# TALLINNA FARMAATSIATEHASE AS

Annual report for the period 01 January - 31 March 2000

Balance sheets			
In kroons	Notes	31.03.2000	31.12.1999
ASSETS			
CURRENT ASSETS			
Cash and bank accounts	1	368 256	1 782 453
Customer receivables			
ACCOUNTS RECEIVABLE		2 987 557	3 443 052
ALLOWANCE FOR DOUBTFUL	2	$(268\ 245)$	-
RECEIVABLES		. =10.210	2 442 0 52
Total		2 719 312	3 443 052
Other receivables			
RECEIVABLES FROM PARENT COMPANY	19	26 378 517	22 601 230
OTHER SHORT-TERM RECEIVABLES		2 670 128	3 047 857
Total		29 048 645	25 649 087
Accrued income INTEREST		36 680	36 680
DIVIDENDS		30 080	30 080
Total		36 680	36 680
1000		20 000	20 000
Prepaid expenses			
PREPAID TAXES		458 679	386 029
OTHER PREPAID EXPENSES		34 143	86 639
Total		492 822	472 668
Inventories	3		
RAW MATERIAL	3	12 555 772	12 380 073
WORK-IN-PROGRESS		1 409 385	879 183
FINISHED GOODS		12 565 029	12 415 396
PREPAYMENTS TO SUPPLIERS		1 522 675	1 265 723
Total		28 052 861	26 940 375
TOTAL CURRENT ASSETS		60 718 576	58 324 315
TOTAL CORRECT HISBERS		00 /10 2/0	20 22 1 212
NON-CURRENT ASSETS			
Long-term investments	_	400.055	400.055
OTHER LONG-TERM RECEIVABLES	6	480 257	480 257
Total		480 257	480 257
Fixed assets	4	22 607 000	22 561 247
FIXED ASSETS IN NET BOOK VALUE CONSTRUCTION IN PROGRESS		32 607 099 1 344 000	33 561 347 1 344 000
Total		33 951 099	34 905 347
Intangible assets			
LICENCES, PATENTS	5	2 953 202	3 218 194
Total		2 953 202	3 218 194
TOTAL NON-CURRENT ASSETS		37 384 558	38 603 798
TOTAL ASSETS		98 103 134	96 928 113

The notes 1-21 are integral parts of financial statements

Balance sheets			
In kroons	Notes	31.03.2000	31.12.1999
LIABILITIES AND SHAREHOLDERS' EQUITY			
LIABILITIES CURRENT LIABILITIES Short-term loans and notes	7		
CURRENT PORTION OF LONG-TERM DEBT SHORT-TERM BANK LOANS	,	5 777 308	7 703 078 417 912
Total		5 777 308	8 120 990
<b>Customers prepayments</b>		77 488	44 513
Accounts payable ACCOUNTS PAYABLE		13 636 301	13 130 146
Total		13 636 301 13 636 301	13 130 146 13 130 146
Other payables PAYABLES TO PARENT COMPANY	10	777.960	1 005 921
Total	19	777 860 <b>777 860</b>	1 005 831 <b>1 005 831</b>
Taxes payable	8	1 700 475	1 574 862
Accrued expenses PAYABLES TO EMPLOYEES INTEREST PAYABLE DIVIDENDS PAYABLE OTHER ACCRUED EXPENSES Total TOTAL CURRENT LIABILITIES		1 219 160 130 383 446 814 174 731 1 971 088 23 940 520	1 395 529 126 768 446 814 357 1 969 468 25 845 810
NON-CURRENT LIABILITIES			
Long-term debt obligations BANK LOANS Total	9	30 812 315 <b>30 812 315</b>	30 812 315 <b>30 812 315</b>
Other long-term payables PAYABLES TO PARENT COMPANY Total TOTAL NON-CURRENT LIABILITIES	19	28 232 433 28 232 433 59 044 748	28 232 433 28 232 433 59 044 748
TOTAL LIABILITIES		82 985 268	84 890 558
SHAREHOLDERS' EQUITY			
SHARE CAPITAL RESERVES	10 11	12 500 000	12 500 000
Mandatory legal reserve Other reserves Total RETAINED EARNINGS (ACCUMULATED		1 250 000 1066 210 2 316 210	1 250 000 1 066 210 <b>2 316 210</b>
DEFICIT) PROFIT (LOSS) FOR FINANCIAL YEAR SHAREHOLDERS' EQUITY TOTAL		(2 778 655) 3 080 311 <b>15 117 866</b>	(8 560 442) 5 781 787 <b>12 037 555</b>
LIABILITIES AND SHAREHOLDERS' EQUITY TOTAL		98 103 134	96 928 113

