021	729	765	2,941
2020	742	992	3,047
2019	741	670	3,139
2018	712	887	3,151

Taxonomy-eligible activities in 2021

In this part of the report, the Medika Group discloses information in accordance with Article 8 of Regulation (EU) 2020/852 establishing a framework to facilitate sustainable investment, as amended by Commission Delegated Regulation (EU) 2021/2139 setting out technical screening criteria for eligible economic activities that contribute to climate change mitigation and adaptation objectives, in accordance with Commission Delegated Regulation (EU) 2021/2178 laying down the reporting methodology.

In accordance with this regulatory framework, the Medika Group is obliged to disclose information on how and to what extent the company's economic activities can be qualified as environmentally sustainable in relation to the first two goals of the EU Taxonomy – climate change mitigation and adaptation. The eligibility and alignment of economic activities is expressed through three economic indicators: as a percentage of turnover, capital expenditures and operating expenses. For reports as at 31 December 2021 published in 2022, the reporting obligation is limited to the **eligibility** criterion, while for the next reporting periods eligible activities will also be analysed from the point of view of **alignment** with the EU taxonomy.

The main business activities of the Medika Group are currently not covered by the EU Taxonomy as those that can most significantly contribute to climate change mitigation and adaptation to climate change. However, in accordance with the regulation, as a reporting entity, the Medika Group monitored the shares of revenues and capital expenditure and operating expenses generated in operations, in those segments for which the support of environmentally sustainable activities can be identified. During 2021, the Medika Group took initiatives aimed at avoiding and reducing the company's contribution to climate change, and these were included in eligibility considerations in accordance with the EU Taxonomy.

NON-FINANCIAL REPORT (continued)

Environmental issues and social aspects of business operations (continued)

Taxonomy-eligible activities in 2021 (continued)

The regulatory obligation in reporting for 2021 relates to the evaluation and calculation of the share of activities eligible according to the taxonomy, and in that part the Medika Group limited itself to assessing eligibility. In accordance with regulatory requirements, in the following reporting periods we will also include technical screening criteria in the monitoring process in order to determine the compliance of the Medika Group with environmentally sustainable activities.

The calculation of the share of taxonomy-eligible economic activities was performed by comparing the activities that make up the share in revenues and by comparing the environmentally acceptable capital expenditure and operating expenses of the Medika Group with the activities listed in the taxonomy. According to the nomenclature of Annexes I and II of the Delegated Regulation, the Medika Group has identified the following eligible economic activities, most of which relate to capital expenditure, and the projects in which these investments were made are described in detail below. The share of taxonomy-eligible activities in turnover was recognized on only one item. The total revenues shown relate to operating income and do not include financial income. Operating expenses include depreciation of property, plant and equipment, maintenance costs, security and cleaning costs, rental costs and property insurance costs, and taxonomy-eligible activities were not identified in them.

Taxonomy-eligible investments were calculated as the share of investments that are considered sustainable according to the above items in the total capital investments of the Medika Group, and the same principle was applied in the calculation of the share in revenues. The table shows the percentage of turnover, capital expenditure and operating expenses.

(all amounts are expressed in thousands of HRK)	**Medika**	**Medika Group**	**Medika (%)**	**Medika Group (%)**
Income				
Total income	**3,976,614**	**4,130,394**		
Taxonomy-eligible income from activities in total income	3,404	3,404	0.09	0.08
Taxonomy-non-eligible income from activities in total income	3,973,210	4,126,990	99.91	99.92
Capital expenditure				
Total capital expenditure	**70,631**	**112,324**		
Taxonomy-eligible investments	822	822	1.16	0.73
Taxonomy-non-eligible investments	69,809	111,502	98.84	99.27
Operating expenses				
Total operating expenses	**26,120**	**39,781**		
Taxonomy-eligible operating expenses	-	-	-	-
Taxonomy-non-eligible operating expenses	**26,120**	**39,781**	100.00	100.00

NON-FINANCIAL REPORT (continued)

Environmental issues and social aspects of business operations (continued)

Taxonomy-eligible activities in 2021 (continued)

Below is a detailed description of taxonomy-eligible activities in 2021.

Photovoltaic power plant for own consumption

Economic activity in taxonomy 4.1. Electricity generation using solar photovoltaic technology

During 2021, at the location of PC Osijek, a photovoltaic power plant on the roof surface of the central building was completed and put into operation. This building is used for the activity of wholesale and warehousing of goods in the service of the company's wholesale process and is connected to the electricity distribution of the facility.

A system for remote monitoring, visualization and management of the photovoltaic power plant has also been introduced. The system for remote monitoring of the power plant monitors all vital parameters of the power plant and timely notifies of possible problems and malfunctions to predefined mail addresses or via SMS to predefined phone numbers.

In addition to monitoring the operation of the power plant, the system provides a dynamic display with all relevant data during the operation of the power plant, such as current power, total daily production, contribution to reducing CO_2 emissions and current and two-day weather forecast for the location of the power plant. In addition to displaying energy flows, a cumulative display of real-time production on central monitors located in the company's premises for visitors is also possible.

In addition to monitoring the operation of the power plant, the system for remote monitoring, visualization and management of the power plant has another important function – monitoring the consumption of coverage. In addition to the control metering point for monitoring the production from the photovoltaic power plant, an additional control meter is installed in the system, which is used to monitor the electricity consumption in the energy cost unit.

Simultaneous measurement of electricity production from the photovoltaic power plant and monitoring energy consumption of the energy cost unit enables monitoring of produced energy consumption in the energy cost unit and calculation and verification of savings due to the use of renewable energy sources in the energy cost unit.

The objectives of this investment are an estimated reduction in electricity consumption at the Osijek location by 92,761 kWh/year, i.e. a reduction in electricity consumption by 61.18% and 9.27% at the overall level of Medika. Also, the estimated reduction in CO_2 emissions is 14,749 kg.

With this project, Medika applied to the tender of the Fund for Environmental Protection and Energy Efficiency and it is co-financed by the European Union from the European Regional Development Fund.

Investments relate to project documentation, consulting services, supply and installation of photovoltaic modules, connection to the distribution network and professional electrical supervision.

These investments were made mostly in 2020 and investments in 2021 amount to HRK 152,450.

NON-FINANCIAL REPORT (continued)

Environmental issues and social aspects of business operations (continued)

Taxonomy-eligible activities in 2021 (continued)

Replacement of existing lighting with LED lighting

Economic activity in taxonomy 7.3. Installation, maintenance and repair of energy efficiency equipment

In the Zagreb and Split centres, with the aim of increasing energy efficiency, the existing energy-inefficient fluorescent lighting was replaced with new LED lighting. The new LED lighting contributes to a reduction in electricity consumption by an estimated 188,330 kWh/year.

Investments relate to the purchase and installation of new lighting and dismantling of old lighting.

These investments were capitalized in 2021 and amount to HRK 435,102.

Operation of refrigeration units of trucks by connecting to electrical outlets

Economic activity in taxonomy 7.3. Installation, maintenance and repair of energy efficiency equipment

In the warehouse centres Zagreb, Osijek and Split, the so-called “stand by” sockets were installed, or electrical energy sources through which the vehicle’s refrigeration devices are supplied and thus the temperature of the vehicle's cargo space is adjusted. This investment avoids the operation of refrigeration compressors via diesel engines and they are connected directly to the electric power source and thus adjust the temperature of the cargo space to the delivery conditions. In this way, the estimated reduction in diesel fuel consumption of trucks is approximately 13,500 litres/year.

This installation satisfies the so-called cold chain – the criterion of delivery of drugs for drugs that must be stored at a certain temperature.

Investments relate to the purchase and installation of connectors.

These investments were capitalized in 2021 and amount to HRK 234,160.

Revenues from the distribution of goods

Economic activity in taxonomy - 6.6. Freight transport services by road

Medika performs the activity *H.52 – Warehousing and support activities for transportation* for its clients and generates income from the distribution of goods.

The transport service consists of the collection of goods, inspection, sorting of shipments according to the consignment note, delivery of goods to the customer user of the service, collection of returns and return of shipments to the service user. The transport service is performed by vehicles owned by Medika and according to all requirements of the DDP (Good practice in wholesale of medicines). All vehicles are monitored for temperature from loading to unloading and it should also be noted that the delivery service is performed in two temperature conditions (ambient and cold).

NON-FINANCIAL REPORT (continued)

Employees

Education of new employees in the Medika Group

In the company Medika d.d. employees get acquainted with the basic labour laws and internal acts, work organization, work safety during initial education of new employees (for more details about educating new employees in Medika d.d., see page 22 of these financial statements). Continuous education has been provided related to quality standards, occupational safety, personal development and professional trainings.

The Prima Pharme Group has also been organizing educations for all employees, among other things, about the management of business processes and the management of people in organizations.

The Prima Pharme Group also organizes a programme called Talent pool, a 2-year programme for developing young talents, including employees deemed to have potential for growth, development and taking on new, more responsible roles in the future, promoting health institution values. The aim of the programme is to develop competencies for managing people within the organisation, ensuring a wider perspective for managing business processes, acquiring knowledge from different business areas (such as: Finance and Controlling, Personnel Service, Central Procurement; Marketing), and sharing best experiences and practice among pharmacies and regions. Program participants are divided into teams and during the program they work on projects with their mentors, which they present to the Management and colleagues in the last module of the program and receive a certificate of successful completion of the program. The Talent pool is a continued and strategic way of development for the Prima Pharme Group, which will continue in the following years.

NON-FINANCIAL REPORT (continued)

Employees (continued)

Realization of employee rights

As at 31 December 2021, there are 13 female and 2 male employees on maternity or parental leave in the company Medika d.d.

As parental leave can also be used by fathers, in the last couple of years a number of male employees used parental leave.

In the Prima Pharme Group, 33 employees are on maternity or parental leave.

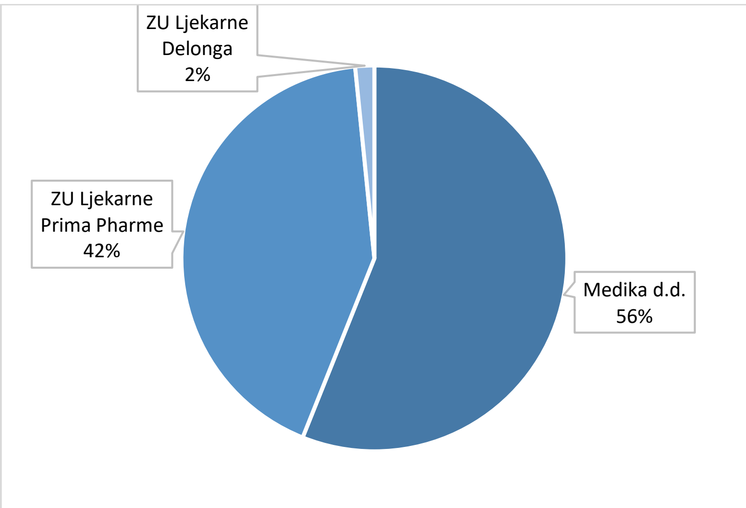
Employment of persons with disabilities and encouragement of employment of young people

The Medika Group has 9 persons enrolled in the Register of Persons with Disabilities (70% and more disability), and a larger number of employees with a lower percentage of established physical disability.

Also, the Medika Group has been using incentive measures for employing young people under 30 for an indefinite period, and the Group currently has 121 employees for whom the above mentioned benefit is used.

Employee structure of the Medika Group as at 31 December 2021:

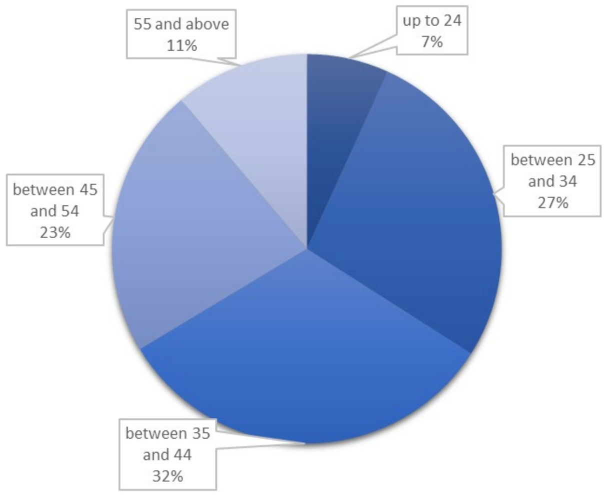
- Number of employees
    - Medika Group - 940 employees, of which:
        - Medika d.d. – 527 employees
        - ZU Ljekarna Prima Pharme – 398 employees
        - ZU Ljekarne Delonga – 15 employees



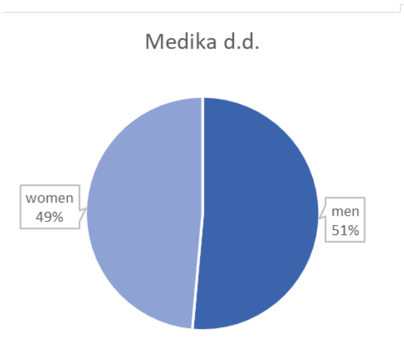
NON-FINANCIAL REPORT (continued)

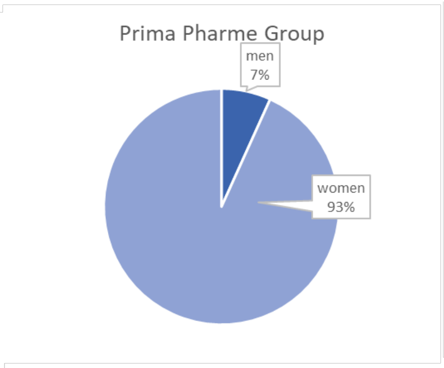
Employees (continued)

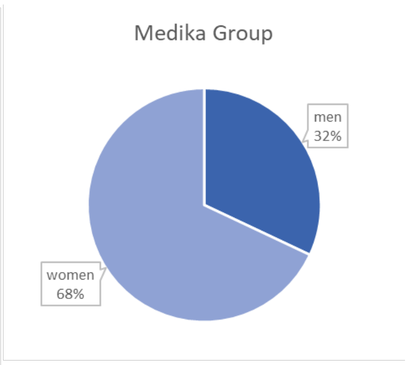
- The age structure of employees:



- The ratio of men and women:







- Experts with higher education in the Medika Group:
  - Medika d.d. – 115 employees with higher education (22% of the total number of employees)
  - Prima Pharme Group – 219 employees with higher education (53% of the total number of employees)

- Women in the management structure (in percentage) in the Medika Group: 42%, of which:
  - Medika d.d. – 22%
  - Prima Pharme Group – 69%

NON-FINANCIAL REPORT (continued)

Employees (continued)

Occupational safety and health protection

In accordance with the Occupational Safety and Health Act, the positive regulations governing this domain, as well as the Company's internal regulations in the field of safety, all new employees undergo theoretical and practical training in occupational safety and fire safety training, in relation to the following areas: safe work, safe work with computers (for employees who perform their work for more than 4 hours a day using a computer), fire minimum, evacuation and rescue, authorized representative of the employer, workers' commissioner.

