

GLENMARK PHARMACEUTICALS DISTRIBUTION S.R.O. PRAGUE

REPORT

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ON THE AUDIT OF FINANCIAL STATEMENTS AS AT 31 MARCH 2019



INDEPENDENT AUDITOR'S REPORT

To the Partner of

Glenmark Pharmaceuticals Distribution s. r. o. limited liability company with registered capital of CZK 10.000.000 Registered Address: Hvězdova 1716/2b, Nusle, Prague 4, Zip Code 140 00 Company Identification Number (IČ): 047 27 339

Auditor's Opinion

We have audited the accompanying financial statements of Glenmark Pharmaceuticals Distribution s. r. o. (hereinafter also the "Company") prepared in accordance with accounting principles generally accepted in the Czech Republic, showing a balance sheet total of 666.913 thds. CZK and a loss of 6.545 thds. CZK. These financial statements comprise the balance sheet as at 31 March 2019, and the income statement, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the financial statements give a true and fair view of the financial position of the Company as at 31 March 2019 and of its financial performance and its cash flows for the year then ended in accordance with accounting principles generally accepted in the Czech Republic.

Basis for Opinion

We conducted our audit in accordance with the Act on Auditors, and Auditing Standards of the Chamber of Auditors of the Czech Republic, which are International Standards on Auditing (ISAs), as amended by the related application clauses. Our responsibilities under this law and regulation are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Act on Auditors and the Code of Ethics adopted by the Chamber of Auditors of the Czech Republic 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.

Other Information presented in the Annual Report

In compliance with Section 2(b) of the Act on Auditors, the other information comprises the information included in the Annual Report other than the financial statements and auditor's report thereon. The Managing Directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information. 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. In addition, we assess whether the other information has been prepared, in all material aspects, in accordance with applicable law or regulation, in particular, whether the other information complies with law or regulation in terms of formal requirements and procedure for preparing the other information in the context of materiality, i.e. whether any non-compliance with these requirements could influence judgements made on the basis of the other information.



Based on the procedures performed, to the extent we are able to assess it, we report that:

- The other information describing the facts that are also presented in the financial statements is, in all material aspects, consistent with the financial statements; and
- The other information is prepared in compliance with applicable law or regulation.

In addition, our responsibility is to report, based on the knowledge and understanding of the Company obtained in the audit, that the other information does not contain any material misstatement of fact. Based on the procedures we have performed on the other information obtained, we have not identified any material misstatement of fact.

Responsibilities of the Company's Managing Directors (hereinafter also "Company's statutory body") for the Financial Statements

Company's statutory body is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the Czech Republic and for such internal control as the statutory body determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

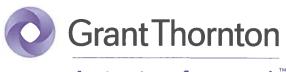
In preparing the financial statements, the Company's statutory body is responsible for assessing the Company's ability to continue as a going concern, disclosing in the notes to the financial statements, as applicable, matters related to going concern and using the going concern basis of accounting unless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

Auditor's 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 auditor's 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 the above mentioned regulations 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 the above law or regulation, we exercise professional judgment and maintain professional scepticism 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 control.
- 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting
 estimates and related disclosures made by the Company's statutory body in the notes to the
 financial statements.



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- Conclude on the appropriateness of the statutory body'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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's 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 auditor's report. However, future events or conditions may cause the Company 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.

We communicate with the Company's statutory body and regarding, among other matters, the planned scope and timing of the audit and our significant audit findings, including any significant deficiencies identified in the internal controls.

Grant Thornton Audit s.r.o.

Audit Firm Praha 1, Jindřišská 16 Licence No. 085

Prague on May 17, 2019

Ing. Leoš Horváth Auditor, Licence No. 2013

Managing Director

Ing. Petra Kopsová Auditor, Licence No. 2459

Financial statements for the year ended 31.3.2019

Name of accountancy unit:

Glenmark Pharmaceuticals Distribution s.r.o.

Seat:

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Hvězdova 1716/2b

Praha 4

14000

Identif. Code:

04727339

Compiled on: 15.5.2019

Components of the Financial Statements:

Balance Sheet Profit and Loss Statement Statement of changes in Equity Cash Flow Statement Notes to the Financial Statements

Name of statutory body or individual, who is an accounting unit:	Signature
Andrzej Gondek	Janoel
Person responsible for financial statements (Name)	Signature
NIMONA ZEJ CATERULY	A/



BALANCE SHEET

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in full scale as of 31.3.2019 (in entire thousands CZK)

Identif Code 04727339

Name and seat
of accountancy unit
Glenmark Pharmaceuticals
Distribution s r o
Hvezdova 1716/2b
Praha 4
14000