# **Statements of Profit & Loss**

In kroons	Notes	31.03.2000	31.03.1999
REVENUE NET SALES	12	26 804 139	16 718 815
CHANGE IN WORK-IN-PROGRESS AND FINISHED GOODS INVENTORIES		679 835	(2 140 853)
OTHER OPERATING INCOME	13	2 066 621	2 840 658
TOTAL		29 550 595	17 418 620
EXPENSES			
MATERIALS, CONSUMABLES AND SUPPLIES	14	(13 954 533)	(5 681 133)
OTHER OPERATING EXPENSES	15	(4 543 185)	(1 484 674)
PERSONNEL EXPENSES	16		
WAGES & SALARIES		(3 144 088)	(3 060 522)
SOCIAL TAXES		(1 080 586)	(1 022 749)
DEPRECIATION AND AMORTISATION	4,5	(1 353 399)	(1 596 091)
OTHER OPERATING EXPENSES	17	(709 226)	
TOTAL		(24 785 017)	(14 120 122)
OPERATING PROFIT (LOSS)		4 765 578	8 857 628
FINANCIAL INCOME			
FINANCIAL INCOME RELATED TO ASSOCIATES		-	36 268
FOREIGN EXCHANGE GAIN		1 333	51 187
OTHER FINANCIAL AND INTEREST		9 636	12 000
TOTAL		10 969	99 456
FINANCIAL EXPENSES			
INTEREST EXPENSES		(1 668 074)	(1 405 101)
FOREIGN EXCHANGE LOSS		(26 710)	(22 765)
AMORTISATION OF GOODWILL		-	(567 500)
OTHER FINANCIAL EXPENSES TOTAL		(1 452) ( <b>1 696 236</b> )	, ,
TOTAL		(1 000 230)	(2 02) 301)
PROFIT (LOSS) BEFORE TAXES INCOME TAX		3 080 311	1 368 393 (344 782)
NET PROFIT (LOSS) FOR FINANCIAL YEAR		3 080 311	1 012 611
EARNINGS (LOSS) PER SHARE	18	2.46	0.26

The notes 1-21 are integral parts of financial statements

# Statements of Shareholders' Equity

Statements of Shareholders' Equity for the years ended 31 March 2000 and 1999 is following:

	Share capital EEK	Reserves EEK	Retained earnings (accumulated deficit) EEK	Net profit (loss) for financial year EEK	Total shareholders' equity EEK
Restated					
<b>December 31, 1998</b>	37 700 340	4 836 244	56 538 226	(92 819 042)	6 255 768
Decrease in share capital	(25 200 340)	-	25 200 340	-	1
Transfer of net loss to					
retained earnings	-	-	(92 819 042)	92 819 042	-
Decrease in reserves	-	(2 520 034)	2 520 034	-	-
Net profit for financial					
year	-	-	-	5 781 787	5 781 787
<b>December 31, 1999</b>	12 500 000	2 316 210	(8 560 442)	5 781 787	12 037 555
Transfer of net loss to					
retained earnings	-		5 781 787	(5 781 787)	
Net profit for financial					
period	-	-	-	3 080 311	3 080 311
March 31, 2000	12 500 000	2 316 210	(2 778 655)	3 080 311	15 117 866

As of 31 March 2000 the share capital of Tallinna Farmaatsiatehase AS is twelve millions five hundred thousand EEK, which consists of 1 250 000 shares with nominal value 10 kroons per share.

The notes 1-21 are integral parts of financial statements

# **Statements of Cash Flows**

In kroons	Notes	01.03.00- 31.03.00
CASH FLOW FROM OPERATING ACTIVITIES NET PROFIT (LOSS) BEFORE TAXATION		3 080 311
Adjustments to reconcile net profit to net cash provided by (used in) operating activities: Interest expenses Interest income Foreign exchange (profit) loss Deprecation Expenses from increase of allowance for receivables Loss (profit) on disposal of fixed assets Amortisation CHANGES IN CURRENT ASSETS AND LIABILITIES:	4 2 5	4 349 716 1 668 074 (9 636) 25 377 1 088 408 1 349 726 (37 224) 264 991
Accounts receivable Other receivables Prepaid expenses Inventories Customers prepayments Accounts payable Other payables Accrued expenses Taxes payable INCOME TAX PAID		(4 786 937) (894 231) (3 399 558) (20 154) (1 112 486)) 32 975 506 155 227 971 (1 996) (125 613)
NET CASH PROVIDED BY OPERATING ACTIVITIES		2 643 090
PROCEEDS FROM SALES OF FIXED ASSETS ACQUISITION OF TANGIBLE ASSETS INTEREST RECEIVED NET CASH PROVIDED BY (USED IN) FROM INVESTING ACTIVITIES	4	50 000 (134 160) 9 636 (74 524)
CASH FLOW FROM FINANCING ACTIVITIES		
LOANS REPAYMENTS INTEREST PAID NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES		(2 343 681) (1 664 459) ( <b>4 008 140</b> )
NET DECREASE IN CASH		(1 439 574)
CHAGE IN CASH AND CASH EQUIVALENTS AT BEGINING OF THE YEAR EFFECT OF FOREIGN EXCHANGE RATE CHANGES AT END OF THE YEAR		1 782 453 (25 377) 368 256

