

Management Board interim report for the temporary unaudited annual financial statements for 2014 Medika d.d. Zagreb



### **Report Submitted by Director**

# Comment on temporary unaudited unconsolidated financial statements for the fourth quarter of 2014

In accordance with the prescribed deadlines for submitting financial statements for the fourth quarter of 2014, Medika d.d. has prepared temporary unaudited financial statements which present approximate balance sheet as at 31 December 2014, approximate profit and loss statement for the fourth quarter of 2014, approximate statement of changes in equity and approximate statement of cash flow.

We stress out that these financial statements are temporary and as such are not approved by the Supervisory Board. Furthermore, financial statements are unaudited and investors should not take them as a basis for their investment decisions, but they should merely use them as approximate info until the publishing of the final results, since there may be differences between temporary and final results.

Publishing of the final results (annual audited financial statements) for the Company and the Group is expected by 31 March 2015.

With the above stated, Management Board does not comment financial statements, but only presents key events for the Company in 2014.

#### Key events

Total pharmaceutical market in 2014 has decreased comparing to the same period of previous year. At the same time, sales of Medika have increased, so the market share has grown in 2014.

There were several changes of The list of medicinal products and medical devices during the year, which lowered the sales prices and affected the amount of realized revenues from sale.

Based on the decision passed by General Assembly, the Company increased share capital. Share capital has increased for HRK 40.8 million and amounts to HRK 135.0 million.

Due to better cash inflow in 2014, indebtness decreased comparing to the begining of year.



#### Expected future development of the Company

The Company will continue with its core business: distribution of medicinal products and medical devices and will strongly develop operations with products that make the core business of the firm.

#### Treasury shares

At 31 December 2014, Medika holds 1,155 treasury shares.

#### Subsidiaries and associates

The Company has 100% of ownership in subsidiary Zdravstvena ustanova Ljekarne Prima Pharme and associate Litmus d.o.o. in which it holds 41.53% of ownership.

ZU Ljekarne Prima Pharme has 100% of ownership ZU Ljekarne Delonga, ZU Ljekarne Ines Škoko, ZU Ljekarne Atalić and associate ZU Ljekarne Jagatić in which it holds 49% of ownership.

During 2014 Ljekarna Elvira Štimac was merged with ZU Ljekarne Prima Pharme. Also, from 1st of January 2014, ZU Ljekarne Hermed entered in Prima Pharma Group. During 2014 ZU Ljekarne Hermed was merged with ZU Ljekarne Prima Pharme.

#### Related parties

The company with major voting rights or a parent company Mavota d.o.o. owns 47.38% of the Company and has 49.26% of shares with voting rights.

Pliva Hrvatska d.o.o., Zagreb owns 25.32% of the Company and has 26.33% of the voting rights. Given the share in the ownership and business transactions with the Company, Pliva Hrvatska has significant influence on the current operations of the Company.



#### Financial risks and exposure to price risk, credit risk, liquidity and cash flow risk

Within financial risks, foreign exchange risk is significant. The Company's purchase of goods is predominantly realised on the foreign market. The Company is therefore exposed to foreign exchange risk arising from various changes in foreign exchange rates mainly linked to the EUR.

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

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

Price risk arises from a continuous price decrease on List of medicinal products and medical devices approved by HZZO and administrative approach in determining prices and margins of medicinal products and medical devices. To lower this risk, the Company focused on increase of variety of products which are not limited by law in respect of the price of the product.

Majority of the credit risk relates to trade receivables. Credit risk is higher when dealing with pharmacies, which have potential going concern issue. Hospitals which have longer collection period do not have a going concern issue and collection issue.

The most significant risk within market risks is a long collection period of receivables, especially HZZO and HZZO related receivables. Therefore, a significant amount of working capital is not available what has an influence on cash flows and timely settlement of Medika liabilities. As these receivables are either dependent from or owned by State, risk of collection is not high, but this increases the need for future financing, which increases finance expenses.

Jasminko Herceg, dipl.oec.