De	nota	tion	ASSETS		Current accounting period		Previous acc period
				Brutto	Correction	Netto	Netto
⊢	a		ь	1	2	3	4
ļ			TOTAL ASSETS	768,904	- 101,991	666,913	731,110
A.	_		Amounts receivable for subscribed registered capital		1		
В.			Fixed assets	468,408	96,609	371,799	403,115
В	I.		Long-term intangible assets	3,725	- 1,698	2,027	2,609
В	I.	1.	Intangible results of development				
В	1.	2.	Valuable rights (patents, licences and know-how)	3,688	1,698	1,990	504
В	I	2,1,	Software	2,167	- 229	1,938	11
В	ī.	2 2	Other valuable rights (patents, licences and know-how)	1,521	- 1,469	52	493
В	1.	3	Goodwill	·			
В	I.	4	Other long-term intangible assets			* 20.0.*	
В	I	5.	Advances for intangible fixed assets and intangible fixed assets	37		37	2,105
В	1.	5.1.	Advances for long-term intangible assets				
B.	L	5.2.	Intangible fixed assets under construction	37		37	2,105
В	11.		Long-term tangible assets	464,683	- 94,911	369,772	400,506
В	П	1	Land and structures				
В	П	1.1	Land			· · · · · · · · · · · · · · · · · · ·	
В	П	1.2.	Structures			.	
В	П	2	Plant and equipment	5,045	- 3,086	1,959	1,484
В	П	3	Goodwill, incl market value increment	459,128	- 91,825	367,303	397,911
В	П	4	Other long-term tangible assets				
В	П	41.	Forests, orchards etc				
В	Ш	4.2	Full-grown animals and their herds				
В	П	4.3	Other long-term tangible assets				
В	п	5.	Advances for tangible fixed assets and tangible fixed assets	510		510	1,111
В	п	5.1	Advances for tangible fixed assets				691
В	П	5 2.	Long-term tangible assets in progress	510	 	510	420
В	Ш		Long-term financial assets	<u></u>			
В	ш	ı	Equity investments - group undertakings	41.			
В	ш	2	Loans - controlled and controlling organizations				
В	Ш	3.	Equity investments - associated companies				
В	Ш	4.	Loans - associated companies				
В	Ш	5.	Other long-term securities and equity investments				
В	Ш	6	Loans - other				
В	ш	7	Other long-term investments				
В	Ш	71.	Other long-term investments		 		
В	Ш	7.2	Advances for long-term financial assets		-		
			<u> </u>		. اي.		L

De	not	ation	ASSETS		Current accounting period		Previous acc period
				Brutto	Correction	Netto	Netto
c.	-	1	Current assets	200 806	2 5 382	3	4
C			Inventories	299,805	0,302	294,423	326,985
c		. 1	Materials	113,884	5,382	108,502	121,455
c		2	Work-in-progress and semi-finished products			 	
С		3	Finished goods and goods for resale	113,884	6 182	100.500	
С		3.1	Finished goods	113,004	5,382	108,502	121,455
c		3.2	Purchased goods for resale (inc. goods in transit)	112 991	5.382	100.507	
c		4	Young and other animals and their herds	113,884	5,382	108,502	121,455
С		5.	Advance payments for inventories				
C.	п		Receivables	170 500			
C		1.	Long-term receivables	170,572		170,572	172,345
C.		. 11	Trade receivables	8,831		8,831	10,400
c.		1.2					
С		1.3	Inter-group receivables (controlled or controlling entity)	 			<u> </u>
С		1.3	Inter-group receivables - significant influence				
C		1.5.	Deferred tax receivable	8,777		8,777	10,346
C.			Receivables - other	54		54	54
C.			Receivables from partners		-		
c.			Long-term advances granted	54		54	54
			Estimated receivables				
	П	_	Other receivables				
			Short-term receivables	161,741		161,741	161,945
		2.1.	Trade receivables	159,355		159,355	159,011
		2.2.	Inter-group receivables (controlled or controlling entity)				
		2.3	Inter-group receivables - significant influence				
		2.4.	Receivables - other	2,386		2,386	2,934
			Receivables from partners	ļ			<u> </u>
			Social security and health insurance				
			Due from state - tax receivables				
			Short-term advances granted	2,043		2,043	2,710
			Estimated receivables				
	_	2 4.6	Other receivables	343		343	224
C.			Short-term financial assets	<u> </u>			
C			Equity investments - group undertakings				
C :	-	2.	Other short-term financial assets				
C I	IV.		Cash	15,349		15,349	33,185
C I			Cash in hand				
C I	_	2	Bank accounts	15,349		15,349	33,185
)	I.		Accruals	691		691	1,010
)	L	1	Prepaid expenses	691		691	1,010
)	L	2	Complex prepaid expenses				
).	L	3.	Accrued income				

