

Audit & Tax Services

Ref. No. 50/1-AB as of 18.04.2017

INDEPENDENT AUDITOR'S REPORT

General Director
of Lupin Ukraine LLC
Mr. Jamon John Soman

Opinion

We have audited the financial statements of Lupin Ukraine LLC (hereinafter – the Company), which comprise the Balance Sheet (Statement of Financial Position) as at 31.12.2016 and as at 31.03.2017, Statement of Financial Results (Statement of Comprehensive Income) for the year then ended.

In our opinion, the accompanying financial statements of the Company are prepared, in all material respects, in accordance with the Ukrainian Accounting Standards (UAS).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of Financial Statements section of our report. We are independent from the Company in accordance with the ethical requirements relating to audit of financial statements in Ukraine, 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.

Material Uncertainty Related to Going Concern

While not changing our opinion, we would like to draw your attention to the fact, that the Company conducts its activity in terms of financial, economic and political crises. Due to unstable situation in Ukraine, the Company's activity is accompanied by risks. At the present moment, we cannot reliably assess influence of such risks on the future activity of the Company. Therefore, the Company's financial statements do not contain adjustments related to such risks and their possible results. However, they will be reflected in the financial statements after their identification and reliable assessment.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Ukrainian Accounting Standards (UAS), and for such internal control as management 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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HLB Ukraine is a member of the international. A world-wide network of independent accounting firms and business advisers

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

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 ISAs 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 ISAs, 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 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 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 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.

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 control that we identify during our audit.

Signatures of auditors:

General Director
HLB UKRAINE LLC
Certificate No. 006812 of ACU,
Certificate ACCA DipIFR No. 1734596

Senior Auditor Certificate No. 007062 of ACU

April 18, 2017

HLB UKRAINE LLC 11/11 Gusovskogo Street, office 3, Kyiv, Ukraine



Olga Samusieva

Nataliya Kolodach

Annex No. 1 to the Provision (standard) of the accounting No. 25 Financial report of the small enterprise

•		·.	Codes
		DATE (Year, month, day)	2017 01 01
Enterprise	Lupin Ukraine LLC	USREOU	40655098
Territory	Darnytskyy District, Kyiv	COATSU	8035300000
Type of ownership	Limited liability company	сто	240
State public authorities		ISSAB	
Type of economic activity	Manufacturing medicine a parmacological materials	and CEA	46.46
Average number of employees ¹	on the first of the second of		
Unit of measurement:	thousand UAH with one decimal plac	ė	∦
Address			

BALANCE SHEET

as of 31.12.2016

		No. 1-m SCAD code	1801006	
Assets	Line	At the beginning of the reporting period	At the end of the reporting period	
	2	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	4	
1. Non-current assets			<u> </u>	
Capital investments in-progress	1005			
Fixed assets:	1010		16,2	
historical cost	1011	-	18,8	
depreciation	1012		(2,6)	
Long-term biological assets	1020			
Long-term financial investments	1030			
Other non-current assets	1090			
Total under the section I	1095	•	16,2	
II. Current assets	5.7			
Stocks	1100	11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	1 098,2	
Including finished goods	1103	- 1 day	1 098,2	
Current biological assets	1110			
Receivables for the products, goods, work, services	1125		441,5	
Settlements with budget	1135		4,2	
Including Income tax	1136	n k ve houre		
Other current receivables	1155		243,7	
Current financial investment	1160			
Cash assets and their equivalents:	1165		11,0	
Expenditures of the future periods	1170		1,3	
Other current assets	1190		91,5	
Total under the section II	1195	, , , , , , , , , , , , , , , , , , , ,	1 891,4	
III. Non-current assets held for sale and groups of disposal	1200		•	
Balance	1300	-	1 907,6	