Director

E B. Capraška

Appendix 1.						-				
Reporting period:			1.1.2014	1	to	L	31.	12.2014.		
		Quarta	arly fina	ncial sta	tements Tf	FI-POD	)			
			1							
Registration number (MB):	032	09741	J							
Identification number of company (MBS):	080	27531								
Personal identification	94818	8858923	1							
number (OIB):	MEDIKA d	d								
issuer.[	MEDIKA									
Postal code and city:	10	0000	J	ZAGREE	3					
Address:	CAPRAŠK	A 1								
e-mail:	medika.ur	orava@me	dika.hr							
web page:	www.med	ika.hr								
Code and name of	133	ZAGREB			ſ					
municipality/city:		lonen ze	0050			î	Monada			270
Code and county name:	21	GRAD ZA	GKEB					r of employees: eporting period)		370
Consolidated statements:	NO	_						NKD code:		4646
Consolidated entities (a	ccording to	IFRS):		Head	quaters:			MB:		
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Bookkeeping service:	32 2									
Contact person:	RADMII O	VIĆ DLIANA								
100000000000000000000000000000000000000	(only name	of the conta								
Telephone number:	012412551			- 10	Т	elefaks: [	01237144	1		_
e-mail:	medika.u	orava@me	dika.hr							
Name:	HERCEG .	JASMINKO								
		aštene za za	istupanje)							
Documentation 1	for publish	ing:								
Financial states	ments (Bala	ince sheet, F	Profit and los	ss account,	Cash flow staten	ments, Sta	atements o	changes in equ	ity	
and Notes to final 2. Interim report,	ncial statem	ients)			3	3 1	Tool	31-21		
3. Statement of Li	iability.					TA.	LCU		l.d.	
						ZA	GRE	B, Caprašk	a 1	
			M.P.			(sig	nature of	authorised persor	1)	

### BALANCE SHEET balance as at 31.12.2014.

Issuer: MEDIKA d.d	AOP mark	Previous period	Current period
1	2	3	4
ASSETS		-	
A) RECEIVABLES FOR SUBSCRIBED BUT NOT PAID-IN CAPITAL	001		
B) NON-CURRENT ASSETS (003+010+020+029+033)	002	235.510.659	244.906.254
I. INTANGIBLE ASSETS (004 to 009)	003	19.640.383	17.634.786
Research and development	004		
<ol><li>Concessions, patents, licences, trademarks, software and other rights</li></ol>	005	5.873.164	3.799.079
3, Goodwill	006	11,929,586	11.929.586
Advances for intangible assets	007	106.987	43.035
5. Intangible assets under construction	800	1.730.646	1.863.086
6. Other intangible assets	009		
II. TANGIBLE ASSETS (011 to 019)	010	146.572.413	160.984.034
1. Land	011	15,994,715	15.994.716
2. Buildings	012	102.542.496	99.198.609
3. Equipment and machinery	013	4.263.093 7.682.896	7.233.750
4. Furniture, fittings and vechicles	014 015	7.082.090	1.233.130
5. Biological assets	015	6.007.726	839.803
Advances for tangible assets     Tangible assets under construction	017	9.347.737	32.571.220
8. Other tangible assets	017	733,750	818.750
9. Investment property	019	100.700	010.110
III, NON-CURRENT FINANCIAL ASSETS (021 to 028)	020	68.856.720	65.755.234
In Nove-Sortice In Private Add 216 (021 to 025)     Investment in subsidiaries and associates	021	59.148.400	59.353.400
2. Loans to related parties	022		
3. Loans given to minority interest	023		
Loans given to millionly interest     Loans given to participating parties	024		
5. Investment in securities	025		
6. Loans given, deposits and similar	026	9.708.320	6.401.834
7. Other non-current financial assets	027		
8. Investments at equity method	028		
IV. RECEIVABLES (030 to 032)	029	0	(
Receivables from related parties	030		
2. Receivables for credit sales	031		
3. Other receivables	032		
V. DEFFERED TAX ASSET	033	441.143	532.200
C) CURRENT ASSETS (035+043+050+058)	034	1.625.481.613	1.551.604.566
I. INVENTORY (036 To 042)	035	211.243.565	229.320.14
1. Raw material	036	96.103	127.534
2. Work in progress	037		
3. Finished products	038		
4. Trade goods	039	209.998.864	224.504.490
5. Advances for inventories	040	1,148.598	4.688.117
6. Non-current assets available for sale	041		
7. Biological assets	042	1 010 175 101	4 400 004 407
II. RECEIVABLES (044 to 049)	043	1.312.175.181	1.108.901.197
Receivables from related parties	044	246.515.688 1.056.109.550	225.132.479 872.355.33
2. Trade receivables	045 046	1,056,109,550	672.333.33
Receivables from participaring parties		27.994	40.21
4. Receivables from employees	047 048	5.654.012	9.228.07
5. Receivables from the state and other institutions	049	3.867.937	2.145.09
6. Other receivables	050	50.405.113	148.273.95
III. CURRENT FINANCIAL ASSETS (051 to 057)	051	00,700,770	7.10.00.00.00.00
Investment in subsidiaries and associates	052		
2. Loans to related parties	053		
3. Equity investments	054		
Loans given to participating parties	055		
Investment in securities     Loans given, deposits and similar	056	50.405.113	148.273.95
7. Other financial assets	057		
IV. CASH IN BANK AND ON HAND	058	51.657.754	65.109.27
D) PREAPID EXPENSES AND ACCRUED INCOME	059	728.889	2.140.09
E) TOTAL ASSETS (001+002+034+059)	060	1.861.721.161	1.798.650.91
G) OFF BALANCE SHEET ITEMS	061	185.013.175	161.014.15