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Denotation a	EQUITY + LIABILITIES b	Current acc period 5	Previous acc period
	TOTAL EQUITY + LIABILITIES	666,913	731,110
A.	Equity	523,468	530,013
A. I.	Registered capital	10,000	10,000
A I I	Registered capital	10,000	10,000
A L 2	Own shares ownership interests (-)		
A. I. 3.	Changes in registered capital		
А П	Premium and capital funds	590,000	590,000
A II. 1.	Share premium		
А П. 2	Capital funds	590,000	590,000
А. П. 2.1.	Other capital funds	590,000	590,000
А. П. 2.2.	Valuation differences from re-valuation of assets and liabilities (+/-)		
А II 2.3	Differences from revaluation in transformation of companies (+/-)		
А., П 2.4.	Differences from tranformation of companies (+/-)		-
А. П. 25.	Differences from valuation in tranformation of companies (+/-)		
А. Ш.	Funds from earnings		
А. Ш. Т.	Other reserve funds		
А: Ш. 2.	Statutory and other funds		
A IV.	Retained profit or loss from prior year (+/-)	- 69,987	- 48,695
A. IV 1.	Retained earnings or losses (+/-)	- 69,987	- 48,695
A IV. 2.	Other profit or loss from previous years (+/-)		-
A. V.	Profit or loss of the current accounting period (+/-)	- 6,545	- 21,292
A. VI	Approved advance profit distribution (-)		
3. + C.	Liabilities	143,445	201,097
В	Provisions	3,841	2,991
ВІ	Provision for pensions and similar liabilities		-
в п	Provision for income tax		
в ш	Provisions made according to special legal regulations		
B. IV.	Other provisions	3,841	2,991

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D	enot	ation	EQUITY + LIABILITIES	Current acc period	Previous acc period
-	_	<u>a</u>	ь	5	6
C			Liabilities	139,604	198,106
C	1	I	Long-term liabilities		125,825
C	1	L L	Issued bonds		
C]	1.1	Convertible debentures and bonds		
c	1	1.2	Other debentures and bonds		
C	ı	2	Liabilities to credit institutions		
C	I	3	Long-term advances received		
C	1	4.	Trade payables		
c	I	. 5	Long-term promissory notes		
C.	1	6.	Inter-group payables (controlled or controlling entity)		125,825
C.	1	7.	Inter-group payables - significant influence		
С	1	8	Deferred tax payable		
С	I	9	Liabilities - other		
С	1	9.1	Payables to partners		
С	I.	9,2	Estimated payables		
С	I	93.	Other payables		
C.	п		Short-term liabilities	139,604	72,281
С	П	1.	Issued bonds		
С	П	1.1.	Convertible debentures and bonds		
С	П	1.2	Other debentures and bonds		
C.	П	2	Liabilities to credit institutions		
C	П	3.	Short-term advances received		
C.	П	4.	Trade payables	43,199	14,842
С	n.	5	Short-term bills of exchange payable		
C	п	6	Inter-group payables (controlled or controlling entity)	41,802	13,246
C.	Ш	7.	Inter-group payables - significant influence		
C.	11	8.	Liabilities - other	54,603	44,193
С	п	8 1.	Payables to partners		
C.	П	8.2	Other short-term borrowings		
C.	11.	8.3.	Payables to employees	3,541	3,248
C.	Π.	8 4.	Social security and health insurance payables	2,507	2,118
C.	П	8.5.	Due to state - taxes and subsidies	16,422	15,033
C.	11.	8 6	Estimated payables	32,114	23,765
C.	П.	8, 7.	Other payables	19	29
D.			Accruals		
D.	L		Accrued expenses		
D.	Ш		Deferred income		
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PROFIT AND LOSS STATEMENT - classification by types

in full scale as of 31.3.2019

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(in entire thousands CZK)

of accountancy unit
) Glenmark Pharmaceuticals
Distribution s.r.o.
Hvězdova 1716/2b

Name and seat

Praha 4 14000

Identif Code 04727339

Denotation	TEXT	Accounting period	
a	ь	Current 1	Previous
I,:	Revenue from products and services	231,353	232,491
II.	Sales of goods bought for resale	279,915	237,537
*	Total sales	511,268	470,028
A	Purchased consumables and services	389,000	355,657
A. 1.	Cost of goods sold	294,561	266,919
A 2	Consumables	6,629	6,664
A. 3.	Services	87,810	82,074
B	Change in inventory of own production (+/-)		
C.	Own work capitalized (-)		
D _e ;	Staff costs	82,864	77,992
D. 1.	Wages and salaries	61,799	57,507
D. 2.	Social security, health insurance and other expenses	21,065	20,485
D. 2 1	Social security and health insurance expenses	19,541	18,998
D. 2. 2.	Other expenses	1,524	1,487
E,	Adjustments relating to operating activities	19,109	31,258
E, 1,	Adjustments to intangible and tangible fixed assets	32,304	31,993
E 1 1	Depreciation and amortization of intangible and tangible fixed assets	32,304	31,993
E 1 2	Impairment of intangible and tangible fixed assets		
E. 2.	Adjustments to inventories	- 13,168	- 762
E. 3.	Adjustments to recievables	- 27	27
II,	Other operating revenues	205,540	168,105
II _{ee} 1 _{ee}	Proceeds from disposals of fixed assets	13	19
II 2	Proceeds from disposals of raw materials		
II. 3.	Other operating revenues	205,527	168,086
8	Other operating expenses	225,150	183,667
$_{\rm ex}$ $I_{\rm ex}$	Net book value of fixed assets sold	32	5
2.0	Material sold		
3.	Taxes and charges	168	157
4.5	Provisions relating to operating activity and complex prepaid expenses	850	- 2,811
a 500	Other operating expenses	224,100	186,316
	Operating profit or loss (+/-)	685	- 10,441