Note 1. Cash and bank accounts

	31.03.2000	31.12.1999
Cash	53 039	15 928
Bank accounts (in EEK)	304 883	873 532
Bank accounts in foreign currency	3	882 662
Other	10 331	10 331
Total	368 256	1782 453

### Note2. Allowance for doubtful receivables

	31.03.2000	31.12.1999
Allowance at January	-	6 548 151
Increase in allowance	1 349 726	4 380 618
Disposals	(1 081 481)	(10 928 769)
Allowance at end of financial period	268 245	-

Uncollectible receivables which where outstanding in 1998 and which had no payments during 2000, were written off from the allowance.

**Note 3. Inventories** 

	31.03.2000	31.12.1999
Raw material in stock	12 555 772	20 084 998
Work-in-progress	1 409 385	879 183
Finished goods in plant	5 387 814	5 839 055
Finished goods in consignment stock	6 380 989	6 294 190
Finished goods in quality control	796 226	282 151
Total finished goods	12 565 029	12 415 396
Prepayments to suppliers	1 522 675	1 265 723
Total inventories	28 052 861	26 940 375

### Note 4. Fixed assets

31.03.2000 31.12.1999

At acquisition cost	59 391 812	59 257 652
Leased fixed assets at cost	-	-
Total	59 391 812	59 257 652
Accumulated depreciation	(26 784 713)	(25 696 305)
Depreciation of leased assets	-	-
Total	26 784 713	(25 696 305)
Assets under construction	1 344 000	1 344 000
Total net book value	33 951 099	34 905 347

2000	Buildings and facilities	Machinery, equipment	Computer equipment and other	Total
Acquisition cost 01.01.2000	23 569 866	32 040 531	3 647 255	59 257 652
Additions	-	134 160	-	134 160
Disposals	-	-	-	-
Renovation	-	-	-	-
Acquisition cost 31.03.2000	23 569 866	32 174 691	3 647 255	59 391 812
Accumulated depreciation 01.01.2000	(4 525 927)	(18 487 607)	(2 682 771)	(25 696 305)
Depreciation for the period	(227 563)	(709 787)	(151 058)	(1088 408)
Disposals	-	-	-	-
Accumulated depreciation 31.03.2000	(4 753 490)	(19 197 394)	(2 833 829)	(26 784 713)
Net book value 31.03.2000	18 816 376	12 977 297	813 426	32 607 099

### Note 5. Intangible assets

31.03.2000 31.12.1999

Acquisition cost at the begining of year	5 482 873	5 263 594
Addition	-	227 134
Disposal	-	(7 855)
Acquisition cost at the end of financial period	5 482 873	5 482 873
Accumulated amortisation at the begining of year	(2 264 680)	(1 241 129)
Amortisation for the period	(264 991)	(1 031 405)
Disposals	-	7 854
Accumulated amortisation at the end of financial period	(2 529 671)	(2 264 680)
Net book value at the end of period	2 953 202	3 218 193

### Note 6. Other long-term receivables

As at 31.12.1999 and 31.03.2000 long-term receivables consist of long-term portion of the loans to employees in amount of 480 257 EEK respectively. Short-term portion of the loans has been recorded as "Other short-term receivables". The interest rate on given loans is 8 %.

Note 7. Short-term debt obligations

	31.03.2000	31.12.1999
Current portion of long-term debt	5 777 308	7 703 078
Short-term bank loan	-	417 912
Total	5 777 308	8 120 990

The current portion of long-term debt includes payments due in 2000 of the loan of the Optiva Bank.