Specific work safety training is also carried out in accordance with the specific requirements of the workplace, such as:

- Training to work with dangerous chemicals,
- Forklift handling training,
- Training for storage and transport of flammable liquids and gases.
- First aid training
- Training according to the Central heating operator program
- Training according to the Air conditioning operator program

During 2021, there were 22 work-related injuries at the Medika Group level (15 injuries were reported by employees of the company Medika d.d., and 7 injuries by employees of Ljekarne Prima Pharme)

In addition to compulsory job-related medical examinations, all employees are allowed to perform a general medical examination at the expense of the employer every other year.

Employees who perform their work tasks in jobs with special working conditions (hereinafter: PUR jobs) prescribed in accordance with the Ordinance on jobs with special working conditions (N.N.5/84) are referred to examinations in occupational medicine. Medika d.d., in accordance with the Risk Assessment, determined that PUR jobs are as follows:

- work is performed using a forklift (Forklift operators)
- perform work with chemicals
- perform work at height
- perform the duties of a driver/delivery person
- perform the duties of the Central Heating Operator
- perform the duties of the Air Conditioning Operator
- perform night work

Employees who perform their work on the above jobs are obliged to meet the conditions prescribed by the aforementioned Ordinance and effective regulations of the Republic of Croatia, which relate to: age, professional qualifications and health status determined by medical examinations at the selected occupational medicine.

NON-FINANCIAL REPORT (continued)

Employees (continued)

Also, employees who do not perform their work tasks at PUR jobs are referred for examinations at occupational medicine. Due to personal health problems or at their request, Medika d.d. directs them to work ability assessments to see if such employees need to be relieved and/or relocated according to their capabilities.

Students scholarships and co-operation with the Faculty of Pharmacy and Biochemistry

With the intention to bring closer the pharmacy activity to the future young pharmacists before the end of the study and in order to provide support for the chosen profession, the Prima Pharme Group regularly announces scholarship tenders. During 2021, ten students received scholarships. After completing their studies, they are given the opportunity to work at ZU Ljekarne Prima Pharme.
The Prima Pharme Group is regularly available to the Faculty of Pharmacy and Biochemistry and the Student Association of CPSA regarding all the ideas and projects in order to bring closer to students the profession of a pharmacist. Through the expertise of employees, the institution's core values and openness to new directions of pharmaceutics the goal is to combine youth and experience. In addition to supporting projects, congresses, student's competitions to which the Prima Pharme Group is always happy to attend and to co-create them, students are also offered to attend our internal training courses and projects. In this way, we are trying to introduce them to the real pharmacy, pharmacists and pharmaceutics, that are awaiting for them after the completion of the study.
Through the Professional Training Agreement concluded by the Institution with the Faculty of Pharmacy and Biochemistry of the University of Zagreb, students have at their disposal expert, motivated and interested Masters of Pharmacy whose role as a mentor is to transfer the best of the actual pharmacy practice.

Relationship with the Union

In Medika d.d. a trade union branch of Medika, Trade Union of Croatia / SSSH is organized. The Company has a proper co-operation with the union commission, within the legal obligations and powers. In ZU Ljekarne Prima Pharme, a trade union of Independent Trade Union HUS "ZU Ljekarne Prima Pharme" is also organized. The independent trade union HUS "ZU Ljekarne Prima Pharme" protects and promotes the interests of workers, by advising, co-deciding or negotiating with the employer on issues important to the position of workers, and the Institution consults with the Union before making certain decisions in accordance with legal obligations.

The Company has the elected Workers' Council, which, according to statutory powers, protects and promotes the interests of the workers by consulting, common decision making or negotiations with the employer on matters of importance for the position of the workers. Before the adoption of certain decisions, the Company consults with the Workers' Council in accordance with legal obligations.

NON-FINANCIAL REPORT (continued)

Employees (continued)

Anti-corruption measures

Medika d.d. as a company listed on the official market of the Zagreb Stock Exchange applies the Corporate Governance Code issued by the Croatian Financial Services Supervisory Agency and the Zagreb Stock Exchange as detailed on page 4 of these financial statements. In 2021, the Company was closely following and applying the recommendations set out in the Code, which also applies to anti-corruption measures.

Anti-corruption policy guidelines and a code of ethics have been adopted for the Company and the Institution. Also, the adopted Work Regulations of the Company and its affiliated companies as well as the other adopted regulations in the companies of the Medika Group, contain provisions relating to the rules of conduct and ethics of employees in order to regulate also the bribery and corruption issues. The education for employees related to the prevention of conflict of interest, the suppression of corruption and the rules of ethical behaviour of employees was conducted as well.

Zagreb, 14 March 2022

Jasminko Herceg *President of Management Board*	Matko Galeković *Member of Management Board*	Jakov Jaki Radošević *Member of Management Board*

Medika d.d.
ZAGREB, Capraška 1

STATEMENT OF RESPONSIBILITIES OF MANAGEMENT AND SUPERVISORY BOARD

Pursuant to the Accounting Act of the Republic of Croatia, the Management Board is responsible for ensuring that consolidated financial statements are prepared for each financial year in accordance with the International Financial Reporting Standards ("the IFRSs") which give a true and fair view of the financial position and results of operations of the Medika Group ("the Group") for that period.

After making enquiries, the Management Board has a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. For this reason, the Management Board continues to adopt the going concern basis in preparing the financial statements.

In preparing consolidated financial statements, the Management Board is responsible for:

- selecting and then consistently applying suitable accounting policies;
- making reasonable and prudent judgments and estimates;
- following applicable accounting standards, disclose and explain any material departures in the financial statements; and
- preparing the consolidated financial statements on the going concern basis unless it is inappropriate to presume that the Group will continue in business activities.

The Management Board is responsible for keeping proper accounting records, which disclose with reasonable accuracy at any time, the financial position of the Group and their compliance with the Croatian Accounting Act. The Management Board is also responsible for safeguarding the assets of the Group, and hence, for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Management Board is responsible for submitting its annual report, together with the consolidated financial statements, to the Supervisory Board, following which the Supervisory Board is required to approve the consolidated financial statements for submission to the General Assembly of Shareholders for adoption.

The financial statements set out on pages 45 to 101 were authorised by the Management Board for submission to the Supervisory Board on 14 March 2022, in witness whereof they have been signed below.

Signed on behalf of the Management Board on 14 March 2022 by:

Jasminko Herceg *President of Management Board*	Matko Galeković *Member of Management Board*	Jakov Jaki Radošević *Member of Management Board*

Medika
ZAGREB

Independent Auditors' Report to the shareholders of Medika d.d.

Report on the Audit of the Financial Statements

Opinion

We have audited the consolidated financial statements of Medika d.d. ("the Company") and its subsidiaries (together referred to as "the Group"), which comprise the consolidated statement of financial position of the Group as at 31 December 2021, and its consolidated statements of comprehensive income, cash flows and changes in equity for the year then ended, and notes, comprising significant accounting policies and other explanatory information (further referred to as "the financial statements").

In our opinion, the accompanying financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2021 and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union ("EU IFRS").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in Croatia and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Independent Auditors' Report to the shareholders of Medika d.d. *(continued)*

Report on the Audit of the Financial Statements *(continued)*

Key Audit Matters (continued)

REVENUE RECOGNITION

Revenue recognized in profit or loss in 2021: HRK 4,130,394 thousand (2020: HRK 3,989,597 thousand). As at 31 December 2021: trade receivables: HRK 1,326,436 thousand (31 December 2020: HRK 1,633,782 thousand).

Please refer to the Note 2.19 Revenue recognition of Significant accounting policies, Note 5 Revenue and Note 6 Segment information in the financial statements.

Key audit matter	How our audit addressed the matter

Revenue is a key measure used to evaluate the performance of the Group. Application of revenue recognition principles of the relevant financial reporting standards is complex and requires making significant assumptions and judgments. Revenue comprises the fair value of the consideration received or receivables for sold goods within the normal course of business. Revenue is recognized when the control of the promised goods has transferred to the customer.
 	
In addition, in the Group's case, particular complexity is associated with the fact that revenue is reported net of discounts, incentives and rebates earned by customers. In conjunction with the above, the Group needs to consider whether it receives a distinct good or service in return for payments to customers. If so, then it is required to recognize such payments as expenses when the good or service is consumed. If not, they are recognized as a reduction of revenue. The above adds to the complexity of judgments required from management in establishing an appropriate accounting for said payments.
 	
In the wake of these factors, we considered revenue recognition to be associated with a significant risk of material misstatement in the financial statements. Therefore, the area required our increased attention in the audit and as such was determined to be a key audit matter.
	Our audit procedures in this area included, among others:
	• assessing the Group's revenue recognition policy for compliance with relevant provisions of the financial reporting standards;
	• updating our understanding of and evaluating the Group's revenue recognition process, and testing related internal controls, including the controls associated with estimating and accounting for discounts, incentives and rebates;
	• for a sample of contracts with customers concluded during the audited year, inspecting contractual provisions and making inquiries of relevant sales and finance personnel in order to challenge the Group's:
	  ○ meeting of the contract existence criteria, including, among other things, those relating to the parties' commitment to their obligations and probability of collecting the consideration due;
	  ○ determination of total contract consideration, with particular focus on the estimated amount of variable consideration, such as discounts, price concessions and right of return, also by reference to our analysis of historical data and considering any effects of market changes in the current year.
	  ○ assessment, by reference to nature and substance of the underlying transaction, as to whether any payments to customers represent expenditure for distinct goods or services or sales incentives;
	  ○ determination of the timing of the transfer of control, the resulting pattern of revenue recognition and revenue amounts, by reference to transaction documentation (sales invoices, inventory and shipping documents, and other as appropriate).
	• obtaining a sample of outgoing invoices to compare the existence and accuracy of total net amount on the invoice (including on-invoice rebates) with goods delivery notes and general ledger entries;
	• for a sample of customers, obtaining confirmations of the amounts receivable outstanding as at the reporting date, and challenging any significant differences between confirmations received and the Group's records by inspecting the underlying documentation such as contracts with customers, invoices and credit notes;
	• examining whether the Group's revenue recognition-related disclosures in the financial statements appropriately include and describe the relevant quantitative and qualitative information required by the applicable financial reporting framework.

Independent Auditors' Report to the shareholders of Medika d.d. *(continued)*

Report on the Audit of the Financial Statements *(continued)*

Key Audit Matters (continued)

VALUATION OF TRADE RECEIVABLES

Trade receivables as at 31 December 2021: HRK 1,326,436 thousand (31 December 2020: HRK 1,633,782 thousand); related impairment allowance as at that date: HRK 9,726 thousand (31 December 2020: HRK 10,552 thousand).

Please refer to the Note 2.8 *Financial instruments* of Significant accounting policies, Note 4 *Key accounting estimates,* Note 6 *Segment information* and Note 19 *Trade and other receivables* in the financial statements.

<table>
<tr><th>Key audit matter</th><th>How our audit addressed the matter</th></tr>
<tr><td>The Group is exposed to significant credit risk associated with extended collection periods of trade receivables, in particular as regards the amounts of the HZZO (Croatian State Health Insurance) related receivables, due from health institutions generally directly or indirectly owned by state institutions.

Trade accounts receivable are assessed by the Group for impairment at each reporting date, both at an individual and collective basis. Management measures the loss allowance at an amount equal to expected credit losses (ECLs) being a probability weighted estimate of credit losses. Credit losses are measured as the present value of an expected cash shortfall (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that it expects to receive). The estimate takes into account, among other things, repayment history and past credit loss experience, adjusted for factors that are specific to the debtors and an assessment of both the current and forecast general economic conditions at the reporting date (such as current and expected liquidity of the Health System in Croatia).

Due to the magnitude of the amounts involved, coupled with the complexity of the judgements and estimated required in estimating expected credit losses in respect of trade receivables, this area was considered by us to be associated with a significant risk of material misstatement. As such, it required our increased attention in the audit and was determined to be a key audit matter.</td><td>Our audit procedures in this area included, among others:
updating our understanding of and assessing the design and implementation of key internal controls over the credit control, trade receivables collection process and making related loss allowances;
assessment of the compliance of the Group's impairment methodology against the relevant financial reporting requirements. As a part of the above, we identified the relevant methods, assumptions and sources of data, and assessed, whether such methods, assumptions and data and their application are appropriate in context od the said requirements;
avaluating whether the Group's estimates of expected credit losses appropriately consider both current economic conditions and forward-looking information;
assessment of the accuracy and completeness of the Group's ECL estimates at 31 December 2021 including:
for a risk-based sample of debtors, inspecting the debtors' most recent financial statements, credit terms and historical repayment patters, and making corroborating inquiries of the Group's CFO and relevant finance personnel, to obtain understanding of any credit / repayment uncertainties, significant increase in credit risk or default;
inspecting supporting documents in relation to cash receipts from debtors subsequent to the end of the reporting period;
considering the outcome of the above procedures, critically assessing the Group's estimate of the expected cash flows from debtor in the sample, also assessing the appropriateness of the discount rate used.
performing a retrospective assessment of the historical accuracy of the Management Board's impairment assumptions and estimates, including estimated loss rates, against actual outcomes;
evaluating whether the disclosures in the financial statements in respect of the expected credit losses for trade receivables satisfy the requirements of the relevant financial reporting standards.</td></tr>
</table>

Independent Auditors' Report to the shareholders of Medika d.d. *(continued)*

Report on the Audit of the Financial Statements *(continued)*

Key Audit Matters (continued)

IMPAIRMENT OF LICENCES AND GOODWILL

As at 31 December 2021, intangible assets included pharmacy licences with indefinite useful lives stated at HRK 137,587 thousand (31 December 2020: HRK 129,668 thousand); Goodwill as at 31 December 2021: HRK 80.354 thousand (31 December 2020: HRK 78.061 thousand). During 2021 and 2020, the Group did not recognize any impairment losses with respect to goodwill or licences.

Please refer to the Notes 2.6 *Intangible assets* and 2.7 *Impairment of non-financial assets* of Significant accounting policies, Note 4 *Key accounting estimates* and Note 16 *Intangible assets* in the financial statements.

Key audit matter	How our audit addressed the matter

In conjunction with its business acquisitions, the Group recognized goodwill and indefinite-lived intangible assets relating to licences.
 	
Pursuant to the relevant provisions the financial reporting standards, annual impairment testing is required for intangible assets with an indefinite useful life and for cash generating units (CGUs) to which such assets or goodwill have been allocated. As disclosed in Note 16, based on its current year's test, the Group did not recognize any impairment in respect of those assets.
 	
Management Board uses judgment in allocating goodwill and other long-lived assets, including intangibles, to CGUs for the annual impairment test purposes. A complex model is applied in the test, relying on adjusted historical performance, and a range of internal and external sources of inputs to the assumptions. Significant judgment is required in making key forward-looking assumptions, including forecast cash flows and growth rates, as well as discount rates.
 	