Denotation	TEXT	Accoun	ting period
а	ь	Current	Previous
IV.	Revenue from long-term investments - equity investments	1	2
IV. 1	Revenue from equity investments - group undertakings		
IV. 2	Other revenue from equity investments		
G	Cost of equity investments sold		
V.			
	Revenue from other long-term investments		15
V. 1.	Revenue from other long-term investments - group undertakings		
V 2	Other revenue from other long-term investments		
H	Expenses related to other long-term investments		
VI.	Interest revenue and similar revenue		
vi. L	Interest revenue and similar revenue - group undertakings		
VI. 2.	Other interest revenue and similar revenue		
La .	Adjustments and provisions relating to financial activity		
J.	Interest expense and similar expense	5,544	10,719
L L	Interest expense and similar expense - group undertakings	4,882	10,498
2,	Other interest expense and similar expense	662	221
VII	Other financial revenues	1,947	3,165
८ _{1∈}	Other financial expenses	2,065	6,334
	Profit (loss) from financial operations	- 5,662	- 13,888
. #	Profit (loss) before tax (+/-)	- 4,977	- 24,329
-1	Income tax	1,568	- 3,037
1.	Current tax		
2.	Deferred tax (+/-)	1,568	- 3,037
rA.	Profit (loss) after tax (+/-)	- 6,545	- 21,292
1	Transfer of profit or loss to shareholders/members (+/-)		<u>-</u>
**	Profit (loss) for the accounting period (+/-)	- 6,545	- 21,292
	Net turnover for the accounting period = I. + II. + III. + IV. + V. + VI. +	718,755	641,298

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Glenmark Pharmaceuticals Distribution s.r.o.

Corporate ID 04727339

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31/03/2019 Year ended

Hvězdova 1716/2b 14000 Praha 530,013 240,000 523,468 311,305 -21,292 TOTAL EQUITY -48,695 48,695 -21,292 -21,292 21,292 -6,545 -6,545 Profit or loss for the current period -48,695 Accumulated profits Accumulated losses brought forward -48,695 -69,987 -21,292 Funds from profit, reserve fund 350,000 240,000 590,000 590,000 Capital funds 10,000 10,000 10,000 Share capital Profit or loss for the current period Profit or loss for the current period Profit share prepayments declared Profit share prepayments declared Payments from capital funds Distribution of profit or loss Payments from capital funds Balance at 31 March 2017 Balance at 31 March 2018 Distribution of profit or loss Balance at 31 March 2019 (in CZK thousand) Change in share capital Change in share capital Profit shares paid Profit shares paid

CASH FLOW STATEMENT

as of 31.3.2019 (in entire thousands CZK)

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Identif Code 04727339 Name and seat
of accountancy unit

Of accountancy unit
Glenmark Pharmaceuticals
Distribution s.r.o.
Hvězdova 1716/2b
Praha 4
14000

Den			TEXT	Balance in acc	counting period
a				current	previous
			b	1	2
P.			Cash and cash equivalents, beginning of period	33,185	31,125
			Net operating cash flow	-	-
Z			Accounting profit (loss) from ordinary activities	- 4,977	24,329
A 1			Non-cash transactions	25,522	28,654
1	1.		Depreciation of fixed assets	32,304	31,993
	2		Change in:	- 12,345	- 3,547
	2	1.	goodwill and adjustments to acquired assets		
		2	provisions and other adjustments	- 12,345	- 3,547
	3.		Profit(-) Loss(+) on sale of fixed assets	19	- 13
	4		Profit(-) Loss(+) on sale of securities		
	5.		Revenue from dividends and profit distribution		
	6.		Expense and revenue interests accounted for	5,544	221
	7.		Other non-cash transactions		
\. *			Net operating cash flow before financial items, changes in working capital and extraordinary items	20,545	4,325
2.			Changes in working capital	65,411	- 154,001
2	1,		Change in receivables from operating activities and deferrals	523	51,533
	2		Change in short-term liabilities from operating activities and accruals	38,767	- 212,925
	3,		Change in inventories	26,121	7,391
	4,,,,		Change in short-term financial assets, other than cash and cash equivalents		
. **			Net operating cash flow before financial balances, tax and extraordinary items	85,956	- 149,676
. 3.			Interest paid excluding amounts capitalised	- 17,813	- 221
4.			Interest received		
5.			Income tax paid on ordinary income and income tax relating to prior periods		
6.			Dividends received		
***			Net operating cash flow	68,143	- 149,897