EQUITY AND LIABILITIES	000	000 050 410	440 540 000
A) CAPITAL AND RESERVES (063+064+065+071+072+075+078)	062	388,050,446	449.518.920
I. SHARE CAPITAL	063	94.205.280	134.967.180
II. CAPITAL RESERVES	064	-9.243.180	-9.243.180
III. RESERVES FROM RETAINED EARNINGS (066+067-068+069+070)	065	88.587.744	88.587.744
1. Legal reserves	066	7.277.713	13.953.444
2. Reserves for treasury shares	067	60,000,000	53.324.269
3. Treasury shares	068	10.486.459	10.486.459
Statututory reserves	069		
5. Other reserves	070	31.796.490	31.796.490
IV. REVALUATION RESERVES	071		
V. RETAINED EARNINGS OR ACCUMULATED LOSS (073-074)	072	173.091.313	173.738.701
Retained earnings	073	173.091.313	173,738,701
2. Accumulated loss	074		
VI. PROFIT OR LOSS FOR THE PERIOD (076-077)	075	41.409.289	61.468.475
Profit for the period	076	41.409.289	61.468.475
2. Loss for the period	077		
VII. MAJNORITY INTERESTS	078		
B) PROVISIONS (080 To 082)	079	515.583	562.715
Provisions for retirement, severance oayment and similar	080	515.583	562.715
2. Tax provisions	081		
3. Other provisions	082		
C) NON-CURRENT LIABILITIES (084 to 092)	083	5.638.314	17.464.937
Liabilites to related parties	084		
2. Borrowings and deposits	085		
3. Liabilites to banks and other financial institutions	086	5.638.314	17.464.937
4. Liabilites for advances received	087		
5. Trade payables	088		
6. Liabilitis for securities	089		
7. Liabilities to participating parties	090		
8. Other non-current liabilities	091		
9. Deferred tax liabilitiy	092		
D) CURRENT LIABILITIES (094 to 105)	093	1,466,203,854	1.329.643.375
Liabilities to related parties	094	122,955,376	121,317,815
2. Borrowings and deposits	095		
Liabilites to banks and other financial institutions	096	309.262.788	257.184.099
Liabilities for advances received	097	417.048	1,296,785
5. Trade payables	098	1.021.690.528	933,176,663
6. Liabilitis for securities	099		
7. Liabilities to participating parties	100		
8. Liabilities to employees	101	5,106,170	7.022.980
Liabilities to employees     Liabilities for taxes and contributions	102	4,116,250	6,466,811
(2) 1 TO 10 CONTROL OF	103	1.034	1.034
10. Dividend payables	103	1.004	1.554
11. Liabilites for non-current assets available for sale	105	2.654.660	3.177.188
12. Other current liabilities	106	1.312.964	1,460,972
E) DEFFERED INCOME AND ACCRUED EXPENSES	106	1.861.721.161	1.798.650.919
F) TOTAL EQUITY AND LIABILITIES (062+079+083+093+106)	107	185.013.175	161.014.153
G) OFF BALANCE SHEET ITEMS	108	165,015,175	101,014,150
SUPPLEMENT TO BALANCE SHEET (for consolidated financial statements)		·	
A) CAPITAL AND RESERVES	1 105		
1. Attributable to equity holders	109		
Attributable to minority interest	110		