Complex models using forward-looking assumptions tend to be prone to greater risk of management bias, error and inconsistent application. These conditions necessitate our additional attention in the audit, in particular to address the objectivity of sources used for assumptions, and their consistent application. Due to the above factors, we considered this area to be a key audit matter.
	Our audit procedures in this area, performed, where applicable, with the assistance from our own valuation specialists, included, among other things:
	• updating our understanding and assessing the compliance of the Group's impairment methodology with the relevant financial reporting requirements. As part of the above, we identified the relevant methods, assumptions and sources of data, and assessed, whether such methods, assumptions, data and their application are appropriate in the context of the said requirements. This included, among others, considering the appropriateness of the Group's value in use model ("impairment model") applied to perform the annual impairment test, against the relevant requirements of the financial reporting standards;
	• assessing the integrity of the impairment model, including the accuracy of the underlying calculation formulas;
	• assessing asset grouping into CGUs, based on our understanding of the Group's operations and business units;
	• evaluating the quality of the Group's forecasting by comparing historical projections with actual outcomes;
	• using our knowledge of the Group, its past performance, business and customers, and our industry experience, challenging significant forecast cash flow and growth assumptions. As part of the procedure we, among other things:
	  ○ Traced forecasted figures to formally approved budgets,
	  ○ Applied increased skepticism to forecasts in any areas where previous year's forecasts were not achieved,
	  ○ Challenged the discount rate used by reference to publicly available market data, adjusted by risk factors specific to the Group and its industry,
	  ○ Challenged reasonableness of other key macroeconomic assumptions, such as expected market growth.
	  ○ Checked the assumed growth rate by reference to the Group's past performance, its approved plan and strategy, and our experience regarding the feasibility of these in the economic environment in which it operates;
	• considering the sensitivity of the impairment model to changes in key assumptions, such as forecast growth rates, EBITDA and discount rates to identify the assumptions at higher risk of bias or inconsistency in application;
	• assessing impairment-related disclosures in the financial statements against the requirements of the financial reporting standards.

Independent Auditors' Report to the shareholders of Medika d.d. *(continued)*

Report on the Audit of the Financial Statements (continued)

Other Information

Management is responsible for the other information. The other information comprises the Management Report and the Corporate Governance Statement included in the Group's Annual Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

With respect to the Management Report and the Corporate Governance Statement, we also performed procedures required by the Accounting Act in Croatia ("Accounting Act"). Those procedures include considering whether:

- the Management Report has been prepared in accordance with the requirements of Articles 21 and 24 of the Accounting Act,
- the Corporate Governance Statement includes the information specified in Article 22 of the Accounting Act.

Based solely on the work required to be undertaken in the course of the audit of the financial statements and procedures above, in our opinion:

- the information given in the Management Report and the Corporate Governance Statement for the financial year for which the financial statements are prepared, is consistent, in all material respects, with the financial statements;
- the Management Report has been prepared, in all material respects, in accordance with the requirements of Articles 21 and 24 of the Accounting Act;
- the Corporate Governance Statement includes the information specified in Article 22 of the Accounting Act.

In addition, in light of the knowledge and understanding of the entity and its environment obtained in the course of the audit, we are also required to report if we have identified material misstatements in the Management Report and the Corporate Governance Statement. We have nothing to report in this respect.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of the financial statements that give a true and fair view in accordance with EU IFRS, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Independent Auditors' Report to the shareholders of Medika d.d. *(continued)*

Report on the Audit of the Financial Statements *(continued)*

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with International Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

KPMG

Independent Auditors' Report to the shareholders of Medika d.d. *(continued)*

Report on the Audit of the Financial Statements *(continued)*

Auditors' Responsibilities for the Audit of the Financial Statements (continued)

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

We were appointed by those charged with governance on 21 May 2021 to audit the consolidated financial statements of Medika d.d. for the year ended 31 December 2021. Our total uninterrupted period of engagement is three years, covering the year ending 31 December 2019, 31 December 2020 and 31 December 2021.

We confirm that:

- our audit opinion is consistent with the additional report presented to the Audit Committee of the Company dated 8 March 2021;
- we have not provided any prohibited non-audit services (NASs) referred to in Article 44 of the Audit Act. We also remained independent of the audited entity in conducting the audit.

The engagement partner on the audit resulting in this independent auditors' report is Tony Ilijanić.

Independent Auditors' Report to the shareholders of Medika d.d. *(continued)*

Report on Compliance with the ESEF Regulation

In accordance with the requirements of Article 462 paragraph 5 of Capital Market Act, we are required to express an opinion on compliance of the consolidated financial statements, as included in the consolidated annual report, with the requirements of the Commission Delegated Regulation (EU) 2019/815 of 17 December 2018 supplementing Directive 2004/109/EC of the European Parliament and of the Council with regard to regulatory technical standards on the specification of a single electronic reporting format (the "RTS on ESEF").

Responsibilities of Management and Those Charged with Governance

Management is responsible for the preparation of the consolidated financial statements in a digital format that complies with the RTS on ESEF. This responsibility includes:

- the preparation of the consolidated financial statements in the applicable xHTML format and their publication
- the selection and application of appropriate iXBRL tags, using judgment where necessary
- ensuring consistency between digitised information and the consolidated financial statements presented in human-readable format; and
- the design, implementation and maintenance of internal control relevant to the application of the RTS on ESEF.

Those charged with governance are responsible for overseeing the Group's ESEF reporting, as a part of the financial reporting process.

Auditors' Responsibilities

Our responsibility is to express an opinion on whether the consolidated financial statements included in the consolidated annual report comply, in all material respects, with the RTS on ESEF, based on the evidence we have obtained. We conducted our reasonable assurance engagement in accordance with International Standard on Assurance Engagements 3000 (Revised), *Assurance Engagements Other than Audits or Reviews of Historical Financial Information (ISAE 3000)* issued by the International Auditing and Assurance Standards Board.

A reasonable assurance engagement in accordance with ISAE 3000 involves performing procedures to obtain evidence about compliance with the RTS on ESEF. The nature, timing and extent of procedures selected depend on the auditor's judgment, including the assessment of the risks of material departures from the requirements of set out in the RTS on ESEF, whether due to fraud or error. Our procedures included, among other things:

- obtaining an understanding of the tagging process;
- evaluating the design and implementation of relevant controls over the tagging process;
- tracing the tagged data to the consolidated financial statements of the Group presented in human-readable format;
- evaluating the completeness of the Group's tagging of the consolidated financial statements;

Independent Auditors' Report to the shareholders of Medika d.d. *(continued)*

Report on Compliance with the ESEF Regulation (continued)

Auditors' Responsibilities

- evaluating the appropriateness of the consolidated use of iXBRL elements selected from the ESEF taxonomy used and creation of extension elements where no suitable element in the ESEF taxonomy has been identified;
- evaluating the use of anchoring in relation to the extension elements; and
- evaluating the appropriateness of the format of the consolidated financial statements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the consolidated financial statements of the Group as at and for the year ended 31 December 2021 have been prepared, in all material respects, in accordance with the requirements of the RTS on ESEF.

KPMG Croatia d.o.o

KPMG Croatia d.o.o. za reviziju
Croatian Certified Auditors
Eurotower, 17th floor
Ivana Lučića 2a
10000 Zagreb
Croatia

14 March 2022

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2021

(All amounts are expressed in thousands of HRK)	Note	2021	2020
Income	5, 6	4,130,394	3,989,597
Cost of goods sold	6	(3,788,014)	(3,671,497)
Staff expenses	7	(142,633)	(133,025)
Marketing and promotion expenses	8	(8,274)	(5,063)
Depreciation and amortisation	14, 15, 16	(29,218)	(26,795)
Other operating expenses	9	(51,859)	(47,306)
Other gains / (losses) – net	10	1,487	(8,660)
Profit from operations		**111,883**	**97,251**
Financial income	11	10,593	1,728
Financial expenses	11	(4,457)	(7,515)
Net financial gain / (loss)		**6,136**	**(5,787)**
Share in the profit of associates	17	2,837	2,298
Profit before tax		**120,856**	**93,762**
Income tax	12	(21,347)	(16,888)
Profit for the year		**99,509**	**76,874**
Other comprehensive income for the year		**-**	**-**
Total comprehensive income for the year		**99,509**	**76,874**
Earnings per share			
– basic and diluted (in HRK and lipa)	13	**3,524.69**	**2,820.65**

The notes on pages 50 to 101 form an integral part of these consolidated financial statements.

(All amounts are expressed in thousands of HRK)	**Note**	**As at 31 December 2021**	**2020**
ASSETS			
Non-current assets			
Property and equipment	14	232,588	181,714
Right-of-use assets	15	49,130	53,488
Intangible assets	16	232,859	219,177
Investments in associates	17	25,856	24,195
Deferred tax assets	28	999	746
Trade and other receivables	19	5,371	11,822
		546,803	**491,142**
Current assets			
Inventories	20	356,486	373,563
Trade and other receivables	19	1,340,680	1,649,226
Income tax receivable		-	64
Cash and cash equivalents	21	85,107	78,468
		1,782,273	**2,101,321**
Total assets		**2,329,076**	**2,592,463**
EQUITY AND LIABILITIES			
Capital and reserves			
Share capital	23	191,429	164,399
Reserves	24	67,360	67,360
Retained earnings and income for the year		380,139	313,768
		638,928	**545,527**
Non-current liabilities			
Borrowings	27	34,378	-
Lease liabilities	15	37,584	42,507
Deferred tax liabilities	28	19,350	17,696
Provisions	29	1,414	1,334
Trade and other payables	26	28,438	-
		121,164	**61,537**
Current liabilities			
Trade and other payables	26	1,526,346	1,666,705
Lease liabilities	15	13,635	13,595
Borrowings	27	17,202	293,426
Income tax payable		11,459	10,475
Provisions	29	342	1,198
		1,568,984	**1,985,399**
Total liabilities and equity		**2,329,076**	**2,592,463**

The notes on pages 50 to 101 form an integral part of these consolidated financial statements.

MEDIKA d.d., Zagreb, and its subsidiaries

CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE YEAR ENDED 31 DECEMBER 20201

(All amounts are expressed in thousands of HRK)	Note	Share capital	Reserves	Retained earnings and income for the year	Total
Balance at 1 January 2020		164,399	67,360	272,869	504,628
Comprehensive income for the year					
Profit for the year		-	-	76,874	76,874
Other comprehensive income for the year		-	-	-	-
Total comprehensive income for the year		**-**	**-**	**76,874**	**76,874**
Transactions with owners recognised directly in equity					
Dividend payment	25	**-**	**-**	(35,975)	(35,975)
Total transactions with owners recognised directly in equity		**-**	**-**	**(35,975)**	**(35,975)**
Balance at 31 December 2020		**164,399**	**67,360**	**313,768**	**545,527**
Balance at 1 January 2021		164,399	67,360	313,768	545,527
Comprehensive income for the year					
Profit for the year		-	-	99,509	99,509
Other comprehensive income for the year		-	-	-	-
Total comprehensive income for the year		**-**	**-**	**99,509**	**99,509**
Transactions with owners recognised directly in equity					
Release of treasury shares	22	27,030	-	-	27,030
Share based payments	24	-	-	5,018	5,018
Dividend payment	24	**-**	**-**	(38,156)	(38,156)
Total transactions with owners recognised directly in equity		**27,030**	**-**	**(33,138)**	**(6,108)**
Balance at 31 December 2021		**191,429**	**67,360**	**380,139**	**638,928**

The notes on pages 50 to 101 form an integral part of these consolidated financial statements.

MEDIKA d.d., Zagreb, and its subsidiaries

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2021

(All amounts are expressed in thousands of HRK)	**Note**	**2021**	**2020**
Cash flow from operating activities:			
Profit for the year		**99,509**	**76,874**
Adjusted by:			
Income tax	12	21,347	16,888
Share based payments		5,018	-
Depreciation and amortisation	14, 15, 16	29,218	26,795
Impairment of trade and other receivables, net	9, 19	(776)	(331)
Value adjustment on inventories	20	8,434	6,352
Unrealised foreign exchange differences		1,590	(2,303)
Changes in provisions	29	(776)	(6)
Gain on disposal of property and equipment	10	(216)	(227)
Gain on disposal of intangible assets	10	(396)	-
Disposal of intangible assets	16	-	7
Termination of lease contract		13	(9)
Interest income	11	(10,487)	(1,728)
Interest expense	11	4,457	6,927
Share in profit of associate	17	(2,837)	(2,299)
Changes:			
Decrease in inventories		9,789	4,888
Decrease in trade and other receivables		313,539	(213,567)
Increase in trade and other payables		(118,638)	206,592
Cash generated from operations		**358,788**	**124,853**
Interest paid		(4,750)	(7,310)
Income taxes paid		(20,643)	(9,149)
Cash flow from operating activities		**333,395**	**108,394**
Cash flow from investing activities:			
Purchases of property and equipment	14	(63,747)	(10,059)
Proceeds from government grants for purchases of property and equipment	14	1,011	-
Proceeds from the sale of property and equipment and intangible assets		2,711	901
Purchases of intangible assets	16	(7,090)	(7,356)
Acquisition of subsidiary, net of cash acquired	30	(10,550)	(2,528)
Proceeds from repayment of given loans		7,430	8,671
Given loans		-	(2,250)
Deposits		(46)	131
Interest received		10,467	1,719
Share of profit from associates received	17	1,176	147
Cash flow from investing activities		**(58,638)**	**(10,624)**

CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

FOR THE YEAR ENDED 31 DECEMBER 2021

(All amounts are expressed in thousands of HRK)	**Note**	**2021**	**2020**
Cash flow from financing activities			
Repayments of borrowings	27	(728,760)	(907,008)
Proceeds from borrowings	27	487,000	885,000
Repayment of leases	15	(15,232)	(14,740)
Disposal of treasury shares	23	27,030	-
Dividends paid	25	(38,156)	(35,975)
Cash flow from financing activities		**(268,118)**	**(72,723)**
Net increase in cash and cash equivalents		**6,639**	**25,047**
Cash and cash equivalents at the beginning of the year		78,468	53,421
Cash and cash equivalents at the end of year	21	**85,107**	**78,468**

NOTE 1 – GENERAL DATA

Medika d.d. (hereinafter: "the Company") is a joint stock company incorporated in the Republic of Croatia. The principal activity of the Company and its subsidiaries (together "the Group") is the wholesale and retail distribution of pharmaceutical products. The Company is headquartered in Zagreb, Capraška 1, the Republic of Croatia.

The Group is comprised of the Company and the following subsidiaries and associates:

Subsidiaries:

	2021	**2020**
Zdravstvena ustanova Ljekarne Prima Pharme, Zagreb	100%	100%
- Zdravstvena ustanova Ljekarne Delonga, Zagreb (since May 2007)	100%	100%
- Zdravstvena ustanova Ljekarne Ines Škoko, Zagreb (acquired on 31 March 2011, merged on 18 December 2021)	-	100%
- Zdravstvena ustanova Ljekarna Pirović, Biograd na moru (acquired on 1 April 2020, merged on 1 January 2021)	-	-
- Privatna ljekarna Zrinka Kujundžić Bubalo, Solin (acquired on 1 December 2020, merged on 1 October 2021)	-	-
- Ljekarna Jasminka Mišković, Cavtat (acquired on 1 August 2021, merged on 20 November 2021)	-	-
Primus nekretnine d.o.o., Zagreb	100%	100%

Associates:

	2021	**2020**
Zdravstvena ustanova Ljekarne Jagatić, Zagreb (since November 2008)	49%	49%

As at 31 December 2021, the Company's shares were listed on the official market of the Zagreb Stock Exchange. The ownership structure of the Company is shown in note 23.

NOTE 2 –SIGNIFICANT ACCOUNTING POLICIES

Set out below are the principal accounting policies adopted in the preparation of these consolidated financial statements. The accounting policies have been consistently applied to all the years presented in these financial statements, unless stated otherwise.