Den	TEXT	Balance in acc	counting period
		current	previous
a	b	1	2
	Investment activity	•	-
B 1	Acquisition of fixed assets	- 992	- 4,560
I. 1.	Acquisition of tangible fixed assets	- 687	- 1,159
2	Acquisition of intangible fixed assets	- 305	- 3,401
3.	Acquisition of long-term investments		
B 2	Proceeds from sales of fixed assets	13	19
2, 1,	Proceeds from sales of tangible and intangible fixed assets	13	19
2.	Proceeds from sale of financial investments		
B 3	Advances and loans to related parties		
B. ***	Net cash flow from investment activity	- 979	- 4,541
	Financial activity	-	•
Car Inv	Change in long-term liabilities and bank loans	- 85,000	- 83,502
C: 2:	Increase and decrease in equity from cash transactions		240,000
2. 1.	Subscription of shares and investments, even. Funds from earnings		240,000
2.	Equity paid to shareholders		
3.	Other cash contributions from partners and shareholders		
4.0	Loss settlement from partners		
5.	Payments from funds created from net profit		
6.	Dividends paid, including withholding tax paid		
C. ***	Net cash flow from financial activity	- 85,000	156,498
7.	Net increase or decrease in cash balance	- 17,836	2,060
₹.	Cash and cash equivalents, end of period	15,349	33,185

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NOTES TO THE FINANCIAL STATEMENTS as of March 31, 2019

Glenmark Pharmaceuticals Distribution s.r.o.

Registered address: Hvězdova 1716/2b, 140 00 Praha 4

Legal status: Limited Liability Company

ID: 04727339

1. GENERAL INFORMATION

1.1. Subject of activity

Glenmark Pharmaceuticals Distribution s.r.o. was established on January 18, 2016 by being entered in the Public Register. As of March 31, 2016, a part of the business division called CZ distribution business and CEEHQ was sold by Glenmark Pharmaceuticals s.r.o. (Registered in the Commercial Register at the Municipal Court in Prague, Czech Republic under the name C 150331, on May 6, 1992, with registered office at Prague 4, Hvězdova 1716 / 2b, 140 78) to Glenmark Pharmaceuticals Distribution s.r.o.

Glenmark Pharmaceuticals Distribution s.r.o., Company Registration No.: 04727339, is a limited liability company, registered in the Commercial Register on January 18, 2016 at the Citi Court in Prague, Section C, insert 252762. The address of the company's seat is Hvězdova 1716/2b, 140 00 Prague 4.

The main business activity of the Company is distribution of pharmaceuticals and medical equipment.

The Financial Statements of the Company has been prepared for the year ending March 31, 2019.

1.2. Ownership structure

As of March 31, 2019, the Company is owned by:

Name of owner	Address	Ownership interest %
Clemnark Holding SA	La Chaux-de-Fonds, Chemin de la Combeta 5, Switzerland confederation	100%

1.3. Statutory representatives as of March 31, 2019

Oliver Henry Bourne	Since March 21, 2016
Andrzej Gondek	Since May 12, 2017
Achin Gupta	Since May 12, 2017

Jiří Havránek ceased to be statutory representative of the Company on May 12, 2017. At the same date he was deleted from the Commercial Register.

Each executive acts independently on the Company's behalf.

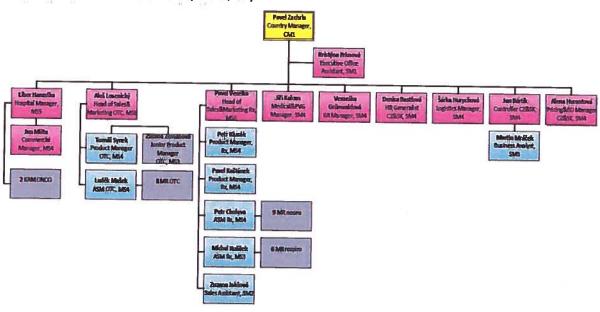
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1.4. Organization chart of the company as of March 31, 2019

The company consists of two units:

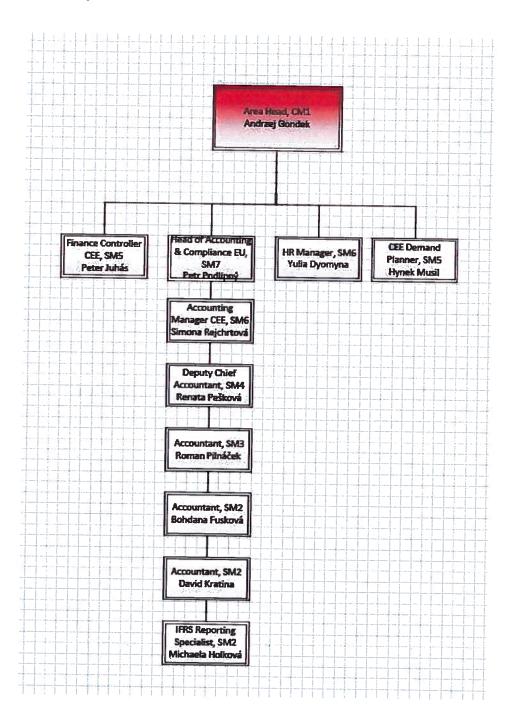
- Sales unit for the Czech Republic including supporting services for the Czech and Slovak distribution entities.
- Headquarter with supporting services for CEE entities