f in biliation		At the beginning of	At the end of the
Liabilities	Line	the reporting period	reporting period
1	2	3	4
I. Equity capital			
Registered (share) capital	1400	<u> </u>	100,0
Additional capital	1410		••
Reserve capital	1415	-	-
Non-distributed income (non-covered loss)	1420	-	(392,8)
Non-paid capital	1425		
Total under the section I	1495	_	(292,8)
II. Long-term liabilities, target financing and security	1595	-	-
III. Current liabilities			
Short-term bank loans:	1600		-
Long-term liabilities	1610	4	
Goods, work, services	1615	÷	1 328,7
Settlements with budget	1620		23,7
including under income tax	1621		
Insurance	1625	•	
Labor payment	1630	1 T T T T T \$	35,8
Income of future periods	1665	-	
Other current liabilities	1690		812,2
Total under the section III	1695	-	2 200,4
IV. Liabilities related to non-current assets held for sale and groups of disposal	1700	•	•
Balance	1900	•	1 907,6

STATEMENT ON FINANCIAL RESULTS for 2016

Form No. 2-m SCAD code

A CONTRACTOR OF THE CONTRACTOR	<u> </u>			
ltem	Lîne code	For the reporting period	For the same period of the previous year	
1 12 1 2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	2 .	1 6 1 3 5 4 7 1 1 1 1	A 100 - 40 10 10 10 10 10 10 10 10 10 10 10 10 10	
Net income from sale of products (goods, works, services)	2000	533,7		
Other operation income	2120	1,8	11.11.11.11.11.11.11.11.11.11.11.11.11.	
Other income	2240			
Total income (2000 + 2120 + 2240)	2280	535,5		
Net cost of sold products (goods, work, services)	2050	(204,5)	11	
Other operation expenses	2180	(723,8)		
Other expenses	2270		-	
Total expenses (2050 + 2180 + 2270)	2285	(928,3)		
Financial result before taxation (2280 – 2285)	2290	(392,8)		
Income tax	2300			
Net profit (loss)	2350	(392,8)	ata ji ka	

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Jamon D.S.

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Перевірено аудитором
18.04. ДОІЗ

Annex No. 1 to the Provision (standard) of the accounting No. 25 Financial report of the small enterprise

•			
		C	odes
•		DATE (Year, month, day) 2017	01 01
Enterprise	Lupin Ukraine LLC	USREOU 406	555098
Territory	Darnytskyy District, Kyiv	COATSU 8036	300000
Type of ownership	Limited liability company	сто	240
State public authorities		ISSAB	
Type of economic activity	Manufacturing medicine parmacological materials	and CEA 4	6.46
Average number of employees ¹	3 7 25 7 7		
Unit of measurement:	thousand UAH with one decimal	place	
Address:			

BALANCE SHEET

as of 31.03.2017

	Form	No. 1-m SCAD code	1801006
Assets	Line code	and the first of the control of the	At the end of the reporting period
1	. 2	3	4
1. Non-current assets			
Capital investments in-progress	1005	•	<u>.</u>
Fixed assets:	1010	16,2	15,5
historical cost	1011	18,8	18,8
depreciation	1012	(2,6)	(3,3)
Long-term biological assets	1020		•
Long-term financial investments	1030	#	
Other non-current assets	1090		
Total under the section I	1095	16,2	15,5
II. Current assets		1 2 2 2 2 2 2 2	
Stocks	1100	1 098,2	1018,50
Including finished goods	1103	1 098,2	1018,50
Current biological assets	1110		:-
Receivables for the products, goods, work, services	1125	441,5	238,6
Settlements with budget	1135	4,2	4,1
Including income tax	1136		-
Other current receivables	1155	243,7	1205,2
Current financial investment	1160	•	
Cash assets and their equivalents:	1165	11,0	1403,8
Expenditures of the future periods	1170	1,3	0,9
Other current assets	1190	91,5	167,6
Total under the section II	1195	1 891,4	4038,6
III. Non-current assets held for sale and groups of disposal	1200		•
Balance	1300	1 907,6	4054,1