2.1 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards adopted by the European Union (IFRS). The consolidated financial statements have been prepared under the historical cost convention unless stated otherwise.

The preparation of consolidated financial statements in conformity with International Financial Reporting Standards adopted by the European Union (IFRS) requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 4.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.1 Basis of preparation (continued)

New standards and amendments to existing not yet adopted

Certain new accounting standards, amendments and interpretations have been published that are not mandatory for the period ended on 31 December 2021 and have not been adopted in the preparation of these financial statements. These standards are not expected to have a material impact on the Group's financial statements.

2.2 Consolidation

(a) Subsidiaries

Subsidiaries are all companies (including structured entities) controlled by the Company. Control is achieved when the Company has power over the investee, is exposed, or has rights, to variable returns from its involvement with the investee, and has the ability to use its power to affect its returns. A subsidiary is consolidated when the Company obtains control over the subsidiary and ceases when the Company loses control over it.

Such investments are presented in these financial statements at cost less impairment losses, if any.

The acquisition method of accounting is used to account for subsidiaries acquired by the Group. The cost of acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of acquisition, plus costs directly attributable to the acquisition. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date, irrespective of the extent of any minority interest. The excess of the cost of acquisition over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill (note 2.6). If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognised directly in profit or loss.

All intra-group transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless there are indications that a transferred asset may be impaired. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policy adopted by the Group.

(b) Associates

Companies are considered to be associates of the Group if the Group holds between 20% and 50% of the voting power in a company, i.e. in which it has a significant influence, but not control. Such investments are presented in the financial statements of the Group at cost less impairment losses, if any.

The Group's share of its associates' post-acquisition profits or losses is recognized in profit or loss, and its share of post-acquisition movements in reserves is recognized in reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in an associate equal or exceeds its interest in the associate, including any unsecured receivables which form an integral part of the net investment, the Group does not recognize further losses unless it has incurred obligations or made payments on behalf of the associate.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.2 Consolidation (continued)

(b) Associates (continued)

Unrealised gains from transactions between the Group and its associates are eliminated to the extent of the Group’s interest in the relevant associate. Unrealised losses are also eliminated unless there are indications that an asset exchanged in the transaction may be impaired. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

2.3 Operating segment reporting

An operating segment is an integral part of a business entity that engages in business activities from which revenues can be realized that give rise to expenses and for which there are separate financial statements as well as the operating results of which are regularly reviewed by chief operating decision maker of the business entity in order to decide on resources to be allocated to the segment.

2.4 Foreign currencies

(a) Functional and reporting currency

Items included in the financial statements of each individual member of the Group are presented in the currency of the primary economic environment in which the Group member operates (functional currency). The consolidated financial statements are presented in the Croatian kuna, which is both the functional and reporting currency of the Group and all its members, rounded to the nearest thousand.

(b) Foreign currency transactions

Foreign-currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement. However, if the gain or loss on a monetary item is recognized directly in the reserve, then any component of foreign currency application and profit or loss should be recognized directly in the reserves.

Non-monetary assets and items denominated in foreign currencies that are measured at historical cost are not re-translated.

Foreign-currency denominated non-monetary assets and liabilities measured at historical cost are translated to the functional currency using the exchange rate list in effect at the transaction dates.

2.5 Property and equipment

Property and equipment are carried at historical cost less accumulated depreciation and accumulated impairment losses. Historical cost includes costs directly attributable to the acquisition of an asset.

Subsequent expenditure is included in the asset’s carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group, and the cost of the item can be measured reliably. The carrying amount of a replaced part is derecognised. All other investment and maintenance costs are charged to the profit and loss account in the financial period in which they are incurred.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 Property and equipment (continued)

Land and assets under construction are not depreciated. Depreciation of other assets is provided using the straight-line method so as to write down the cost of an asset over its estimated useful life. Depreciation is provided on an individual asset basis until the asset is fully written off or written down.

The estimated useful lives are as follows:

Buildings	10 – 40 years
Equipment	2 – 20 years

The residual value of an asset is the estimated amount that the Group would currently obtain from disposal of the asset, less the estimated costs of disposal, if the asset were already of the age and in the condition expected at the end of its useful life. The residual value of an asset is nil if the Group expects to use the asset until the end of its useful life. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date.

If the carrying amount of an asset exceeds its estimated recoverable amount, it is written down immediately to its recoverable amount (note 2.7).

Gains and losses arisen on disposal are determined by comparing the proceeds with carrying amount, and are recognised within "Other gains/(losses) – net" in the income statement.

2.6 Intangible assets

(a) Goodwill

Goodwill represents the excess of the cost of acquisition of a subsidiary over the acquisition-date fair value of the Group's share of the net identifiable assets of the acquired subsidiary at the date of acquisition.

Separately recognised goodwill is tested annually for impairment and is carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. For the purpose of impairment testing, goodwill acquired in a business combination is allocated from the acquisition date, to each of the acquirer's cash generating units, or groups of cash generating units, expected to benefit from the synergies of the combination. Each such unit or group of units to which the goodwill is so allocated represents the lowest level within the Group at which the goodwill is monitored for internal management purposes.

Any gain or loss on remeasurement at fair value is included in profit or loss.

Gains and losses on disposal of a business include the carrying amount of goodwill relating to that business.

(b) Licences

Cost incurred by the Group in obtaining pharmacy operation licences, without which no pharmacy activities can be performed, are capitalised to the extent that future economic activities are probable. These licences are amortized over their useful life. Impairment review is made on an annual basis.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.6 Intangible assets (continued)

c) Software

Software licences are capitalised based on the cost of purchase and costs incurred in bringing software into a working condition for its intended use. The cost is amortised over the useful life of the assets, which ranges from 5 to 10 years.

(d) Other rights

Other rights are shown at historical cost, they have a finite useful life and are carried at cost less accumulated amortisation. Amortisation is calculated using the straight-line method to allocate the cost of other rights over their estimated useful lives (5 years).

2.7 Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation and depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

2.8 Financial instruments

Financial assets and financial liabilities are recognised in the statement of financial position of the Group when the Group becomes a party to the contractual provision of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs which may be directly attributed to the acquisition or issuing the financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value of financial assets and financial liabilities at initial recognition, where appropriate. Transaction costs which may be directly attributed to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in profit and loss.

Financial assets

In line with IFRS 9, all recognised financial assets are subsequently entirely measured at depreciated cost, fair value through other comprehensive income or fair value through profit or loss, depending on the business model and characteristics of contracted cash flows of financial assets.

As of 1 January 2018, the Group classifies its financial assets in a category measured at depreciated cost, using the effective interest rate method, within a business model whose aim is to collect contracted cash flows and according to which the cash inflow is made exclusively based on payments of principal and interest on the principal amount outstanding (IFRS 9).

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.8 Financial instruments (continued)

Financial assets (continued)

At each reporting date, the Group performs a review to identify any objective evidence that a financial asset may be impaired. Impairment testing of trade and other receivables is described in note 2.11.

Financial assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are reported in the current assets, except for assets which mature more than 12 months after the date of statement of financial position. Such assets are classified as non-current assets.

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire; or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and also recognizes a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognised in profit or loss.

(i) Depreciated cost and effective interest rate method

The effective interest method is a method of calculating the depreciated cost of a debt instrument and of allocating interest income over the relevant period.

For financial assets, aside from purchased or incurred credit-impaired financial assets (i.e. assets which were credit-impaired during the initial recognition), the effective interest rate is a rate that accurately discounts the estimated future cash inflow (including all fees and points paid or received, which constitute an integral part of the effective interest rate, transaction costs and other premiums or discounts), excluding the expected credit losses, during the expected life of a debt instrument or, where appropriate, during a shorter period, to gross carrying amounts of the debt instrument at initial recognition. For purchased or incurred credit-impaired financial assets, the effective interest rate adjusted to the loan is calculated by discounting estimated future cash flows, including expected credit losses, to the depreciated cost of the debt instrument at initial measurement.

The depreciated cost of financial assets is the amount at which the financial instrument is measured at initial recognition, less of payments of principal and plus accumulated depreciation, using the effective interest rate method for any difference between the opening amount and amount at maturity, adjusted for any loss. Gross carrying amount of financial assets is the depreciated cost of financial assets before adjustments for any loss.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.8 Financial instruments (continued)

Financial assets (continued)

(i) Depreciated cost and effective interest rate method (continued)

Interest income is recognised by applying the effective interest rate for debt instruments, which are subsequently measured at depreciated cost. For financial assets, other than purchased or incurred credit-impaired financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of financial assets, aside for the financial assets which subsequently became credit-impaired.

For financial assets which subsequently became credit-impaired, interest income is recognised by applying the effective interest rate to the depreciated cost of financial assets. If, in the following reporting periods, the credit risk for the credit-impaired financial instrument improves in the way that the financial instrument is no longer credit-impaired, the interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial assets.

For the purchased or incurred credit-impaired financial assets, the Group recognises interest income by using the effective interest rate adjusted by the credit risk to the depreciated cost of financial assets at initial recognition. The calculation is not returned to a gross basis, even if the credit risk of the financial assets subsequently improves so that the financial assets are no longer credit-impaired.

Interest income is recognised in the profit and loss account, and is included in the item "Financial income – interest income" (note 11).

Impairment of financial assets

The Group recognises the provisions for expected credit losses of trade receivables and debt instruments measured at depreciated cost. The amount of expected credit losses is calculated at every reporting date in order to reflect the changes in the credit risk since the initial recognition of an individual financial instrument.

The Group always recognises life-long expected credit losses (ECL) for trade receivables based on a selected simplified approach. The expected credit losses for these financial assets are described in Note 2.11. The Group currently does not adjust the loss rate for future macroeconomic conditions, since it has not performed an analysis of the impact of macroeconomic factors on historical loss rates, including the time value of money, where appropriate.

For the given loans, the Group recognises the life-long ECL in case of a significant increase in credit risk since initial recognition. However, if the credit risk for the financial instrument has not significantly increased since the initial recognition, the Group measures the loss for this financial instrument in the amount equal to a 12-month ECL.

Life-long ECL represents expected credit losses resulting from all potential cases of default during the expected lifetime of the financial instrument. By contrast, a 12-month ECL represents a part of the life-long ECL, on account of the probability of a default status in the 12 months following the reporting date.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.8 Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets (continued)

(i) Significant increase in credit risk

When assessing whether the credit risk for the financial instrument significantly increased since the initial recognition, the Group compares the risk of default on the reporting date to the risk of default of the financial instrument on the date of initial recognition. During the assessment, the Group considers both quantitative and qualitative information which are reasonable and available, including the historical experience, which can be accessed without unnecessary costs or engagements.

In particular, for the loans given, the Group relies on days of default when assessing significant credit risk deterioration. If the debtor is in default more than 30 days, then the Group assumes that there is a significant increase in credit risk.

Despite the aforementioned, we assume that the credit risk for the financial instrument has not significantly increased since the initial recognition if we determine that the financial instrument has a low credit risk at the reporting date. We conclude that the financial instrument has a low credit risk if:

- The financial instrument has a low risk of default;
- The debtor has a strong ability to settle his/her contractual obligations in the short term; and
- Adverse changes in economic and business conditions in the long term may, but do not necessarily have to, decrease the lessee's ability to meet his/her contractual cash flow obligations.

However, the Group does not currently use the simplification of a low credit risk when assessing the significant increase in credit risk.

The Group regularly monitors the efficiency of criteria used to determine whether there has been a significant increase in credit risk and reviews them so that the criteria may identify a significant increase in credit risk before any default occurs.

(ii) Definition of default status

The following facts, which represent a case of default for internal credit risk management purposes are data that are internally developed or obtained from external sources, indicating that it is unlikely that the debtor will pay his/her creditors, including the Group, in full (without considering any collateral held by the Group).

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.8 Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets (continued)

(iii) Credit-impaired financial assets

Financial assets are credit-impaired when one or more events with an adverse effect on estimated future cash flows of the financial assets occurred. Proof of credit impairment of the financial asset includes data available on the following events:

- Significant financial difficulties of the issuer or debtor;
- Default status (as defined above);
- When the issuer, due to the debtor's financial difficulties, grants the debtor a concession, which he would otherwise not consider;
- It becomes probable that the debtor will go into bankruptcy or undertake another type of financial restructuring;
- The disappearance of an active market for a specific financial asset because of financial difficulties.

(iv) Write-off policy

The Group writes off financial assets when there are data pointing to the fact that the debtor is in serious financial difficulties and that there is no real chances of return, for example when the debtor has gone into liquidation or bankruptcy. Written-off financial assets can still be subject to enforcement activities within the Group recovery procedures, with regard to the relevant legal advice, where appropriate. Recovery is recognised in the profit or loss account.

(v) Measurement and recognition of expected credit losses

Measurement of expected credit losses represents a loss rate function, calculated in line with the model described in note 2.11. In terms of exposure in the moment of default, for the financial assets it represents a gross carrying amount of the assets at the reporting date.

For the financial assets, the expected credit loss is assessed as the difference between all contractual cash flows maturing in line with the contract and all expected cash flows, discounted at the original effective interest rate.

If the Group measured provisions for expected loan losses for financial instruments in the amount equal to life-long ECL in the previous reporting period, but at the current reporting date it determined that the life-long ECL conditions are no longer met, the Group measures the loss in the amount equal to a 12-month ECL at the current reporting date, except for the assets for which a simplified approach was used (trade receivables).

The Group recognises impairment gains and losses in the profit and loss account for all financial instruments with the appropriate adjustment of the carrying amount through the loss provisions account.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.8 Financial instruments (continued)

Financial liabilities

The financial liabilities recognised by the Group are trade payables and borrowings.

The Group measures all financial liabilities at depreciated cost.

(a) Trade payables

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

(b) Borrowings

Borrowings are recognized initially at fair value, net of transaction costs incurred. In future periods, borrowings are reported at depreciated cost. Any difference between the proceeds (less the transaction costs) and the redemption value is recognized in the profit and loss account over the period of the loan, using the effective interest method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

The Group derecognises financial liabilities when, and only when, the Group's liabilities are paid, cancelled or expired. The difference between the carrying amount of a derecognised financial liability and paid fee per liability fee are calculated into profit or loss.

2.9 Leases

The Group leases certain properties and vehicles. The contracts are concluded for a period of 3 years to 10 years and have the possibility of extension. Contracts may contain lease and non-lease components, allocation of consideration between components is based on their relative stand-alone prices.

Leases in which the Group does not bear a significant portion of the risks and rewards of ownership were classified as operating leases. Payments made under operating leases were recorded in the income statement on a straight-line basis over the term of the lease.

Leased property is classified as a right-of-use. At the same time, a lease liability is recognized on the date the underlying asset is available for use. Assets and liabilities from a lease are initially measured on a present value basis.

Lease liabilities include the net present value of the following lease payments: fixed payments less any incentives, variable lease payments that are based on index, initially measured using the index as at commencement date, amounts expected to be payable by the Group under residual value guarantees. Lease payment to be made under reasonably certain extension options are also included in the measurement of the liability. Lease liabilities are discounted using the interest rates implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the Group's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to right-of-use asset in a similar economic environment with similar terms, security and conditions.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.9 Leases (continued)

Lease payments are allocated into the principal and the cost of financing. Financing expense is recognized in the income statement over the term of the lease.