### Note 8. Taxes payable

	31.03.2000	31.12.1999
Social tax	735 054	675 227
Income tax from fringe benefits	15 071	14 512
Personal income tax	420 609	237 358
Interests on taxes	529 741	647 765
Total	1 700 475	1 574 862

Tax liabilities have been paid according to the payment schedule approved by Tax Board. Tax Board has agreed the Company to repay interest liabilities with the final maturity date in June 2000.

Note 9. Long-term debt obligations

Balance 31.12.1999	Agreement number	Interest rate	Payments 1999	Balance 30.03.2000
2 461 582 EUR	52/97	8 % + EURIBOR	123 079 EUR	2 338 503 EUR
38 515 393 EEK		EURIDUR	1 925 770 EEK	36 589 623 EEK

Maturity date is 20 December 2004. The short-term and long-term portion of the loan are  $7\,703\,078$  and  $30\,812\,315$ , respectively.

Balance 31.03.2000	36 589 623 EEK	2 338 503 EUR
Intrerest rate- 8% + EURIBOR		
Payments in 2000	5 777 308 EEK	369 237 EUR
Payments in 2001	7 703 078 EEK	492 316 EUR
Payments in 2002	7 703 078 EEK	492 316 EUR
Payments in 2003	7 703 078 EEK	492 316 EUR
Payments in 2004	7 703 081 EEK	492 318 EUR

#### Note 10. Share capital

As at 31.03.2000 total share capital of Tallinna Farmaatsiatehase AS is 12 500 000 EEK in total, consisting of 1 250 000 shares with nominal value 10 kroons per share.

As of 31 March 2000 the shareholders of Tallinna Farmaatsiatehase AS were following:

Grindeks PLC	55,0 %
Floridian Trading	14,8 %
Optiva Bank	9,2 %
Clients of Skandinaviska Enskilda bank	3,2 %
Clients of Merita bank	4,2 %

### Note 11. Reserves

According to Commercial Code the mandatory legal reserve is created within 10% of the share capital, which is allocated from net profit based on the decision of general meeting of shareholders. Mandatory legal reserve can not be used as the payment of dividends.

In 1999 the share capital and mandatory reserve was reduced by 25 200 340 and by 2 520 034 EEK respectively.

The activity continuation reserve was created by allocating 6,5% from net profit in 1995 in the amount of 1 066 209 EEK.

#### Note 12. Net sales

Tallinn Pharmaceutical Company in the only full-cycle producer of medicines in Estonia at the current moment. There was produced 43 different medicines in 3 main groups- creams, ampoules and pills (incl. capsules, the production was started in1997) during 1999. The Company operates only in one segment- production and selling of medicines.

Breakdown of sales based on product groups:

	01.01.2000 -	01.01.1999 -
	31.03.2000	31.03.1999
7	11 017 220	5 204 224

Total	26 804 139	16 718 815
Other sales	-	128 931
Pills	11 879 383	8 251 865
Ampoules	3 907 417	3 033 685
Creams	11 017 339	5 304 334

Breakdown of sales based on countries:

01.01.2000 -	01.01.1999 -
31.03.2000	31.03.1999
24,0 %	30,0 %

Estonian Republic	24,0 %	30,0 %
Latvian Republic	76,0 %	70,0 %

From the 1999 all export of sales in Tallinna Farmaatsiatehase AS is done through parent company Grindeks PJSC.

Note 13. Other operating income

01.01.2000 - 01.01.1999 - 31.03.2000 31.03.1999

Foreign exchange gain	1 478 387	2 827 052
Profit on disposal of fixed assets	42 373	13 606
Commission sales	464 949	-
Other operating income	80 912	-
Total	2 066 621	2 840 658

# Note 14. Materials, consumables and supplies

01.01.2000 - 01.01.1999 - 31.03.2000 31.03.1999

Energy	654 461	374 945
Raw materials	12 306 543	4 220 112
Fuel, spare parts	14 103	14 936
Goods	58 771	60 873
Registration of medicines	569 306	263 850
Consignment storage fees	-	324 279
Transportation of finished		
goods	114 000	129 879
Reserve of quarantee	171 069	165 899
Other	66 280	126 360
Total	13 954 533	5 681 133

# Note 15. Other operating expenses

01.01.2000 - 01.01.1999 - 31.03.2000 31.03.1999

Transport	91 744	72 600
Repairs	140 71	97 028
Office expenses	55 828	42 553
Marketing	633 321	85 252
Training and consultations	118 285	289 371
Services	354 602	334 846
Representation costs	28 034	62 685
Leasing, rent	949	2 922
Travelling expenses	30 478	64 446
Other fees	102 830	95 534
commission	1 416 295	53 963
Insurance	88 943	83 183
Other expenses	131 439	34 392
Bad debt expense	1 349 726	165 899
Total	4 543 185	1 484 674