Note 1.: Supplement to balance sheet is filled for consolidated financial statements.

### PROFIT AND LOSS for period from 1.1.2014. to 31.12.2014.

Issuer: MEDIKA d.d

Description	AOP mark	Previous	period	Current	period
		Cumulative	Quarter	Cumulative	Quarter
1	2	3	4	5	6
I. OPERATING REVENUES (112+113)	111	2.210.919.397	534.518.835	2.219.090.131	571.344.20
1. Revenues from sale	112	2.182.080.092	520.208.278	2.186.425.888	550.286.37
2. Other operating revenues	113	28,839,305	14.310.557	32.664.243	21.057.82
II. OPERATING EXPENSES (115+116+120+124+125+126+129+130)	114	2.151.396.364	521.780.560	2.151.113.021	536.875.00
1. Change in value of work in progress and finished goods	115				
2. Material expenses (117 to 119)	116	2.036.582.157	487.830.656	2.055.883.949	509.952.22
a) Raw materials	117	10.107.434	2.948.100	10.151.389	2.745.16
b) Cost of goods sold	118	2.002.537.230	478.481.768	2.023.973.466	500.849.70
c) Other expenses	119	23.937.493	6.400.788	21.759.094	6.357.35
3. Employee expenses (121 to 123)	120	49.169.423	12.446.641	49.841.952	12.572.87
a) Net salaries	121	28.586.428	7,317,175	28.621.896	7.327.56
b) Tax and contributions from salaries	122	14.094.879	3.487.109	14.126.053	3,424,54
c) Contributions on salaries	123	6.488.116	1.642.357	7.094.003	1,820.76
4. Depreciation and amortization	124	13.306.348	3.239.963	9.736.465	2.231.36
5. Other expenses	125	38.907.715	19.182.579	30.269.561	12.624.82
6. Impairement (127+128)	126	13.327.292	-1.022.708	5,331,911	-555.45
a) of non-current assets (financial assets excluded)	127			1,840,163	1.840.16
b) of current assets (financial assets excluded)	128	13.327.292	-1.022.708	3.491.748	-2,395.62
7. Provisions	129	103.429	103.429	49.183	49.18
8. Other operating expenses	130				
III. FINANCE INCOME (132 to 136)	131	4.155.567	620.389	10.781.566	3.681.74
1. Interests, foreign exchanges and dividend from related parties	132				
2. Interests, foreign exchanges and dividend from non-related parties	133	4.155.567	620.389	10.781.566	3.681.74
3. Share of profit from associate	134				
4. Unrealised gains	135				
5. Other financial income	136				
IV. FINANCE EXPENSES (138 to 141)	137	19,828,388	4.890.682	15,586,695	3.918.85
1. Interests, foreign exchanges and dividend from related parties	138				
2. Interests, foreign exchanges and dividend from non-related parties	139	19,828,388	4,890,682	15.586.695	3.918.85
3. Unrealised losses	140				
4. Other finance expenses	141				
V. SHARE OF PROFIT FROM ASSOCIATE	142				
VI. SHARE OF LOSS FROM ASSOCIATE	143				
VII. EXTRAORDINARY - OTHER INCOME	144				
VIII. EXTRAORDINARY - OTHER EXPENSES	145				
IX. TOTAL INCOME (111+131+142 + 144)	146	2.215.074.964	535.139.224	2.229.871.697	575.025.94
X. TOTAL EXPENSES (114+137+143 + 145)	147	2.171.224.752	526.671.242	2,166,699,716	540.793.86
XI. PROFIT OR LOSS BEFORE TAX ( 146-147)	148	43.850.212	8.467.982	63,171,981	34.232.08
1. Profit before tax (146-147)	149	43.850.212	8.467.982	63.171.981	34.232.08
2. Loss before tax (147-146)	150	0	0	0	
XII. INCOME TAX	151	2.440.923	-8.173.746	1.703.506	-5.531.46
XIII. PROFIT OR LOSS FOR THE PERIOD (148-151)	152	41.409.289	16.641.728	61.468.475	39.763.55
1. Profit for the period (149-151)	153	41.409.289	16.641.728	61.468.475	39.763.55
2. Loss for the period (151-148)	154	0	0	0	