Right-of-use assets are recognized using the cost method consisting of: the amount of the initial measurement of the lease liability, all payments made before the lease commences and direct costs. Right of use assets are depreciated over the useful life or lease term, whichever is shorter.

All leases that with a remaining lease term of less than 12 months and leases of assets with low value are recognized in the income statement on a straight-line basis over the term of the lease.

2.10 Inventories

Inventories are stated at the lower of cost or net realisable value. Cost includes all costs attributable to the purchase of goods and is calculated based on the weighted average purchase price. Net realisable value represents the estimated selling price in the ordinary course of business less all variable selling costs. Examination of damaged and/or obsolete inventories is preformed continuously and for all such inventories a provision is charged to cost of goods sold.

2.11 Trade and loan receivables

The Group always reports the provisions for expected credit losses of trade receivables in the amount equal to the life-long ECL.

Trade and credit receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

The impairment loss is assessed based on the customer's activity, i.e. the borrower's activity, and based on historical data, the current and expected liquidity of the Health System of the Republic of Croatia, as well as specific assessments of the Sales Sector for individual customers, depending on the current state of the market and the inability to collect them.

There were no changes in the assessment techniques or material assumptions during the current reporting period. The impairment losses on trade receivables are recognised in the income statement within "Other operating expenses".

Loans and receivables with maturities greater than 12 months after the reporting date are classified as non-current assets.

2.12 Cash and cash equivalents

Cash and cash equivalents comprise cash, demand deposits with banks and other short-term highly liquid instruments with original maturities of up to three months.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.13 Assets held for sale

Assets are classified as held for sale when carrying value is expected to be recovered primarily through sale rather than through continuing use. Assets held for sale are measured at the lower of their carrying amount and fair value less cost to sell. Assets held for sale are not depreciated and are presented separately.

2.14 Share capital

Share capital consists of ordinary shares.

The consideration paid for purchased treasury shares, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the Company's equity holders until the shares are cancelled, reissued or disposed of. When such shares are subsequently sold or reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the Company's equity holders.

2.15 Reserves

(a) Legal reserves

The legal reserves are required under Croatian law according to which the Company has to build up legal reserves with a minimum of a twentieth part (5%) of the profit for the year until the legal reserves together with capital reserves reach 5% of the share capital. Legal reserves are not distributable.

(b) Other reserves

Other reserves are formed in accordance with Croatian law and decisions of the General Assembly.

(c) Reserves for treasury shares

Reserves for treasury shares are formed in accordance with Croatian law and decisions of the General Assembly.

2.16 Income tax

Current tax is determined on the basis of the tax laws in effect in the Republic of Croatia at the balance sheet date. From time to time, the Management reviews individual items declared in the tax returns where such items might be subject to various tax interpretations and considers forming provisions, where necessary, based on the amount expected to be paid to the Tax Administration.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the date of the financial statements, and any adjustment to tax payable in respect of previous years.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.16 Income tax (continued)

Deferred tax is calculated using the liability method, whilst taking into account the temporary differences between the tax bases of assets and liabilities and their carrying amounts in financial reports. However, deferred taxes are not recognised if it derives from the initial recognition of assets or liabilities within a transaction which is not a business merger and which has no bearing on the accounting profit or taxable profit (tax loss). Deferred tax assets and liabilities are determined using tax rates that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised up to the amount of the future taxable profit which is likely to be available for the use of temporary differences.

2.17 Employee benefits

(a) Pension obligations and other post-employment benefits

In the normal course of business the Group makes payments, through salary deductions, to mandatory pension funds on behalf of its employees, as required by law. All contributions paid to the mandatory pension funds are recognised as salary expense when accrued. The Group does not have any other pension scheme and consequently, has no other obligations in respect of employee pensions. In addition, the Group is not obliged to provide any other post-retirement benefits.

(b) Long-term employee benefits

The Group recognises a liability for long-term employee benefits (jubilee awards and retirement benefits for full-age retirement) evenly over the period the benefit is earned based on actual years of service. The long-term employee benefit obligation is determined using assumptions regarding the likely number of staff to whom the benefit will be payable, estimated benefit cost and the discount rate. Benefits falling due more than 12 months after the reporting date are discounted to their present value.

(c) Short-term employee benefits

The Group recognises a provision for bonuses, unused annual leave and other benefits when there is a contractual obligation or a past practice giving rise to a constructive obligation.

Short-term liabilities for termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits when it is demonstrably committed to either: terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal; or providing termination benefits as a result of an offer made to encourage voluntary redundancy.

Short-term employee benefits include termination benefits and jubilee awards (stated in paragraph (b) above), which will be paid within a period of 12 months after the reporting date.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.18 Provisions

Provisions are recognised if the Group has a present obligation, legal or constructive, as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The amount of provision increases in each period to reflect the passage of time. This increase is presented as interest expense.

2.19 Revenue recognition

Revenue comprises the fair value of the consideration receives or receivables for sold products, goods or services within the normal course of business of the Group. Revenue is reported in the amount net of value added tax, estimated returns, rebates and discounts. Revenue is recognised when the delivery liability has been settled by transferring the control of the promised goods or services to the customer.

(a) Sales of goods

Sales of goods revenue is recognized when the control of goods is transferred to the customer, i.e. when the goods are delivered to the customer. The delivery is performed when the goods have been dispatched to a specific location, risk of obsolescence and loss is transferred to the customer, the customer received the goods pursuant to the contract, and the Company has objective proof that all of the conditions for the receipt of goods have been met.

The Company allocates the transaction cost to the delivery liability based on the relative individual sales prices.

Retail revenue is recognized at the time of sale of goods to the buyer. Retail revenue is mostly made in cash or through credit cards. Reported revenue includes credit card fees that are included in other operating expenses.

(a) Service revenue

Service revenue is recognized in the accounting period in which service is performed.

(b) Financial income

Financial income represents interest income earned on term deposits with banks and on given loans and is recognised on a time proportion basis using effective interest rate method.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (continued)

2.20 Finance expense

Finance expenses comprise interest expense accrued on borrowings, impairment losses recognised on financial assets, and foreign exchange losses. Borrowing costs are recognised in income statement using the effective interest rate.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use.

2.21 Dividends payable

Dividends payable to the Company's shareholders are recognised as a liability in the financial statements in the period in which the dividends are approved in the General Meeting of the Company's shareholders.

2.22 Value added tax

The Tax Authorities require that VAT is settled on a net basis. VAT on sale and purchase transactions is recognised in the statement of financial position on a net basis. Where an amount receivable is impaired, the impairment loss is recognised in the gross amount of the receivable, i.e. including VAT.

2.23 Earnings per share

The Company presents basic earnings per share (EPS) for its ordinary shares. Basic earnings per share are determined by dividing the profit or loss for the year from ordinary shares by the weighted average number of ordinary shares during the year.

2.24 Government grants

Government grants are recognised in profit or loss on a systematic basis over the periods necessary to match them with the related costs. Grants related to property, plant and equipment are recognised in profit or loss over the periods and in the proportions in which depreciation on those assets is recognised. In the statement of financial position, government grant is deducted in arriving at the carrying amount of the underlying asset and is recognised in the profit or loss over the useful life of depreciable asset by way of a reduced depreciation charge.

2.25 Share based payments

The key management members of the Company acquired certain number of the Company's shares from its parent company based on predefined share price that is different from fair value of share and whose acquisition is conditioned upon employment period in the Company, i.e. providing service to the Company. This arrangement is considered as a reward plan for the key management members based on the value of the Company's shares. The fair value of the employee service received in exchange for the shares acquired through the arrangement is recognised as an expense with a corresponding increase in equity over the defined employment period. The total amount to be reported as an expense over the necessary employment period refers to the difference between the fair value of the shares acquired at the grant date and the acquisition price for which the key management members bought shares from the parent company. The amount recognized as an expense is adjusted to reflect the number of the key management members expected to meet the condition of providing the service to the Company, i.e. expected to remain employed in accordance with time condition set.

NOTE 3 - FINANCIAL RISK MANAGEMENT

3.1 Financial risk factors

The Group's activities expose it to various financial risks: market risk (which includes foreign exchange risk, fair value interest rate risk, interest rate cash flow risks and investment in securities risk), credit risk and liquidity risk. The pharmaceuticals wholesale and pharmacy industry in the Republic of Croatia is highly influenced by the state which plays its role by imposing strict legislation and the health system funding. As the dynamic of funding by the state is beyond control or prediction and given the inability to predict financial market trends, the overall risk management of the Group is focused on minimising or eliminating the potential adverse impact on the Group's financial position. Risk management within the Company is the responsibility of the Finance Division that, in cooperation with other divisions within the Company, identifies, assesses the risks and proposes risk protection measures.

(a) Market risk

(i) Foreign exchange risk

The Group generates most of its revenue on the domestic market and in Croatian kuna (HRK). However, the Group purchases a part of goods on foreign markets, which exposes it to the currency risk arising from changes in foreign exchange rates mostly against the euro, which may affect future operating results and cash flows. The Finance Division of the Company seeks to minimise the foreign exchange risk by reducing the balance of foreign-currency denominated financial liabilities. This mainly relates to borrowings, which are almost entirely denominated in the Croatian kuna, and hence the exposure to the foreign exchange risk is insignificant. The Purchase Division reduced the foreign exchange risk arising from liabilities owed to foreign suppliers by agreeing the Croatian kuna as the payment currency. It is the tendency in the future to agree payments in Croatian kuna with as many existing foreign suppliers as possible so as to minimise the risk arising from transactions with foreign suppliers.

As at 31 December 2021, (notes 19, 21, 26, 27), if the euro would weaken/strengthen against the Croatian kuna by 1.0% (2020: 1.0%), with all other variables held constant, the net profit for the reporting period would have been HRK 5,295 thousand higher/lower (2020: HRK 6,163 thousand higher/lower), mainly as a result of foreign exchange gains/losses on translation of euro-denominated trade payables.

(ii) Cash flow and fair value interest rate risk

The Group's interest rate risk arises from its borrowings. Borrowings granted at variable rates expose the Group to cash-flow interest rate risk. Borrowings issued at fixed rates expose the Group to fair value interest rate risk.

The Group does not use derivative instruments to actively hedge its cash flow and fair value interest rate risk exposure. However, the Group continuously monitors changes in interest rates. Various scenarios are simulated taking into account refinancing, renewal of existing positions and alternative financing.

As at 31 December 2021, if the effective interest rate on borrowings (issued at variable rate) would be by 0.10 percentage points higher/lower on an annual level (2020: 0.10 percentage points), the net profit for the reporting period would remain the same since all borrowings as at 31 December 2021 are at fixed rates (2020: pre-tax profit for the reporting period would be HRK 117 thousand lower/higher).

NOTE 3 - FINANCIAL RISK MANAGEMENT (continued)

3.1 Financial risk factors (continued)

(b) Credit risk

The Group has no significant concentrations of credit risk. The Group has sales policies in place to ensure that the sale is made to customers with an appropriate credit history. With respect to credit risk exposure, customers are grouped into three categories: pharmacies, hospitals and other customers. A higher credit risk is found among pharmacies. However, collection period for hospitals is longer, but there is no risk that the receivables will not be recovered. Other customers are not significant because of dispersion over a large number of customers and individually small balances. The Group secures the recovery of a part of the trade receivables with bills of exchange and promissory notes. A detailed credit risk analysis is presented in notes 18 and 19.

For trade receivables, the Group applied a simplified approach to measuring loss for the life-long ECL.

The Group is exposed to one customer from the hospital segment, accounting for 23% of total trade receivables. (2020: 27%)

(c) Liquidity risk

Prudent liquidity risk management implies the maintenance of a sufficient cash level, ensuring the availability of financial assets due to adequate amounts of contracted credit lines and the ability to settle all liabilities. It is the objective of the Company and the Group to maintain flexibility in funding, by ensuring availability of the agreed credit lines. The Finance Department of the Company regularly monitors the level of available sources of cash funds. Customers consist largely of those owned by, or dependent of, the Republic of Croatia. Hence, the Group's liquidity risk level also depends on the state. The insufficient level of cash from period to period is a direct consequence of the schedule of payments received from the state in settling the state's liabilities concerning the health system. Where the payment periods are extended by the state, the Group agrees extended payment deadlines with its suppliers. Any shortfall is covered using lines of credit available at commercial banks. At 31 December 2021, the balance of cash and cash equivalents amounts to HRK 85,107 thousand (2020: HRK 78,468 thousand), and the Group had free credit lines in the amount of HRK 682,335 thousand (2020: HRK 273,679 thousand) available at demand for liquidity risk management purposes.

The table below analyses financial liabilities of the Group by contractual maturities. The amounts presented below represent undiscounted cash flows.

(in thousands of HRK)	**Up to 1 month**	**1 month to 1 year**	**1-3 years**	**Over 3 years**	**Total**
At 31 December 2021					
Trade and other payables (note 26)	343,177	1,183,169	11,524	16,914	1,554,784
Borrowings	1,445	15,870	34,480	-	51,795
Lease liabilities	1,246	12,745	26,181	11,762	51,934

NOTE 3 - FINANCIAL RISK MANAGEMENT (continued)

3.1 Financial risk factors (continued)

(c) Liquidity risk (continued)

(in thousands of HRK) 31 December 2020	Up to 1 month	1 month to 1 year	1-3 years	Over 3 years	Total
Trade and other payables (note 26)	609,115	1,057,590	-	-	1,666,705
Borrowings	244	295,459	-	-	295,703
Lease liabilities	1,139	12,667	26,181	16,507	56,494

In 2022, the Group will settle trade payables and other current liabilities according to the collection of receivables which depends on the liquidity of the entire healthcare system.

3.2 Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to ensure returns to shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Group monitors capital on the basis of the self-financing ratio in the financial statements. This ratio is calculated as the proportion of total equity and total assets.

The equity-to-total assets ratio is as follows:

	2021	2020
	(in thousands of HRK)	
Total capital (equity and reserves)	638,928	545,527
Total assets	2,329,076	2,592,463
Equity to assets ratio	**27%**	**21%**

The 2021 ratio increased in relation to the 2020 ratio and shows that the Group finances 27% of its total assets from own sources. Consequently, 73% of the assets are financed from sources other than owner's equity (2020: 79%).

3.3 Fair value measurement

The nominal amount value of trade receivables less impairment allowance and of trade payables are assumed to approximate their fair values.

NOTE 4 - KEY ACCOUNTING ESTIMATES

The Group makes estimates that are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Assumptions for determining the amount of provisions for trade receivables

Due to the significance of the amount of trade receivables recognised in the statement of financial position, the Management estimates the probability of recovering trade receivables (i.e. potential losses) based on an analysis of individual categories of such assets. Factors taken into consideration by the Management include: receivables from customers in earlier years, current and expected liquidity of the Health System of the Republic of Croatia, as well as a specific assessment of the Sales Sector for individual customers, depending on the current market trends and their financial position.

When measuring ECL, the Group uses reasonable and relevant information, based on historical data. ECL calculation model is further described in note 2.11.

As at 31 December 2021, if the discount rate were to increase by 1 percentage point, assuming that all other indicators remained unchanged, profit before tax for the reporting period would be HRK 52 thousand lower than for the reported (2020: HRK 1,168 thousand).