ORGANIZATION STRUCTURE: CZECH REPUBLIC (March 31, 2019)





Headquarter for CEE:



2. BASIS OF ACCOUNTING AND GENERAL ACCOUNTING PRINCIPLES

The Company's accounting books and records are maintained and the financial statements were prepared in accordance with the Accounting Act 563/1991 Coll., as amended; the Regulation 500/2002 Coll. which provides implementation guidance on certain provisions of the Accounting Act for reporting entities that are businesses maintaining double-entry accounting records, as amended; and Czech Accounting Standards for Businesses, as amended.

The accounting records are maintained in compliance with general accounting principles, specifically the historical cost valuation basis, the accruals principle, the prudence concept and the going concern assumption.

These financial statements are presented in thousands of Czech crowns ('CZK').

Glenmark Pharmaceuticals Distribution s.r.o. is part of the Glenmark group for which the consolidated financial statements are prepared by the parent company Glenmark Pharmaceuticals LTD. Registered office: Glenmark House, B.D., Sawant Marg, Chakala, Off, Western Express Highway, Andherei (East), Mumbai - 400 099, India.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

3.1. Tangible fixed assets

Tangible fixed assets include assets with an estimated useful life greater than one year and an acquisition cost greater than CZK 1 on an individual basis or assets from finished leasing, where the useful life is greater than one year.

Tangible fixed asset is valuated at the acquisition costs which includes purchase price, transportation costs and other expenses related to acquisition. Temporary impairment of tangible fixed assets is captured by provisions for diminution in value, which are included together with depreciation the balance sheet correction column.

The cost of fixed asset improvements exceeding CZK 1 thousand for the accounting period increases the acquisition cost of the related tangible fixed asset.

Fixed assets, other than assets under construction, are depreciated over their estimated useful lives, using the straight line method, on the following basis:

	Number of years
Inventory	4
Other long-term tangible assets	4
Goodwill	15

Impairment

Impairment test is used to recognise provisions against intangible fixed assets where the value in the accounting period does not correspond to recoverable value. Impairment test was performed as of March 31, 2019 based to the Transfer Pricing System (TPD) valid at the balance sheet date.

3.2. Intangible fixed assets

Intangible fixed assets include assets with an estimated useful life greater than one year and an acquisition cost greater than CZK 1 thousand on an individual basis. **Intangible fixed asset** is valuated at the acquisition costs which includes purchase price, transportation costs and other expenses related to acquisition.

Purchased intangible fixed assets are stated at cost less accumulated amortization and any recognised impairment losses.

The cost of fixed asset improvements increases the acquisition cost of the related intangible fixed asset.

Intangible fixed assets are amortized on a straight line basis over their estimated useful lives as follows:

	Number of years
Software	5
Advertising spots	1.5

3.3. Inventory

Merchandise is valued at acquisition costs. The acquisition costs mainly includes purchase price, customs fees, storage costs and transportation costs if the items are transported. Provision for inventory is created at 100% for all items with expiry period within 6 months from the balance sheet date after reflecting planned sales.

3.4. Foreign currency translation

Transactions denominated in foreign currencies during the year are translated using the exchange rate of the Czech National Bank prevailing on the date of the transaction.

At the balance sheet date, the relevant assets and liabilities are translated at the Czech National Bank's exchange rate prevailing as of that date.

Realized profits and losses resulting from exchange rates are calculated into revenues or costs for the current year. Exchange rate losses and gains are netted off in the income statement as part of other financial expenses or other financial revenues.

3.5. Receivables

Receivables are initially recognised at their nominal value. They are subsequently reduced by appropriate provisions for doubtful and bad amounts. The provision for receivable is created based

on the age structure of the receivable, including an individual evaluation of the borrower's credit worthiness.

Receivables overdue:	Provision %:
361 – 720	5
721-1 080	50
over 1 081	100

3.6. Trade payables

Trade payables are recognised at their nominal value.

3.7. Loans

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Loans are recognised at their nominal value.

The portion of long-term loans maturing within one year from the balance sheet date is included in short-term loans.

3.8. Provision for liabilities and charges

Provisions are intended to cover future risks and expenditure, the nature of which is clearly defined and which are likely to be incurred, but which are uncertain as to the amount or the date on which they will arise.

The Company recorded provision for unused holiday and merchandise returns from distributors due to expiry risk.