Liabilities	Line	At the beginning of	
Liabilities	code	the reporting period	reporting period
1	2	3	4
I. Equity capital			
Registered (share) capital	1400	100,0	100,00
Additional capital	1410		
Reserve capital	. 1415		1
Non-distributed income (non-covered loss)	1420	(392,8)	(826,3)
Non-paid capital	1425	-	
Total under the section I	1495	(292,8)	(726,3)
II. Long-term liabilities, target financing and security	1595		24,2
III. Current liabilities		· · · · · ·	
Short-term bank loans:	1600	-	2
Long-term liabilities	1610		•
Goods, work, services	1615	1 328,7	1,0
Settlements with budget	1620	23,7	39,0
including under income tax	1621		•
Insurance	1625	-	1,5
Labor payment	1630	35,8	41,2
Income of future periods 1	, 1665		•
Other current liabilities	1690	812,2	4673,5
Total under the section III	1695	2 200,4	4756,2
IV. Liabilities related to non-current assets held for sale and groups of disposal	1700		•
Balance	1900	1 907,6	4054,1

STATEMENT ON FINANCIAL RESULTS for 1 quarter of 2017

Form No. 2-m SCAD code 1801007

ltem	Line code	For the reporting period	For the same period of the previous year
en en el company de la company	2	3	4
Net income from sale of products (goods, works, services)	2000	218,4	
Other operation income	2120	44,4	
Other income	2240	1 N V 1	1
Total income (2000 + 2120 + 2240)	2280	262,8	
Net cost of sold products (goods, work, services)	2050	(79,7)	
Other operation expenses	2180	(616,7)	-
Other expenses	2270		
Total expenses (2050 + 2180 + 2270)	2285	(696,4)	
Financial result before taxation (2280 – 2285)	2290	(433,6)	
Income tax	23.00		1.44.2
Net profit (loss)	2350	(433,6)	ga in daga 🕒 🐷

Head

Jamon D.S.

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Перевірено 18.04.2012 г

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1. SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis for financial statements preparation

The Company financial statements were prepared in accordance with the Ukrainian Accounting Standards (UAS).

These financial statements were prepared based on the following fundamental principles:

- prudence application of measurement methods in financial accounting, which are to prevent understatement of the company's liabilities and expenses measurement and overstatement of its assets and income:
- completeness the financial statements have to contain all information on the actual and potential consequences of economic transactions and events which can affect decisions taken on their basis;
- separate entity assumption each company is treated as a legal entity separated from its
 owners, the owners' personal property and liabilities shall not be recorded in the company₄
 financial statements;
- consistency constant (year after year) application by the company of the chosen accounting policy. The accounting policy may be changed only in cases envisaged by the Ukrainian Accounting Standards, and such changes shall be justified and disclosed in the financial statements:
- going concern the company assets and liabilities are measured based on the assumption that the company will operate further;
- matching principle to determine the reporting period financial result, it is necessary to compare the reporting period income and expenses incurred to receive such income. In this case, income and expenses shall be recorded in financial accounting and financial statements when such income and expenses arise, irrespective of the date of cash receipt or payment;

The financial statements are presented in UAH, and all amounts are rounded to thousands with one decimal place.

1.2. Revenue recognition

Revenue is recognized if receipt of economic benefits by the Company is estimated as probable and if revenue can be reliably measured, irrespective of the time when payment was made. Revenue is measured at fair value of remuneration received or to be received, with account of payment conditions stipulated in a contract, less taxes and duties.

Goods sales

Revenue from goods sales is normally recognized upon goods delivery, when the material risks and benefits from goods ownership pass to the buyer.

Services rendering

Revenue from services provision is recognized based on the degree of services completion. If the financial result from a contract cannot be reliably measured, revenue shall be recognized only within the amount of reimbursable expenses incurred.

1.3 Taxes

Current income tax

Current income tax assets and liabilities for the current period are measured according to the amount to be reimbursed by the tax authorities or payable to the tax authorities. The tax rates and tax legislation applied for calculation of this amount comprise the rates and legislation

Lupin Ukraine LLC NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED March 31, 2017 (in thousand UAH)

adopted or actually adopted in Ukraine as at the reporting date.