Business model assessment

Classification and measurement of financial assets depends on the results of the verification of contractual cash flows and the business model test (see *Financial assets* section in note 3). The Group defines its business model on a level reflecting the way in which the groups of financial assets are managed jointly in order to attain a specific business goal. This assessment entails the judgement which reflects all of the relevant proof, including the way in which the performance of the assets is assessed and their impact measured, risks affecting the assets value and the way they are managed, and the way for determining the fees for persons in charge of management of the relevant assets. The Group monitors the financial assets measured at depreciated cost which are derecognised before they mature, in order to understand the reason for their sale and whether the reasons comply with the business goals for which the assets were held. Monitoring is a part of a continued assessment of the Group concerning the appropriateness of the business model within which the financial assets are held, and if it is not appropriate, whether there a change in the business model occurred and, accordingly, whether there will be a change in asset classification in the future. Such changes were not necessary during the periods reported.

Based on the performed analysis, the Group concluded that the given loans do not comprise clauses which would lead to contractual cash flows test failure. Given loans were contracted with a fixed interest rate reflecting the time value of money. Following the aforementioned, there are no loans which would consequently be measured at fair value through profit or loss.

NOTE 4 - KEY ACCOUNTING ESTIMATES (continued)

Useful life of property and equipment

Determining the useful lives of assets is based on historical experience with similar assets as well as anticipated changes in the economic environment and factors relating to the industry in which the Group operates. The useful life is reviewed annually or whenever there are indications of significant changes in the underlying assumptions.

Pharmaceutical licenses and goodwill impairment

The goodwill and pharmaceutical licenses with indefinite useful life impairment testing is performed once a year during the reporting period in accordance with the accounting policy explained in notes.

Goodwill relates partially to goodwill arising on acquisition of the subsidiaries Farmis and Famacon that were later merged into Medika and partially arising on acquisitions of pharmacies. At the end of 2020 impairment test was performed for a cash-generating units to which goodwill and licenses have been allocated to base on estimated future cash flows. The recoverable amount of an asset or cash generating unit is its value in use. In assessing value in use the estimated future cash flows are discounted to their present values which are based on financial projections for the period of five years approved by the Management.

Management Board set the planned growth rates and gross margins based on past experience and expected market development. Terminal growth rate of 2.5% and pre-tax discount rate reflecting specific risks related to relevant business segments, were used in discounted cash flow model.

The sensitivity analysis indicates if discount rate increased by 0.5% (assuming an unchanged terminal growth rate) or terminal growth rate decreased by 0.5% (assuming an unchanged discount rate), there would be no impairment of other rights.

NOTE 5 – REVENUE

	2021	2020
	(in thousands of HRK)	
Revenue from sales of goods	4,039,234	3,911,428
Revenue from sale of goods – related parties (note 32)	64,742	59,292
Revenue from sale of services	25,801	18,255
Revenue from sale of services – related parties (note 32)	617	622
	4,130,394	**3,989,597**

NOTE 6 – SEGMENT INFORMATION

Segment information follows the structure used by the Company and the Group for internal reporting purposes, which has remained unchanged in comparison with the prior year.

The Group monitors revenues and gross profit through two main distribution channels: wholesale and retail.

The wholesale distribution channel consists of:

1. Pharmacies

2. Hospitals

3. Other customers, divided into:
   - dental practices
   - veterinary clinics
   - medical centres
   - wholesalers
   - other customers (herbal pharmacies, companies, optics and other)

Retail distribution channel consists of self-owned pharmacies (subsidiary ZU Prima Pharme and its subsidiaries).

The Group uses margin calculated as sales revenue minus cost of goods sold as a performance measure of a particular segment.

There are no transactions between the segments. The Company and the Group apply the same accounting policies in all the segments.

NOTE 6 – SEGMENT INFORMATION (continued)

The segments' results for the year ended 31 December 2021 are as follows:

	Wholesale			Retail	
(in thousands of HRK)	**Pharmacies**	**Hospitals**	**Other**	**Own pharmacies**	**Total**
Revenue from sale of goods	1,523,455	1,527,226	506,475	482,078	4,039,234
Revenue from sale of goods - related parties (note 32)	64,314	-	428	-	64,742
Revenue from sale of services	296	1,060	20,373	4,072	25,801
Revenue from sale of services – related parties (note 32)	-	-	617	-	617
Total income	**1,588,065**	**1,528,286**	**527,893**	**486,150**	**4,130,394**
Cost of goods sold	(1,492,846)	(1,444,309)	(473,353)	(377,506)	(3,788,014)
Segment result	**95,219**	**83,977**	**54,540**	**108,644**	**342,380**
Operating expenses					(230,497)
Profit from operations					**111,883**
Financial income					10,593
Financial expenses					(4,457)
Net financial loss					**6,136**
Share in the profit of associates					2,837
Profit before tax					**120,856**
Income tax					(21,347)
Profit for the year					**99,509**

NOTE 6 – SEGMENT INFORMATION (continued)

The segments' results for the year ended 31 December 2020 are as follows:

	Wholesale			Retail	
(in thousands of HRK)	**Pharmacies**	**Hospitals**	**Other**	**Own pharmacies**	**Total**
Revenue from sale of goods	1,457,959	1,449,936	557,433	446,100	3,911,428
Revenue from sale of goods - related parties (note 32)	59,288	-	4	-	59,292
Revenue from sale of services	137	202	15,359	2,557	18,255
Revenue from sale of services – related parties (note 32)	-	-	622	-	622
Total income	**1,517,384**	**1,450,138**	**573,418**	**448,657**	**3,989,597**
Cost of goods sold	(1,426,618)	(1,372,965)	(522,601)	(349,313)	(3,671,497)
Segment result	**90,766**	**77,173**	**50,817**	**99,344**	**318,100**
Operating expenses					(220,849)
Profit from operations					**97,251**
Financial income					1,728
Financial expenses					(7,515)
Net financial loss					**(5,787)**
Share in the profit of associates					2,298
Profit before tax					**93,762**
Income tax					(16,888)
Profit for the year					**76,874**

The analysis of trade receivables by the segments at 31 December 2021 is as follows:

	Wholesale			Retail	
(in thousands of HRK)	**Pharmacies**	**Hospitals**	**Other**	**Own pharmacies**	**Retail**
Trade receivables (note 19/ii/)	383,828	750,745	91,685	100,178	1,326,436

NOTE 6 – SEGMENT INFORMATION (continued)

The analysis of trade receivables by the segments at 31 December 2020 is as follows:

	Wholesale			Retail	
(in thousands of HRK)	**Pharmacies**	**Hospitals**	**Other**	**Own pharmacies**	**Total**
Trade receivables (note 19/ii/)	316,981	1,164,698	73,541	78,562	1,633,782

Other assets are not analysed by segment considering the same assets are used in all segments for performing activities. Furthermore, the Group does not follow assets per geographical areas since it operates only in the area of Republic of Croatia.

Revenue from the most significant customer, from the hospital segment, was 15.5% in 2021 (2020: 14.7%).

NOTE 7 - STAFF EXPENSES

	2021	**2020**
	(in thousands of HRK)	
Net salaries	78,451	74,455
Contributions from and on salaries /i/	36,197	35,330
Taxes and surtaxes	8,361	9,671
Other employee benefits /ii/	6,433	4,941
Share based payments	5,018	-
Employee transportation costs	4,416	4,414
Management bonuses	3,507	3,121
Termination benefits	250	1,093
	142,633	**133,025**

At 31 December 2021, there were 940 persons employed at the Group (2020: 899 employees).

/i/ Pension contributions recognised by the Group as payable to mandatory pension funds in respect of 2021 amount to HRK 20,324 thousand (2020: HRK 20,343 thousand).

/ii/ Other employee benefits relate to accruals for unused annual leave, business trip expenses, aids, awards and similar.

NOTE 8 – MARKETING AND PROMOTION EXPENSES

	2021	2020
	(in thousands of HRK)	
Donations	4,164	3,184
Marketing	2,173	1,494
Entertainment	1,937	385
	8,274	**5,063**

NOTE 9 - OTHER OPERATING EXPENSES

	2021	2020
	(in thousands of HRK)	
Maintenance of assets, security services and property insurance	17,495	16,610
Materials and energy	13,685	12,105
Taxes and contributions independent of the results	4,611	4,300
Professional training and consultancy services	4,156	2,372
Bank and payment operation charges	2,419	2,574
Telephone, postal and utility services	2,305	2,292
Rental costs (note 15)	1,630	1,151
Road tolls and transportation costs	1,249	1,101
Provisions for litigations (note 29)	-	24
Impairment of trade and other receivables, net (note 19)	(776)	(331)
Other costs	5,085	5,108
	51,859	**47,306**

NOTE 10 – OTHER (LOSSES) / GAINS – NET

	2021	2020
	(in thousands of HRK)	
Net foreign exchange losses – trade and other payables	704	(8,370)
Net foreign exchange losses – cash and cash equivalents	166	(482)
Net foreign exchange losses – trade and other receivables	5	(35)
Gains from the sale of intangible assets (net)	396	-
Gains from the sale of property and equipment (net)	216	227
	1,487	**(8,660)**

NOTE 11 - NET FINANCIAL GAIN / (LOSS)

	2021	2020
	(in thousands of HRK)	
Financial income		
Interest income	10,487	1,728
	10,487	**1,728**
Foreign exchange gains – net		
Foreign exchange gains (note 15)	405	-
Foreign exchange losses	(299)	-
	106	-
	10,593	**1,728**
Financial expenses		
Interest expense		
Bank loans (note 27)	(3,059)	(5,668)
Leases (note 15)	(1,371)	(1,259)
Penalty interest	(27)	-
	(4,457)	**(6,927)**
Foreign exchange losses – net		
Foreign exchange losses	-	(595)
Foreign exchange gains	-	7
	-	(588)
	(4,457)	**(7,515)**

Interest income includes penalty interest paid collected from debtors in the amount of HRK 9,997 thousand (2020: HRK 1,055 thousand).

NOTE 12 – INCOME TAX

	2021	2020
	(in thousands of HRK)	
Current tax	22.368	15.441
Over provision in previous year	(768)	-
	21.600	15.441
Deferred tax (note 28)	(253)	1.447
	21.347	**16.888**

NOTE 12 – INCOME TAX (continued)

Reconciliation of the Group's tax (benefit)/expense as per income statement and the tax at the statutory tax rate is presented in the table below:

	2021	2020
	(in thousands of HRK)	
Profit before taxation	**120,856**	**93,762**
Income tax at the rate of 18%	21,754	16,877
Effect of non-taxable income and tax incentives	(684)	(613)
Effect of non-deductible expenses	1,340	578
Over provision in previous year	(768)	-
Tax losses for which no deferred tax assets are recognized	3	46
Previously unrecognized deferred tax assets	(97)	-
Utilization of tax losses for which deferred tax assets were not recognised	(214)	-
Impact of different tax rates	13	-
Income tax	**21,347**	**16,888**
Effective tax rate	17.66%	18.01%

Under the local regulations, the Tax Authority may at any time inspect the books and records of the Group companies within 3 years following the end of the year in which the tax liability is reported and may impose additional tax assessments and penalties. The Management is not familiar with any circumstances which may lead to contingent liabilities in that respect.

Tax inspection

The Ministry of Finance of the Republic of Croatia, the Tax Authority carried out the tax inspection of Medika d.d. in the period from 8 July 2020 to 22 December 2021. The subject of the inspection was income tax in the period from 1 January 2018 to 31 December 2018. The inspection did not determine any irregularities.

Tax incentives to encourage investment activity

In accordance with Act on Investment Promotion and Investment Climate Improvement, the Company acquired status of the support measures holder. Based on the Ministry of Economy's certificate, the Company was granted tax incentives as a support for eligible labour expenses related to investment project and supporting measures for capital costs of the project in the permitted amount of tax incentives for investments amounted to HRK 12,601 thousand. The Company will have a possibility of reducing future tax liabilities based on income in order to decrease income tax rate by 50%.

NOTE 12 – INCOME TAX (continued)

Based on the assessment of the profitability of tax relief by the Management Board, the Company initially recognized the total amount of tax relief granted as deferred tax assets and tax revenue. The utilization of deferred tax assets on the basis of tax relief was recorded in 2017 at the current tax expense of the Company's profit of HRK 6,620 thousand, in 2019 at the current tax expense of HRK 4,567 thousand and in 2020 at the current tax expense of HRK 1,414 thousand which would be payable if there was no such relief (note 27).

Upon final calculation of the Ministry of Economy, the amount of tax relief in the tax return for the year 2020 was increased by HRK 768 thousand, which used the tax relief in full (note 12).

NOTE 13 – EARNINGS PER SHARE

Earnings per share are determined, by dividing the Company's net profit by the weighted average number of ordinary shares in issue during the year, excluding the average number of ordinary shares redeemed and held by the Company as treasury shares.

	2021	**2020**
Net profit attributable to the shareholders *(in thousands of HRK)*	99,509	76,874
Weighted average number of shares (excluding treasury shares)	28,232	27,254
Basic/diluted earnings per share *(in HRK and lipa)*	**3,524.69**	**2,820.65**

NOTE 14 - PROPERTY AND EQUIPMENT

(All amounts are expressed in thousands of HRK)	Land	Buildings	Equipment	Assets under construction and prepayments	Total
Balance at 31 December 2019					
Cost	23,406	189,081	110,801	2,382	325,670
Accumulated depreciation	-	(74,064)	(84,187)	-	(158,251)
Net carrying amount	**23,406**	**115,017**	**26,614**	**2,382**	**167,419**
For the year ended 31 December 2020					
Opening carrying amount, net	23,406	115,017	26,614	2,382	167,419
Additions	-	1,880	1,115	7,064	10,059
Transfers from assets held for sale (note 22)	6,994	8,380	3	-	15,377
Acquisition of subsidiary	-	-	42	-	42
Transfer from assets under construction	-	805	4,875	(5,680)	-
Disposals	-	(462)	(212)	-	(674)
Depreciation	-	(5,059)	(5,450)	-	(10,509)
Closing carrying amount, net	30,400	120,561	26,987	3,766	181,714
Balance at 31 December 2020					
Cost	30,400	202,776	108,054	3,766	344,996
Accumulated depreciation	-	(82,215)	(81,067)	-	(163,282)
Net carrying amount	**30,400**	**120,561**	**26,987**	**3,766**	**181,714**
For the year ended 31 December 2021					
Opening carrying amount, net	30,400	120,561	26,987	3,766	181,714
Additions	-	-	1,202	61,534	62,736
Acquisition of subsidiary (note 30)	-	-	186	-	186
Transfer from assets under construction	-	11,652	6,416	(18,068)	-
Disposals	-	(240)	(243)	(142)	(625)
Depreciation	-	(5,435)	(5,988)	-	(11,423)
Closing carrying amount, net	30,400	126,538	28,560	47,090	232,588
Balance at 31 December 2021					
Cost	30,400	213,899	115,330	47,090	406,719
Accumulated depreciation	-	(87,361)	(86,770)	-	(174,131)
Net carrying amount	**30,400**	**126,538**	**28,560**	**47,090**	**232,588**

Loan liabilities (note 27) have been secured by pledges over property and equipment with a carrying amount of HRK 119,126 thousand as at 31 December 2021 (2020: HRK 123,196 thousand).