XIV. PROFIT OR LOSS FOR THE PERIOD					
1. Attributable to equity holders	155				
2. Attributable to minority interest	156				
OTHER COMPREHENSIVE INCOME REPORT (for IFRS reporting)					
I. PROFIT OR LOSS FOR THE PERIOD (= 152)	157	41.409.289	16.641.728	61,468,475	39.763.553
II. OTHER COMPREHENSIVE PROFIT/LOSS BEFORE TAX (159 to 165)	158	0	0	0	0
1. Exchage differences on translation of foreign operations	159				
2. Changes in revaluation reserves for non-current tangible and intangible assets	160				
3. Profit or loss from revaluation of financial assets available for sale	161				
4. Gains or losses from efficient cash flow hedging	162			No.	
5. Gains or losses from efficient hedge of net investment abroad	163				
6. Share in other comprehensive profit/loss of associates	164				
7. Actuarial gains/losses on defined benefit plans	165				
III. TAX ON OTHER COMPREHENSIVE INCOME FOR THE PERIOD	166				
IV. NET OTHER COMPREHENSIVE PROFIT OR LOSS FOR THE PERIOD (158-166)	167	0	0	0	0
V. COMPREHENSIVE PROFIT OR LOSS FOR THE PERIOD (157+167)	168	41,409,289	16.641.728	61.468.475	39.763.553
APPENDIX to Other comprehensive income report (to be filled for consolidated financial sta	tements)				
VI. COMPREHENSIVE PROFIT OR LOSS					
1. Attributable to equity holders	169				
2. Attributable to minority interest	170				