# Note 16. Personnel expenses

	Salary in k	Salary in kroons		Average number of employees	
	01.01.2000 -	01.01.1999	01.01.2000 -	01.01.1999-	
	31.03.2000	31.03.1999	31.03.2000	31.03.1999	
Workers	1 540 808	1 271 086	150	139	
	1		ii		

Total	4 224 674	4 083 271	210	200
Social taxes	1 080 586	1 022 749	-	-
Other personnel expenses	86 734	148 863	-	-
Board	105 000	90 000	1	1
Administration	1 411 546	1 550 573	59	60
Workers	1 540 808	1 2/1 086	150	139

The average number of employees was 210 in Tallinna Farmaatsiatehase AS during the I quarter 2000. The average salary in  $2000 \, \text{I}$  quarter was  $4 \, 638 \, \text{EEK}$ .

### Note 17. Other expenses

01.01.2000 - 01.01.1999-31.03.2000 31.03.1999

Foreign exchange loss	474 603	982 286
Expensed VAT	123 197	62 303
Author's fees	55 787	1
Fines, penalties	-	300
Member's fees	27 000	15 000
Tax interests	(18 501)	170 237
Other expenses	47 140	44 827
Total	709 226	1 274 953

### Note 18. Earnings (loss) per share

01.01.2000 - 01.01.1999-31.03.2000 31.03.1999

Earnings per share		
	3 080 311	1 012 611
Net profit (-loss)		
	1 250 000	3 770 034
Weighted average number of share		
Earnings (loss ) per share (EPS)	2.46	0.26

# Note 19. Related party transactions

# 19.1. Purchase transactions (EEK)

Related party	Balance 31.12.1999	Services and goods purchased		Balance 31.03.2000
PJSC Grindeks	8 183	Services and goods purchased	2 011 378	Payable 22 217
		Paid	1 997 344	

Purchase transactions are based on agreed upon prices that materially do not differ from market prices. Payables are recorded as Payables to Parent Company.

### 19.2. Sale transactions (EEK)

Related party	Balance 31.12.1999	Services and	d goods sold	Balance 31.03.2000
PJSC Grindeks	22 601 230	Goods sold	20 244 511	26 378 517
		Services sold	464 949	
		Paid	16 932 173	

### 19.3. Loan Transactions (EEK)

According to the agreement about transfer of right of claim made between Hansapank and PJSC Grindeks, all liabilities to Hansapank in Tallinna Farmaatsiatehase AS and Kirna Farmaatsiatehase AS have been taken over by Grindeks PJSC. Maturity date of the loan is December 2006.

Balance 31.03.2000	28 988 076 EEK	3 623 509 DEM
Interest rate - 8 %		
Payments in 2000	755 643 EEK	94 455 DEM
Payments in 2001	3 881 688 EEK	485 211 DEM
Payments in 2002	4 203 864 EEK	525 483 DEM
Payments in 2003	4 552 776 EEK	569 097 DEM
Payments in 2004	4 930 656 EEK	616 332 DEM
Payments in 2005 – 2006	10 663 449 EEK	1 332 931 DEM

Short-term part of payables to parent company consists of short-term portion of the loan and payable, in amount of 755 643 EEK and 22 217 EEK respectively. Long-term portion of the loan in amount of 28 232 433 EEK is recorded as long-term payable to the parent company.

Note 20. Commitments and contingencies

Related party	Nature of transaction	Maturity date
Jüri Metsaorg	Guarantee agreement with Hansapank (dated 06.10.199)	7) year 2027
	Loans taken 330 000	
	Outstanding loan amount 31.03.2000 323 135	

### Note 21. Risks related to the operating activities of the company

#### Credit risk

Credit risk indicates the potential loss incurred from business partners in the republic of the Commonwealth of Independent States (CIS). As at 31 March 2000 accounts receivable from customers in CIS countries was 50 315 USD.

#### **Currency risk**

Export makes up 75 % of the sales of Tallinna Farmaatsiatehas AS. Export invoices are issued in USD. The Company is open to fluctuations of USD exchange rate and the resulting currency risk. The company does not use options and forward contract. Foreign currency positions of the Company as at 31 March 2000 were following:

	Assets	Liabilities
USD	1 763 146	167 042
DEM	8 438	3 846 574
FIM	449 622	1 749 410
LVL	-	112

#### Interest risk

Interest rate of long-term loans depends on fluctuation of EURIBOR.