NOTE 15 – LEASES

The Group leases vehicles and business premises under lease agreements.

/i/ The leases presented in the statement of financial position at 31 December are as follows:

	2021	2020
	(in thousands of HRK)	
Right-of-use assets:		
Vehicles	10,373	11,291
Buildings	38,757	42,197
	49,130	**53,488**
Lease liabilities:		
Current	13,635	13,595
Non-current	37,584	42,507
	51,219	**56,102**

/ii/ Non-current lease liabilities:

	2021	2020
	(in thousands of HRK)	
1-2 years	17,133	21,240
2-5 years	18,655	18,193
Over 5 years	1,796	3,074
Contractual lease liabilities	**37,584**	**42,507**

/iii/ Leases presented in the statement of comprehensive income are as follows:

	2021	2020
	(in thousands of HRK)	
Depreciation	14,685	13,426
Interest expense (note 11)	1,371	1,259
Rental costs related to short-term leases (note 9)	1,630	1,151
	17,686	**15,836**

The average interest rate is 2.60%.

NOTE 15 – LEASES (continued)

/iv/ An overview of the movement of right-of-use assets is as follows:

(all amounts are expressed in thousands of HRK)	**Vehicles**	**Business premises**	**Total**
For the year ended 31 December 2020	**10,079**	**37,724**	**47,803**
Additions	5,587	13,798	19,385
Write-off	-	(274)	(274)
Depreciation	(4,375)	(9,051)	(13,426)
Closing net book value	11,291	42,197	53,488
At 31 December 2020			
Cost	19,272	57,035	76,307
Accumulated depreciation	(7,981)	(14,838)	(22,819)
Net book value	**11,291**	**42,197**	**53,488**
For the year ended 31 December 2021	**11,291**	**42,197**	**53,488**
Additions	4,224	7,164	11,388
Write-offs	-	(859)	(859)
Disposals	(202)	-	(202)
Depreciation	(4,940)	(9,745)	(14,685)
Closing net book value	10,373	38,757	49,130
At 31 December 2021			
Cost	18,285	59,835	78,120
Accumulated depreciation	(7,912)	(21,078)	(28,990)
Net book value	**10,373**	**38,757**	**49,130**

NOTE 15 – LEASES (continued)

/v/ Recognition of lease liability:

	2021	2020
	(in thousands of HRK)	
Lease liabilities recognized on 1 January	**56,102**	**49,873**
Additions	11,556	20,666
Lease payments	(15,232)	(14,740)
Interest expense (note 11)	1,371	1,259
Interest paid	(1,371)	(1,259)
Foreign exchange (gains)/losses – net (note 11)	(106)	588
Write-off	(1,101)	(285)
Lease liabilities recognized on 31 December	**51,219**	**56,102**

/vi/ The carrying amounts of the Group's lease liabilities are denominated in the following currencies:

	2021	2020
	(in thousands of HRK)	
HRK	7,618	8,769
EUR	43,601	47,333
Lease liability	**51,219**	**56,102**

NOTE 16 – INTANGIBLE ASSETS

(All amounts are expressed in thousands of HRK)	**Goodwill**	**Licences, software and other rights**	**Assets under construction**	**Total**
Balance at 31 December 2019				
Cost	81,029	170,530	310	251,869
Accumulated amortisation and impairment	(10,059)	(41,571)	-	(51,630)
Net carrying amount	**70,970**	**128,959**	**310**	**200,239**
For the year ended 31 December 2020				
Opening carrying amount, net	70,970	128,959	310	200,239
Additions	-	4,082	3,274	7,356
Transfers	-	2,593	(2,593)	-
Transfers from assets held for sale (note 22)	-	848	-	848
Acquisition of subsidiary	7,090	6,497	14	13,601
Disposals	-	(7)	-	(7)
Amortisation	-	(2,860)	-	(2,860)
Closing carrying amount, net	78,060	140,112	1,005	219,177
Balance at 31 December 2020				
Cost	88,119	184,615	1,005	273,739
Accumulated amortisation and impairment	(10,058)	(44,504)	-	(54,562)
Net carrying amount	**78,061**	**140,111**	**1,005**	**219,177**
For the year ended 31 December 2021				
Opening carrying amount, net	78,061	140,111	1,005	219,177
Additions	638	115	6,337	7,090
Transfers	-	2,467	(2,467)	-
Acquisition of subsidiary (note 30)	1,655	9,334	-	10,989
Disposals	-	(1,287)	-	(1,287)
Amortisation	-	(3,110)	-	(3,110)
Closing carrying amount, net	80,354	147,630	4,875	232,859
Balance at 31 December 2021				
Cost	87,980	194,633	4,875	287,488
Accumulated amortisation and impairment	(7,626)	(47,003)	-	(54,629)
Net carrying amount	**80,354**	**147,630**	**4,875**	**232,859**

Licences

At the reporting date, pharmacy licences with an indefinite useful life amount in total to HRK 137,587 thousand (2020: HRK 129,668 thousand). Pharmacy activities cannot be undertaken without pharmacy licences.

NOTE 16 – INTANGIBLE ASSETS (continued)

Impairment test of goodwill and licences with indefinite useful life

The Group calculated recoverable amount using value-in-use method. Value-in-use cash flow projections were based on a 5-year business plan approved by Management and Director. Discount rate of 5.58% (2020: 5.85%) and terminal growth rate of 2.50% (2020: 2.50%) were used for discounting the projected cash flow. In 2021, the recoverable amount exceeds the carrying amount, so no impairment loss on goodwill was recognised based on a goodwill impairment test.

NOTE 17 – INVESTMENTS IN ASSOCIATES

The Group holds a 49% share in the associate Zdravstvena ustanova Ljekarne Jagatić, which was acquired in 2008.

	2021	2020
	(in thousands of HRK)	
Balance at 1 January	24,195	22,043
Share of profit paid	(1,176)	(147)
Transfer of profit made	2,837	2,299
Balance at 31 December	**25,856**	**24,195**

Information on associates for the year ended 31 December can be summarised as follows:

(All amounts are expressed in thousands of HRK)	Assets	Liabilities	Income	Net gain
Balance at 31 December 2021				
ZU Ljekarne Jagatić	47,700	29,541	98,836	5,790
Total	**47,700**	**29,541**	**98,836**	**5,790**

(All amounts are expressed in thousands of HRK)	Assets	Liabilities	Income	Net gain
Balance at 31 December 2020				
ZU Ljekarne Jagatić	43,617	28,758	91,137	4,691
Total	**43,617**	**28,758**	**91,137**	**4,691**

NOTE 18 – FINANCIAL INSTRUMENTS BY CATEGORY

	2021	2020
	(in thousands of HRK)	
Financial assets – category: Loans and receivables		
Loans and receivables (note 19/v/)	1,338,980	1,651,969
Cash and cash equivalents (note 21)	85,107	78,468
	1,424,087	**1,730,437**

	2021	2020
	(in thousands of HRK)	
Financial liabilities - category: Other liabilities		
Trade payables (note 26/i/)	1,516,243	1,628,976
Other liabilities (note 26)	38,541	37,729
Total borrowings (note 27)	51,580	293,426
Lease liabilities (note 15/i/)	51,219	56,102
	1,657,583	**2,016,233**

The quality of financial receivables not yet due and not impaired can be assessed based on the historical data about the customers.

The quality of receivables not yet due and not impaired is considered from the aspect of the different credit risk exposures of the debtors (note 19 /ii/):

	2021	2020
	(in thousands of HRK)	
Pharmacies	223,636	196,811
Hospitals	292,371	262,118
HZZO	53,376	49,559
Other	60,042	48,829
Balance at 31 December	**629,425**	**557,317**

NOTE 19 – TRADE AND OTHER RECEIVABLES

	2021	2020
	(in thousands of HRK)	
Long-term receivables:		
Given loans /i/	5,149	11,170
Trade receivables /ii/	-	459
Long-term deposits	222	193
	5,371	11,822
Current receivables:		
Trade receivables /ii/	1,326,436	1,633,323
Other current receivables /iii/	6,849	8,886
Given loans /iv/	158	104
Given loans – current portion of non-current receivables /i/	7,237	6,913
	1,340,680	1,649,226
	1,346,051	**1,661,048**

/i/ Given loans, as reported in the statement of financial position as at 31 December, are as follows:

	Effective interest rate	2021	2020
		(in thousands of HRK)	
Loans given to pharmacies	3.0%-5.0%	10,936	17,681
Other given loans	3.0%-5.0%	1,450	402
Total non-current receivables, including current portion		12,386	18,083
Current portion of non-current receivables		(7,237)	(6,913)
		5,149	**11,170**

Fair value of long-term receivables approximates their carrying value.

The maturity of long-term loans is as follows:

	2021	2020
	(in thousands of HRK)	
From 1 to 2 years	3,808	6,505
From 2 to 5 years	1,341	4,640
Over 5 years	-	25
	5,149	**11,170**

NOTE 19 – TRADE AND OTHER RECEIVABLES (continued)

/ii/ Trade receivables, as reported in the statement of financial position at 31 December, are as follows:

	2021	2020
	(in thousands of HRK)	
Domestic trade receivables	1,306,962	1,618,763
Trade receivables – related parties (note 32)	25,523	23,735
Foreign trade receivables	3,677	1,836
	1,336,162	1,644,334
Expected credit losses	(9,726)	(10,552)
	1,326,436	**1,633,782**

Ageing structure of receivables:

	2021	2020
	(in thousands of HRK)	
Not yet due	629,425	557,317
0–180 days past due	697,062	823,463
181–360 days past due	4,695	256,856
Over 360 days past due	4,980	6,698
	1,336,162	**1,644,334**

Movements in impairment allowance for trade receivables:

	2021	2020
	(in thousands of HRK)	
Balance at 1 January	10,552	10,917
Increase/ (decrease) (note 9)	(772)	(331)
Writte-off	(54)	(34)
Balance at 31 December	**9,726**	**10,552**

The carrying amounts of the Company’s trade and other receivables are denominated in the following currencies:

	2021	2020
	(in thousands of HRK)	
HRK	1,342,674	1,659,581
EUR	3,375	1,465
GBP	2	2
	1,346,051	**1,661,048**

NOTE 19 – TRADE AND OTHER RECEIVABLES (continued)

/iii/ Other receivables, as reported in the statement of financial position as at 31 December, are as follows:

	2021	2020
	(in thousands of HRK)	
VAT receivables not yet recognized	4,399	5,193
Prepaid expenses	849	881
Other	1,601	2,812
	6,849	**8,886**

/iv/ Given loans, as reported in the balance sheet as at 31 December, are as follows:

	2021	2020
	(in thousands of HRK)	
Given loans	1,446	1,396
	1,446	1,396
Expected credit losses	(1,288)	(1,292)
	158	**104**

Movements in provisions for impairment of given loans:

	2021	2020
	(in thousands of HRK)	
Balance at 1 January	1,292	1,292
(Decrease) / increase (note 9)	(4)	-
Balance at 31 December	**1,288**	**1,292**

/v/ Financial assets by category include the following:

	2021	2020
	(in thousands of HRK)	
Trade receivables	1,326,436	1,633,782
Given cash loans	9,443	14,605
Given commodity loans	3,101	3,582
	1,338,980	**1,651,969**

The commodity loans given relate to trade receivables past due that have been reprogrammed and the payment has been agreed in future periods. The loans are not intended to generate financial benefit, but rather to collect current receivables from customers.

NOTE 20 - INVENTORIES

	2021	2020
	(in thousands of HRK)	
Trade goods	334,594	356,055
Trade goods – related parties (note 32)	18,500	15,058
Prepayments made	3,601	2,675
Materials	458	542
Impairment allowance on inventories	(667)	(767)
	356,486	**373,563**

In 2021 the Group recognised an allowance in the amount of HRK 8,434 thousand (2020: HRK 6,352 thousand) as an expense, which relates to damaged, expired inventories and inventories withdrawn from the market which is included in the cost of goods sold.

Inventories in the amount of HRK 130,000 thousand (2020: HRK 130,000 thousand) have been pledged as collateral for the borrowings (note 27).

NOTE 21 - CASH AND CASH EQUIVALENTS

	2021	2020
	(in thousands of HRK)	
Domestic currency (HRK) account balance	85,042	77,918
Foreign currency account balance	38	510
Cash in hand	24	37
Cash deposits	3	3
	85,107	**78,468**

Cash on HRK and foreign-currency denominated accounts is held with commercial banks in Croatia.

NOTE 22 – ASSETS HELD FOR SALE

In 2021. Group did not have assets held for sale.

NOTE 23 - SHARE CAPITAL

At 31 December 2021, the share capital of the Company amounts to HRK 209,244,420 thousand (31 December 2020: HRK 209,244,420) and is divided into 30,194 shares (2020: 30,194 shares). The nominal value per share amounts to HRK 6,930 (31 December 2020: HRK 6,930). All issued shares are fully paid in.

	Number of shares	Share capital	Treasury shares	Capital gains/ (losses)	Total
	(in pieces)	*(in thousands of HRK)*			
Balance at 1 January 2020	30,194	209,244	(37,187)	(7,658)	164,399
Balance at 31 December 2020	**30,194**	**209,244**	**(37,187)**	**(7,658)**	**164,399**
Balance at 1 January 2021	30,194	209,244	(37,187)	(7,658)	164,399
Release of treasury shares \i\	-	-	21,503	5,527	27,030
Balance at 31 December 2021	**30,194**	**209,244**	**(15,684)**	**(2,131)**	**191,429**

\i\ During 2021, the Company sold 1,700 treasury shares (2020: no treasury shares were granted).

In the period from 2013 to 2017, the share capital was increased by using tax relief based on reinvestment of profit in the amount of HRK 148,856 thousand. The distribution of this amount in future periods may result in a tax liability.

The ownership structure of the Company as at 31 December is as follows:

	2021		**2020**	
	Number of shares	**%**	**Number of shares**	**%**
Auctor d.o.o.	14,506	48.04%	12,806	42.41%
Pliva Hrvatska d.o.o.	7,646	25.32%	7,646	25.32%
Krka d.d. Novo Mesto	3,614	11.97%	3,614	11.97%
Other legal persons	1,066	3.53%	1,066	3.53%
Treasury shares	1,240	4.11%	2,940	9.74%
Natural persons	2,114	7.00%	2,114	7.00%
Auctor Holding a.s.	8	0.03%	8	0.03%
Total	**30,194**	**100%**	**30,194**	**100%**

During 2021, the Company released 1,700 treasury shares to the company Auctor d.o.o. As at 31 December 2021, Auctor d.o.o. holds 14,506 shares (out of which 3,929 shares were acquired by members of the Management Board, one employee of the Company, the Director of ZU Ljekarne Prima Pharma and a member of the Supervisory Board of the Company and transferred by fiduciary to Auctor d.o.o.), accounting for 50.10% (2020: 46.99%) of voting shares when considering non-voting treasury shares.

NOTE 23 - SHARE CAPITAL (continued)

During 2020, Auctor Holding a.s. acquired 8 shares through a takeover bid, which represents 0.03% of the share capital. Auctor Holding a.s. owns 100.00% stake in Auctor d.o.o. The total share of related parties is 14,514 shares, which represents 48.07% of the share capital, which is 50.13% of the voting shares when considering non-voting treasury shares.