3.9. Use of Estimates

The presentation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the balance sheet date and the reported amounts of revenues and expenses during the reporting period. Management of the Company has made these estimates and assumptions on the basis of all the relevant information available to it. Nevertheless, pursuant to the nature of estimates, the actual results and outcomes in the future may differ from these estimates.

3.10. Revenue Recognition

Revenue is measured at the value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, value added tax and other sales related taxes.

Glenmark Pharmaceuticals Distribution s.r.o.

Revenue from sales of goods is recognised when goods are delivered and title has passed.

3.11. Taxes

3.11.1. Depreciation of Fixed Assets for Tax Purposes

Depreciation of fixed assets is calculated using the straight-line method for the tax purposes.

3.11.2. Current tax payable

The Company has not recognised a tax payable and a tax charge based on its tax calculation due to tax losses. That is based on management's understanding of the interpretation of Czech tax legislation valid at the financial statements date and believes that the amount of tax is correct in compliance with the effective Czech tax regulations. Since there are various interpretations of tax laws and regulations by third parties, including state administrative bodies. The income tax payable reported in the Company's financial statements may change based on the ultimate opinion of the tax authorities.

3.11.3. Deferred tax

Deferred tax is accounted for using the balance sheet liability method. Deferred taxes are based on all temporary differences between the accounting and tax value of assets and liabilities using the enacted tax rate valid for the period in which these temporary differences will be settled.

The carrying amount of deferred tax assets is reviewed at the balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax is charged or credited to the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the related deferred tax is also recorded in equity.

Deferred tax assets and liabilities are offset and reported on an aggregate net basis in the balance sheet, except when partial tax assets cannot be offset against partial tax liabilities.

3.12. Interest costs

Costs related to credit and loans are booked directly on the expenses accounts.

3.13. Cash equivalents

Cash equivalents represent short-term liquid assets from which a preset cash amount can be withdrawn easily and on demand.

3.14. Subsequent events

The impact of events that occurred between the balance sheet date and the date of financial statements is captured in financial statements if these events have provided additional information about circumstances that existed by the balance sheet date.

If important events occurred between the balance sheet date and the date of financial statements due to circumstances that occurred after the balance sheet date, the consequences of those events are described in the notes to financial statements, but are not captured in the financial statements.

4. ACCOMPANYING INFORMATIONS FOR BALANCE SHEET AND PROFIT AND LOSS STATEMENT

4.1. Intangible assets (ths CZK)

	Software	Valuable rights	Other intangibles	Total
Cost:				
Balance at 31.3.2018	62	1 215	2 105	3 382
Additions	2 105	306	-2 068	343
Balance as at 31.3.2019	2 167	1 521	37	3 725
Accumulated amortization and impairment:				
Balance at 31.3.2018	51	722		773
Amortization charge for the year				
Balance as at 31.3.2019	229	1 469		1 698
Carrying value at 31.3.2019	1 938	52	37	2 027

4.2. Tangible assets (ths CZK)

Individual movable fixed asset	Valuation difference to acquired assets	CWIP – Assets and Down Payment Tangibles	Total
4 424	450 129		
	737 120	1 111	464 66
			1 33
	450 100	-601	-1 31
3 043	459 128	510	464 68
			
2 940	61 217		
855	30 608		64 15 31 46
-709			
3 086	01.005		-709
1 959	91 825 367 303	510	94 911 369 772
	movable fixed asset 4 424 1 330 -709 5 045 2 940 855 -709 3 086	movable fixed asset difference to acquired assets 4 424	Movable fixed asset difference to acquired asset Down Payment Tangibles

4.3. Inventories (ths CZK)

The company has performed physical inventory count and the identified differences were accounted as surplus and shortages.

4.4. Receivables

4.4.1. Trade receivables (ths CZK)

The standard contracted payment term is 60 days.

Domostic to 1	Balance at 31.3.2019	Balance at 31.3.2018
Domestic trade receivables	130 973	48 818
Foreign trade receivables	28 382	110 193
Total (net of provision)	159 355	159 011

Glenmark Pharmaceuticals Distribution s.r.o.

Aging of trade receivables

	Balance at 31.3.2019	Balance at 31.3.2018
Not yet due	135 541	126 274
Overdue	23 814	32 737
thereof overdue more than 365 days	11 950	225
Total (net of provision)	159 355	159 011

4.5. Liabilities

4.5.1. Trade payables (ths CZK)

The standard contracted payment term is 14 days.

	Balance at 31.3.2019	Balance at 31.3.2018
Domestic trade payables	41 592	14 428
Foreign trade payables	1 607	414
Total	43 199	14 842

Aging of trade payables

	Balance at 31.3.2019	Balance at 31.3.2018
Not yet due	25 117	14 645
Overdue	18 047	197
thereof overdue more than 365	35	
days		
Total	43 199	14 842

The company has not recorded any liabilities for social and health insurance which would not be settled till following month.