1.4 Fixed assets

Fixed assets are measured at their historical cost, less the depreciation accrued and impairment losses

The fixed assets historical cost comprises the amount paid to the supplier, increased by the amount of expenses directly related to fixed assets acquisition.

Depreciation is calculated on straight-line basis within the estimated useful life of assets, as follows:

- Production machines and equipment 5 years;
- Production appliances, inventory 4 years;
- Vehicles 5 years;
- Other fixed assets 1-4 years.

The useful life and depreciation methods of assets shall be analyzed at the end of each reporting period and adjusted if necessary.

1.5 Lease

Determination of whether a contract is a lease or contains features of rent, is based on the nature of a transaction. In this case, it is necessary to establish whether as at the date of contract commencement, whether its fulfillment depends on the use of particular asset(s) and whether the right to use such asset(s) passes to another entity as the result of such a contract.

The Group as lessee

Operational lease payments shall be evenly recognized as operational costs in the Statement of Financial Results within the whole lease period.

The Group as lessor

Lease contracts, under which virtually all risks and benefits from asset ownership remain with the Group, shall be classified as operational lease. Primary direct expenses incurred when entering an operational lease contract, shall be included into the book value of the asset provided into lease and recognized within the lease period on the same basis as the lease income. Lease payments shall be recognized within revenue on monthly basis according to the accrual principle.

1.6 Intangible assets

Intangible assets acquired separately shall be measured at historical cost during their primary recognition. After primary recognition, intangible assets shall be accounted at their historical cost less accumulated amortization and accumulated impairment losses (if available). Intangible assets with limited useful life shall be amortized within this period and measured for impairment, if features of impairment of such an intangible asset are in place. The amortization accrual period and method for an intangible asset with limited useful life shall be revised, at least, at the end of each reporting period.

Expenses for amortization of intangible assets with limited useful life shall be recognized in the Statement of Financial Results in the expenses category corresponding to the intangible assets function. Income or expenses from termination of intangible asset recognition shall be measured as the difference between net revenue from asset disposal and asset book value, and recognized in the Statement of Financial Results as at termination of recognition of such an asset.

2. Financial instruments - primary recognition and further measurement

2.1. Receivables

Receivables are recognized as an asset if there exists probability of the company gaining future economic benefits and if their amount can be reliably measured.

Current receivables for products, goods, works, and services shall be recognized as an asset simultaneously with recognition of income from products, goods, works, and services sales, and shall be measured at historical cost. In case of deferred payment for products, goods, works, and services, with difference created between the receivables fair value and the nominal amount of cash and/or cash equivalents to be received for products, goods, works, or services, such a difference shall be recognized as receivables on income (interest) accrued within the period of its accrual.

Current receivables constituting a financial asset (except for purchased receivables and those for sale) shall be included into the balance sheet total at their net realizable value. To determine the net realizable value as at the balance sheet date, the amount of the doubtful debts provision shall be calculated.

2.2. Financial assets impairment

The Group assesses the availability of objective features of financial asset impairment as at each reporting date. A financial asset shall be treated as impaired only when there exists objective evidence of impairment due to one or more events occurring after asset primary recognition, which made an reliably measurable impact onto the expected cash flows on the financial asset or a group of financial assets.

Impairment evidence may include indications of debtor or debtors experiencing material financial difficulties, being unable to service their debt or not accurately paying their debt interest or principal, as well as the probability of debtors starting bankruptcy proceedings or going into other financial reorganization.

3. Inventories

Inventories shall be measured at the lowest of the two: purchase price and net realizable value.

The net realizable value shall be determined as the foreseeable sales price in the course of normal activity, less settlement costs for production completion and sales.

4. Cash and short-term deposits

Cash and short-term deposits in the Statement of Financial Position include cash at banks and ready cash, and short-term deposits with primary repayment period of 3 months or less.