NOTE 24 - RESERVES

(in thousands of HRK)	**Legal reserves**	**Reserves for treasury shares**	**Total**
Balance at 31 December 2019	**18,548**	**48,812**	**67,360**
Changes during the year	-	-	-
Balance at 31 December 2020	**18,548**	**48,812**	**67,360**
Changes during the year	-	-	-
Balance at 31 December 2021	**18,548**	**48,812**	**67,360**

NOTE 25 – RETAINED EARNINGS

Included in the retained earnings are other reserves in the total amount of HRK 31,714 thousand (2020: HRK 31,714 thousand).The other reserves in the amount of HRK 31,714 thousand comprise reserves arisen as a result of hyperinflation during the 1990s, which resulted in a high increase of prices.

In 2021, the General Assembly adopted in its meeting held on 10 May 2021 a decision to distribute dividends from the retained earnings in the amount of HRK 38,156 thousand. The dividend per share amounted to HRK 1,400.00. In 2020, the General Assembly adopted in its meeting held on 27 August 2020 a decision to distribute dividends from the retained earnings in the amount of HRK 35,975 thousand. The dividend per share amounted to HRK 1,320.00.

NOTE 26 – TRADE AND OTHER PAYABLES

	2021	2020
	(in thousands of HRK)	
Non-current liabilities:		
Trade payables /i/	28.194	-
Other liabilities /ii/	244	-
	28.438	-
Current liabilities:		
Trade payables /i/	1,488,049	1,628,976
Other liabilities /iii/	38,297	37,729
	1,526,346	1,666,705
	1,554,784	**1,666,705**

/i/ Trade payables recognised as at 31 December are as follows:

	2021	2020
	(in thousands of HRK)	
Foreign trade payables	1,092,275	1,139,374
Domestic trade payables	348,551	425,567
Trade payables – related parties (note 32)	75,417	64,035
	1,516,243	**1,628,976**

The carrying amounts of trade payables are denominated in the following currencies:

	2021	2020
	(in thousands of HRK)	
HRK	910,636	931,783
EUR	605,508	697,032
Other currencies	99	161
	1,516,243	**1,628,976**

NOTE 26 – TRADE AND OTHER PAYABLES (continued)

/ii/ Other non-current liabilities fully relate to the down payment for the lease of property acquired in 2021.

/iii/ Other payables recognised as at 31 December are as follows:

	2021	2020
	(in thousands of HRK)	
VAT payable	16,849	12,578
Salaries payable	11,508	11,108
Liabilities for acquisition of shares in subsidiaries	-	6,118
Unused annual leave	3,335	3,031
Other taxes and contributions payable	163	288
Other	6,442	4,606
	38,297	**37,729**

NOTE 27 – BORROWINGS

	2021	2020
	(in thousands of HRK)	
Long-term:	34,378	-
Long-term loans /i/	34,378	-
Short-term:		
Short-term loans /i/	17,202	293,426
	17,202	293,426
Total borrowings	**51,580**	**293,426**

/i/ The short-term borrowing relates to the current portion of the long-term borrowing. The borrowing is used for financing of operations. It is denominated in Croatian kuna (HRK) at a fixed rate. The maturity of the borrowing is 36 months.

The effective interest rates at the reporting date are as follows:

	2021 HRK %	2020 HRK %
Short-term borrowings		
Short-term loans	0.29%	1.28%-1.40%

The carrying amounts of short-term borrowings correspond mainly with their fair values.

NOTE 27 – BORROWINGS (continued)

The exposure to changes in the interest rates on the borrowings and the contractual repricing dates at the reporting date is as follows:

	2021	2020
	(in thousands of HRK)	
Variable-rate borrowings		
Up to 3 months	-	246
3 to 12 months	-	143,092
Over 1 year	-	-
	-	**143,338**
Fixed-rate borrowings		
Fixed-rate loans	51,580	150,088
	51,580	**150,088**
Total borrowings	**51,580**	**293,426**

Given that borrowings in the amount of HRK 51,580 thousand bear interest at fixed rates (2020: HRK 150,088 thousand), there is no exposure to interest rate changes.

The carrying amounts of the Group's borrowings were translated from the following currencies:

	2021	2020
	(in thousands of HRK)	
HRK	51,580	293,426
	51,580	**293,426**

Loans received are secured by registered lien over the Group's property and equipment (note 14), inventories (note 20) as well as bills of exchange and promissory notes.

NOTE 27 – BORROWINGS (continued)

Movement in borrowings is as follows:

	2021	2020
	(in thousands of HRK)	
Borrowings recognized at 1 January	**293,426**	**315,717**
Additions	487,000	885,000
Payments	(728,760)	(907,008)
Compensation with receivables	(272)	-
Acquisition of subsidiary (note 30)	507	100
Interest expenses (note 11)	3,059	5,668
Interest paid	(3,380)	(6,051)
Borrowings recognized at 31 December	**51,580**	**293,426**

NOTE 28 – DEFERRED TAX

Pursuant to the income tax legislation, deferred tax assets and deferred tax liabilities are measured at the actual tax rate of 18%, which is effective as from 1 January 2017.

Deferred tax assets

(in thousands of HRK)	Inventories	Receivables	Provisions for employee benefits	Intangible assets	Tax incentives	Fixed assets	Right-of-use assets and lease liability	Office supplies	Total
Balance at 1 January 2020	**296**	**23**	**148**	**227**	**1,414**	**-**	**85**	**-**	**2,193**
Tax charged to profit or loss	(135)	(18)	-	-	(1,414)	-	(37)	-	(1,604)
Tax credited to profit or loss	-	-	157	-	-	-	-	-	157
Balance at 31 December 2020	**161**	**5**	**305**	**227**	**-**	**-**	**48**	**-**	**746**
Balance at 1 January 2021	**161**	**5**	**305**	**227**	**-**	**-**	**48**	**-**	**746**
Tax charged to profit or loss	-	(4)	-	-	-	-	-	-	(4)
Tax credited to profit or loss	27	-	45	-	-	44	120	21	257
Balance at 31 December 2021	**188**	**1**	**350**	**227**	**-**	**44**	**168**	**21**	**999**

In 2017, the Company acknowledged the deferred tax asset based on the Ministry of Economy's certificate on the status of the support measures holder for investments, based on the fulfilment of the conditions of the Act on Investment Promotion and Investment Climate Improvement.

The total amount of subvention that the Company can use is HRK 12,601 thousand, of which the Company used HRK 1,414 thousand in 2020 (2019: HRK 4,567 thousand and 2017: HRK 6,620 thousand) (note 12).

NOTE 28 – DEFERRED TAX (continued)

Deferred tax liabilities

(in thousands of HRK)	**Acquisition of a subsidiary – licences**
Balance at 1 January 2020	**16,547**
Changes during the year	1,149
Balance at 31 December 2020	**17,696**
Balance at 1 January 2021	**17,696**
Changes during the year (note 30)	1,654
Balance at 31 December 2021	**19,350**

The deferred tax liability arose at the acquisition of the subsidiary as a result of the difference arising from the measurement of assets and liabilities of subsidiaries in consolidation at fair values, while the tax base of assets and liabilities remained at the level of expense.

NOTE 29 – PROVISIONS

(in thousands of HRK)	Employee benefits	Legal disputes	Other provisions	Total
Balance at 31 December 2020	**1,551**	**700**	**281**	**2,532**
Long-term portion	1,334	-	-	1,334
Short-term portion	217	700	281	1,198
Balance at 1 January 2021	**1,551**	**700**	**281**	**2,532**
Increase	219	-	-	219
Utilized during year	(121)	(593)	(281)	(995)
Balance at 31 December 2021	**1,649**	**107**	**-**	**1,756**
Long-term portion	1,414	-	-	1,414
Short-term portion	235	107	-	342

Employee benefits

This provision comprises estimated long-term employee benefits relating to retirement benefits and jubilee awards, as defined by the Collective Agreement. The non-current portion of the provision relates to the rights estimated to become vested with respect to retirement benefits and jubilee awards that will be paid one year after the date of the statement of financial position. The current portion includes jubilee awards and retirement benefits which will be paid within 12 months after the date of the statement of financial position.

Legal disputes

Provisions for legal disputes refer to the provision for costs of initiated litigation in the sued amount increased by the related costs of litigation and interest. In 2021, the Institution paid HRK 299 thousand based on a court settlement and the calculation of interest and related costs. Considering that by settling the said amount the Institution has fulfilled all its obligations and there are no more legal disputes in progress, the remaining amount of HRK 294 thousand reserved for legal disputes, litigation costs and interest has been recognised as income.

Other

Other provisions refer to the provision of support received from the Croatian Employment Service for trainees and replacement quotas in the event of inability to meet all conditions by the end of the period of use of the support. In 2021, all conditions for recognising income from the previously obtained support were met, and accordingly the Institution has recognised as income HRK 281 thousand.

NOTE 30 – ACQUISITION OF SUBSIDIARIES

Acquisition of Health Institutions

In 2021, the Group acquired 100% ownership over two pharmacies in the agreed amount of HRK 12,126 thousand (2020: 100% ownership over one Institution with two pharmacies and one pharmacy in the agreed amount of HRK 9,418 thousand).

From the date of acquisition to the reporting date, on the basis of the newly acquired subsidiaries, the Group generated revenues in the amount of HRK 7,373 thousand and profit in the amount of HRK 401 thousand. The subsidiary pharmacies were acquired on 1 April 2021 and 1 August 2021.

These amounts have been calculated using the Group's accounting policies. The net book value of assets acquired and goodwill determined are as follows:

	2021
	(in thousands of HRK)
Acquisition cost	**12,126**
- Consideration paid	12,126
Fair value of assets acquired	(10,471)
Goodwill (note 16)	**1,655**

The fair value of the acquired assets is as follows:

	2021
	(in thousands of HRK)
Intangible assets (note 16)	9,334
Property and equipment (note 14)	186
Inventories	1,145
Trade and other receivables	6,199
Cash and cash equivalents	1,576
Deferred tax liabilities (note 28)	(1,654)
Trade and other payables	(5,713)
Borrowings (note 27)	(507)
Income tax liability	(95)
Net assets acquired	**10,471**
Purchase consideration paid in cash	12,126
Cash and cash equivalents acquired	(1,576)
Net cash outflow	**10,550**

NOTE 30 – ACQUISITION OF SUBSIDIARIES (continued)

Acquisition of Health Institutions (continued)

In 2021, the Group has allocated the purchase price on identified assets, including intangible assets not identified in the statement of financial position, in accordance with IAS 38 "Intangible Assets".

The Management of the Group identified and fair valued a pharmacy licence as the only form of intangible assets which arises on the acquisition of medical institutions/pharmacies. The assets were fair valued at the acquisition date at the net present value of cash flows from the use of identified tangible and intangible assets of the Group and those directly attributable to them.

NOTE 31 - SUBSEQUENT EVENTS AFTER REPORTING DATE

There are no subsequent events after reporting date that require reconciliation of the financial statements or additional disclosures within the financial statements.

NOTE 32 – RELATED-PARTY TRANSACTIONS

The Group enters into transactions with related parties.

The related parties include:

	2021	2020
1. Associate of Zdravstvene ustanove Ljekarne Prima Pharme, Zagreb		
Zdravstvena ustanova Ljekarne Jagatić, Zagreb	49%	49%

2. 4. The company with the highest voting rights, namely the parent company Auctor d.o.o. holds 48.04% or 50.10% of the voting shares. In the course of the financial restructuring of Auctor d.o.o., during 2019, there was a transfer of ownership of Auctor d.o.o. to Auctor Holding a.s. that led to an indirect change in the ownership of the Company's shares. Auctor Holding a.s. owns a 100.00% stake in Auctor d.o.o., while the owners of Auctor Holding a.s. are Auctor Prime d.o.o. with 55% and JTPEG Croatia Investments a.s. with 45.00%.

3. Pliva Hrvatska d.o.o., Zagreb, has an ownership interest of 25.32% and 26.41% of the voting rights in the Company.

NOTE 32 – RELATED-PARTY TRANSACTIONS (continued)

Balances resulting from transactions with the related parties and included in the statement of financial position at 31 December 2021 and 31 December 2020 as well as the statement of comprehensive income for the years then ended resulting from these transactions are as follows:

(in thousands of HRK)	Note	2021	2020
Trade and other receivables			
Trade receivables			
Associate of ZU Ljekarne Prima Pharme		25,143	23,693
Auctor Holding a.s.		1	15
Pliva Hrvatska d.o.o.		379	27
	19/ii//	25,523	23,735
Inventories			
Pliva Hrvatska d.o.o.	20	18,500	15,058
		18,500	15,058
Trade payables			
Pliva Hrvatska d.o.o.		75,417	64,035
	26/ii//	75,417	64,035
Revenues from sale of goods			
Associate of ZU Ljekarne Prima Pharme		64,314	59,288
Auctor d.o.o		4	-
Pliva Hrvatska d.o.o.		424	4
	5, 6	64,742	59,292
Revenue from sale of services			
Auctor Holding a.s.		26	60
Pliva Hrvatska d.o.o.		591	562
	5, 6	617	622
Purchase of trade goods			
Pliva Hrvatska d.o.o.		184,532	151,850
		184,532	151,850
Key management compensation – salaries and bonuses for Management Board and Director		7,075	7,228
Supervisory Board, Audit Committee and Governing Council compensation		586	625

Members of the Management Board of the Company, an employee of the Company and Director of ZU Ljekarne Prima Pharme purchased 3,200 shares in Medika d.d. and a member of the Supervisory Board of the Company purchased 972 shares in Medika d.d. from the related entity Auctor d.o.o. primarily via secured loans received from the same related entity. The voting rights of the shares remain with Auctor d.o.o. and may be repurchased by Auctor d.o.o. or transferred to third parties under specific conditions. During 2021, the fiduciary ownership right of Auctor d.o.o. was removed from 243 Medika d.d. shares of a member of the Supervisory Board. Expense recognised during the year and corresponding increase in equity amount to HRK 5,018 thousand.

NOTE 33 - APPROVAL OF FINANCIAL STATEMENTS

The consolidated financial statements set out on pages 45 to 101 were approved by the Management Board of the Company in Zagreb on 14 March 2022:

Jasminko Herceg *President of Management Board*	Matko Galeković *Member of Management Board*	Jakov Jaki Radošević *Member of Management Board*

Medika d.d.
ZAGREB Capraška 1

***

100 GODINA Medika

ODLUKA

o usvajanju Financijskog izvješća o poslovanju Grupe Medika za 1-12. mj. 2021. god.

Dana 22. ožujka 2022. godine na 16. sjednici Nadzornog odbora Medike d.d. za trgovinu lijekovima i sanitetskim materijalom, Zagreb, Capraška 1, Nadzorni odbor Medike d.d. dao je suglasnost na Financijsko izvješće o poslovanju Grupe Medika za 1-12. mj. 2021. god. kako ga je utvrdila Uprava Medike d.d.

Time je Izvješće o poslovanju Grupe Medika za 1-12. mj. 2021. god. usvojeno u skladu s čl. 300 d. Zakona o trgovačkim društvima.

U Zagrebu, 22. 03. 2022.

Predsjednik Uprave

Jasminko Herceg, mag.oec.

Predsjednica Nadzornog odbora

Ružica Vađić, mag. oec.

1 Medika d.d.
ZAGREB, Capraška 1

1922