4.5.2. Current group liabilities

(ths CZK)

Name	Currency	Amount in	Dist		
	currency	Relation	Balance at 31.3.2019	Balance at 31.3.2018	
Glenmark Pharmaceuticals	S S.r.o.		Internal		
 Loan interest 	CZK		Intercompany		
				977	13 246
Glenmark Pharmaceuticals	S.r.o.				
- Loan	CZK		Intercompany		
otal				40 825	0
				41 802	13 246

The interest rate on liabilities to Glenmark Holding S.A. is 5% per annum.

4.5.3. Non-current group liabilities

Name	Currency	Amount	in	Relation	Balance at 31.3.2019	Balance at 31.3.2018
Glenmark Pharmaceuticals s.r.o - Loan principal	CZK			Intercompany	0	125 825
Total					0	125 825

4.5.4. Liabilities due to employees

The company has recorded as at March 31, 2019 liabilities due to employees in the value of 3 541 ths CZK, particularly unpaid salaries for March 2019 and at March 31, 2018 the company has March 2018

4.5.5. Tax payables

The company has recorded as at March 31, 2019 the taxes payable in the value of 16 422 ths CZK, thereof due for VAT tax 15 639 ths CZK and due for personal income tax 783 ths CZK.

The company has recorded as at March 31, 2018 the taxes payable in the value of 15 033 ths CZK, thereof due for withholding tax 14 460 ths CZK and due for personal income tax 573 ths CZK.

4.5.6. Accrued liabilities

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The company has recorded as at March 31, 2019 accrued liabilities in the value of 32 114 ths CZK to cover received services for the period ending March 31, 2019 which are not yet invoiced. Accrued liabilities as at March 31, 2019.

The company has recorded as at March 31, 2018 accrued liabilities in the value of 23 765 ths CZK to cover received services for the period ending March 31, 2018 which were not yet invoiced at March 31, 2018.

4.5.7. Other liabilities

Other liabilities at March 31, 2019 consider especially liabilities of supplementary pension insurance for employees in amount 19 ths CZK, at March 31, 2018 other liabilities considered especially liabilities of sale of a business in amount 29 ths CZK.

4.6. Provisions

The company has recorded as at March 31, 2019 provision for possible returns of sold goods in the amount of 1 526 ths CZK and provision for unused holidays in the amount of 2 315 ths CZK.

At March 31, 2018 the company had recorded provision for possible returns of sold goods in the amount of 1 157 ths CZK and a provision for unused holiday in the amount of 1 834 ths CZK.

4.7. Contingent liabilities

The Company register potential liabilities from operating lease in the amount of CZK 17,389 ths CZK, which are not included in the balance sheet.

The Company does not have any potential liabilities arising from the legal disputes.

4.8. Income from operations (ths CZK)

	2019	2018
Revenues – services	231 353	232 491
Revenues – merchandise	279 915	237 537
Proceeds from sale of tangible assets	13	19
Other income	205 527	168 086
Total	716 808	638 133

The company has realized its revenues in the Czech Republic.

Other income includes primarily factoring income from receivables transferred to HSBC in the amount of 205 036 ths CZK in 2019 and 166 834 ths CZK in 2018.

4.9. Expenses

4.9.1. Other operating expenses

Other operating expenses includes primarily cost of receivables transferred to HSBC factoring in the amount of 205 036 ths CZK in 2019 and 166 834 ths CZK in 2018.

4.9.2. Auditor remuneration

The company has concluded the agreement for audit services with Grant Thornton Audit, s.r.o., registered by Chamber of Auditors of the Czech republic as the authorized company with license no. 085, with seat Jindrisska 937/16, 110 00 Praha 1 – Nove Město. Remuneration for the auditor amounts based on the signed agreement to 335 ths CZK.

4.9.3. Current and deferred tax

The Company reports taxable profit for the year 2018/2019 against which prior years tax loss will be utilized.

The Company calculated and recorded deferred tax asset in the amount of 8 777 ths CZK, as at March 31, 2019; (deferred tax asset as at March 31, 2018 was 10 346 ths CZK).

Deferred tax (in ths CZK)	31.3.2019	31.3.2018
RV Tangible and intangible assets	-61	-19
Financial assets Other reserve	7 086	6 272
Total	1 752	4 093
	8 777	10 346

5. STAFF COSTS

Average number of company employees as at March 31, 2019 is 59, 1 statutory representative

ths CZK	2010	
	2019	2018

Payroll costs	56 936	52 821
Remuneration to members of statutory bodies	4 863	4 686
Social security and health insurance costs	19 541	18 998
Social costs	1 524	1 487
Total	82 864	77 992

6. LOSS

Based on the decision of the sole shareholder of September 17, 2018 the loss of the previous financial year was approved and transferred to the accumulated losses of prior years.

The shareholder proposes to transfer the loss for the financial year ending on March 31, 2019 to the account of the outstanding losses of previous years.

7. POST BALANCE SHEET EVENTS

No significant events occurred subsequent to the balance sheet date that would have a material impact on the financial statements.