## STATEMENT OF CASH FLOW - Indirect method for period from 1.1.2014. to 31.12.2014.

Description	AOP	Previous	Current period
Description	mark	period	
1	2	3	4
CASH FLOW FROM OPERATING ACTIVITIES		_	
Profit before tax	001	43.850.212	63.171.981
Depreciation and amortisation	002	13.306,348	9.736.465
Increase of current liabilities	003		
Decrease of current receivables	004	103.068.938	203.273.984
5. Decrease of inventories	005		
6. Other increase of cash flow	006	5.367.185	
I. Total increase of cash flow from operating activities (001 to 006)	007	165.592.683	276.182.430
Decrease of current liabilities	800	89.682.782	84.481.790
2. Increase of current receivables	009		
3. Increase of inventories	010	24.229.072	18.076.576
4. Other decrease of cash flow	011		96.650.387
II. Total decrease of cash flow from operating activities (008 to 011)	012	113.911.854	199.208.753
A1) NET INCREASE OF CASH FLOW FROM OPERATING ACTIVITIES (007-012)	013	51,680,829	76.973.677
A2) NET DECREASE OF CASH FLOW FROM OPERATING ACTIVITIES (012-007)	014	0	0
CASH FLOW FROM INVESTING ACTIVITIES			
Proceeds from sale of tangible and intangible assets	015	761.183	181.927
Proceeds from sale of equity and debt securities	016	7011100	
3. Interest received	017	1.678.880	7.632.805
4. Dividends received	018	1.070.000	7.002,000
CONTROL TO CONTROL TO CONTROL			
5. Other proceeds from investing activities	019	2,440,063	7.814.732
III. Total proceeds from investing activities (015 to 019)	020	31 miles (100 miles (1	
Purchase of tangible and intangible assets	021	10.603.112	29.469.430
Purchase of equity and debt securities	022		
Other purchases resulting from investing activities	023	39.937.000	
IV. Total purchases resulting from investing activities (021 to 023)	024	50.540.112	29.469.430
B1) NET INCREASE OF CASH FLOW FROM INVESTING ACTIVITIES (020-024)	025	0	0
B2) NET DECREASE OF CASH FLOW FROM INVESTING ACTIVITIES (024-020)	026	48.100.049	21.654.698
CASH FLOW FROM FINANCING ACTIVITIES		,	
Proceeds from issuance of equity and debt securities	027		
2. Proceeds from borrowings	028	261.000.000	258.885.249
3. Other proceeds from financing activities	029		
V. Total proceeds from financing activities (027 to 029)	030	261.000.000	258.885.249
Repayments of borrowings	031	223.800.094	298.666.667
2. Dividends paid	032		
3. Repayments of finance lease	033	2.785.128	2.086.039
Purchase of treasury shares	034	1.680.971	
5. Other purchases resulting from financing activities	035		
VI. Ukupno novčani izdaci od financijskih aktivnosti (031 to 035)	036	228.266.193	300.752.706
C1) NET INCREASE OF CASH FLOW FROM FINANCING ACTIVITIES (030-036)	037	32.733.807	0
C2) NET DECREASE OF CASH FLOW FROM FINANCING ACTIVITIES (036-030)	038	0	41.867.457
Total increase of cash flow (013 – 014 + 025 – 026 + 037 – 038)	039	36.314.587	13.451.522
Total decrease of cash flow (014 – 013 + 026 – 025 + 037 – 030)	040	0	0
Cash and cash equivalents at beginning of the period	041	15.343.167	51.657.754
	042	36.314.587	13.451.522
Increase of cash and cash equivalents	042	00.014.007	10.101.022
Decrease of cash and cash equivalents  Cash and cash equivalents at end of the period	043	51.657.754	65,109.276

STATEMENT OF CHANGES IN EQUITY rom 1.1.2014 to 31.12.2014. for period from 1.1.2014

	AOP	Previous	Current
Description	mark	period	period
-	2	3	4
1. Share capital	100	94.205.280	134.967.180
2. Capital reserves	002	-9.243.180	-9.243.180
3. Reserves from retained earnings	003	88.587.744	88.587.744
4. Retained earnings or accumulated loss	004	173.091.313	173.738.701
5. Profit or loss for the period	900	41.409.289	61.468.475
6. Revaluation of tangible assets	900		
7. Revaluation of intangible assets	200		
8. Revaluation of financial assets available for sale	800		
9. Other revaluation	600		
10. Total capital and reserves (AOP 001 to 009)	010	388.050.446	449.518.920
11. Foreign exchanges from the foreign investments	011		
12. Current and defferd tax (part)	012		
13. Cash flow hedge	013		
14. Cghanges of accounting policies	014		
15. Correction of material mistakes from previous period	015		
16. Other changes of equity	016		
17. Total increase or decrease of equity (AOP 011 to 016)	017	0	0
17 a. Attributable to equity holders	018		
17 b. Attributable to minority interest	010		

Balances that decrease equity are presented with the minus Data in AOP 001 to 009 are presented as the balance as at balance sheet date

Pursuant to the articles 407. to 410. of the Capital market Law (Official Gazette 88/08 and 146/08) Director Jasminko Herceg provides

#### MANAGEMENT BOARD'S STATEMENT OF LIABILITY

Temporary unaudited consolidated and unconsolidated financial statements of Medika d.d. have been prepared pursuant to the International Financial Reporting Standards (IFRS) and Croatian Accounting Law.

Temporary unaudited consolidated and unconsolidated financial statements for the period period 01 January to 31 December 2014 present complete and fair view of assets and liabilities, profit and loss, financial position and operations of the Company and the Group.

The interim management report for the temporary unaudited financial statements for the period 01 January to 31 December 2014 presents true and fair presentation of development and results of the operations of the Company and the Group with description of significant risks and uncertainties for the Company and the Group.

Jasminko Herceg

Director

Medika d.d.