2. INFORMATION BY SEGMENTS

Income (revenue) from sale of products (goods, works, services)

١			· ·		 31.03.2017	31.12.2016
ľ	Income from sale o	f goods (works, service	es)	<u> </u>	 218,4	533,7
I	Total income				218,4	533,7

Cost of sales of products (works, services)

	31.03.2017	31.12.2016
Cost of sold products (goods, works, services)	79,7	204,5
Total	79,7	204,5

3. OTHER OPERATING INCOME

	31.03.2017	31.12.2016
Foreign currency sales income	41,6	0,2
Operational exchange difference	2,7	1,6
Total other operating income	44,4	1,8

4. OTHER OPERATING EXPENSES

	31.03.2017	31.12.2016
Loss from operational exchange difference	35,4	30,5
Salaries expenses	151,6	188,8
Amount of taxes and duties accrued	28,0	33,7
Lease expenses	380,8	449,0
Property, plant and equipment depreciation	1,2	3,0
Bank commission	18,6	5,7
Other operational expenses 4	1,2	113,1
Total other operating expenses	616,7	723,8

In certain conditions Ukrainian companies have to make income tax advance payments.

5. PROPERTY, PLANT AND EQUIPMENT

CHANGES IN PROPERTY, PLANT AND EQUIPMENT	Buildings and structures	Machines and equipment	Tools, appliances, inventory	Vehicles	Other property, plant and equipment	Total property, plant and equipment
Historical cost as at 31.12.2016		-		-	3,6	3,6
Historical cost as at 31.03.2017		-	-	-	3,6	3.6
Current depreciation			7	·-	1,8	1,8
Received	-	-	-		_	· · · · · · · · · · · · · · · · · · ·
Disposal	-	· -	-	-	-	. 🐳
Reclassification	_	-	-	`		· · · · · · · · · · · · · · · · · · ·
Other increase/reduction	-	-		-1		
Depreciation as at 31.03.2017			_		1,8	1,8
Depreciated cost as at 31.03.2017	•	 -	-		1,8	1,8

6. INTANGIBLE ASSETS

CHANGES IN INTANGIBLE ASSETS	Trad	emarks	s	oftware	inta	other Ingible alues	To	otal
Historical cost as at 31.12.2016				15,2	·::::		15,2	
Purchase			-		4		- .	
Şāleş]-		-:		-	
Liquidation	-						-	
Other reductions	1:-		7-		-		~	:
Historical cost as at 31.03.2017				15,2		0		15,2
Amortization as at 31.12.2016				0,75		25, 5	0,75	
Current amortization				0,75			,	0,75
Amortization as at 31.03.2017	· ·	0		1,5		·		1,5
Amortized cost as at 31.03.2017				13,7			· ·	13,7

Lupin Ukraine LLC NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED March 31, 2017

(in thousand UAH)

7. INVENTORIES

INVENTORIES		31.03.2017	31.12.2016
Materials		. : -	-
Goods	.	1 018,5	1 098,2
Total inventories		 1 018,5	1 098,2

8. CURRENT TRADE RECEIVABLES

SHORT-TERM SUPPLY AND OTHER RECEIVABLES	;	31.03.2017	31.12.2016
Receivables for goods, works, and services		238,6	441,5
Receivables on settlements with the budget		4,1	4,2
Other current receivables (lease advance payment)		1 205,2	243,7
Short-term supply and other receivables, total gross,		1 447,8	689,4

9. CASH AND SHORT-TERM DEPOSITS

	31.03.2017 31.12.2016
Cash and cash in bank	1 403,8 11,0
Total	1 403,8 11,0

10. TRADE AND OTHER PAYABLES

SHORT-TERM SUPPLY AND OTHER PAYABLES	31.03.2017	31.12.2016
On supply of goods received from non-residents	y a	1328,7
Payables for goods, works, and services	1,0	<u> </u>
Payables on settlements with the budget	38,9	23,7
Payables on salaries	41,2	35,8
On social insurance funds	1,5	#
Other current liabilities	4 673,5	812,2
Total short-term liabilities	4 756,2	2 200,4

Other current liabilities:

	31.03.2017	31.12.2016
Unused vacations allowance	24,2	
Total	24,2	-

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