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Sun Farmacêutica do Brasil Ltda.

**As Sun Pharma Company
Independent Auditors' Report
Financial statements as of
31 March 2019 and 2018**



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INDEPENDENT AUDITORS' REPORT

To
The Quotaholders and Executive Board of
SUN Farmacêutica do Brasil Ltda.
Goiânia - GO

Opinion

1. We have examined the financial statements of **SUN Farmacêutica do Brasil Ltda.**, which comprise the balance sheet as of March 31, 2019 and the respective statements of operations, changes in quotaholders' equity and cash flows for the year then ended, and other accompanying notes to the financial statements and a summary of significant accounting practices.

2. In our opinion, financial statements referred in paragraph above *represent fairly*, in all material respects, the financial position of **SUN Farmacêutica do Brasil Ltda.** as of March 31, 2019, the performance of its operations and its cash flows for the year then ended, in accordance with accounting practices adopted in Brazil.

Base for Opinion

3. Our audit was conducted in accordance with Brazilian and international standards on auditing. Our responsibilities, in accordance with these standards, are described in the following section, "Auditor's responsibility for the audit of the financial statements". We are independent in relation to the Company, according to the relevant ethical principles established in the Accountants' Professional Code of Ethics and the professional standards issued by the Federal Accounting Council, and we comply with the other ethical responsibilities according to these standards. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis

4. During the year ended March 31, 2019, the Company had an unsecured liability scenario over assets of R\$ 139,468. These financial statements have been prepared under the assumption that the Company will continue as a going concern. The Company's management has no intention of discontinuing its operations and, therefore, the financial statements do not include any adjustments to Asset or Liability accounts that might be required in the event of discontinuation of operations. As a mitigating circumstance, therefore, out of the total current and non-current liabilities, R\$ 181,219, 95.85% are borrowings and supplies taken from controlling shareholders or related parties, and the rest of the liabilities with third parties is perfectly supported by current factor liquidity index at 0.930.

Management's responsibility and governance for the financial statements

5. The Company's management is responsible for the preparation and adequate presentation of the financial statements in accordance with the accounting practices adopted in Brazil, and the internal controls it deemed necessary to enable the preparation of these financial statements free of material misstatements, regardless of whether caused by fraud or error.



6. In the preparation of the financial statements, management is responsible for evaluating the Company's ability to continue as a going concern, disclosing, when applicable issues related to the continuity of its operations and the use of this accounting base in the preparation of the financial statements, unless management has decided to settle the Company or to discontinue its operations, or does not have any realistic alternative to prevent the discontinuance of operations.

7. The ones responsible for the Company's governance are those with responsibility for overseeing the process of preparation of the financial statements.

Auditor's responsibilities for the audit of the financial statements

8. Our purposes are to obtain reasonable assurance that the financial statements, taken as a whole, are free from material misstatement, whether caused by fraud or error and to issue audit report containing our opinion. Reasonable assurance is a high level of assurance, but not a guarantee that an audit conducted according to the Brazilian and international auditing standards will always detect any material misstatements. The misstatements may result from fraud or error and are considered relevant when, individually or in conjunction, they may affect, from a reasonable standpoint, economic decisions of the users based on such financial statements.

9. As part of an audit conducted according to the Brazilian and international auditing standards, we exercise professional judgment, and maintain professional skepticism during the audit. In addition:

- We identify and evaluate the risks of material misstatements in the financial statements, whether due to fraud or error, plan and perform audit procedures in response to such risks, as well as obtain appropriate and sufficient audit evidence to base our opinion. The risk of not detecting material misstatement caused by fraud is higher than that caused by error, since fraud may involve the act of deceiving the internal controls, collusion, forgery, omission or intentional misrepresentations.
- We obtained understanding of the internal controls relevant to audit in order to plan audit procedures appropriate to the circumstances, but not with the aim to express opinion on the effectiveness of the internal controls of the Company.
- We evaluated the fairness of the accounting policies used and the reasonableness of the accounting estimates and respective disclosures made by management.
- We take conclusion on the adequacy of adoption by management of the accounting basis of the ability to continue as going concern, and, based on the obtained audit evidences, whether there is a significant uncertainty in relation to Company's ability to continue as going concern. If we conclude that there is a significant uncertainty, we shall call attention in our audit report to the respective disclosures in the financial statements or include a modification in our opinion, if the disclosures are inadequate. Our conclusions are based on audit evidences obtained to the date of our report. However, future events or conditions may cause the Company not to continue as going concern.
- We evaluate the general presentation, structure and content of the financial statements, including disclosures and if the financial statements represent the corresponding transactions and events in compliance with the purpose of fair presentation.



10. We communicate with those responsible for governance with respect to, among other aspects, the planned scope, time of the audit and significant audit findings, including possible material weaknesses in internal controls identified by us during our work.

São Paulo, May 08, 2019.



Paulo Cesar R. Peppe
Accountant CRC-SP nº 1SP095009/O-5

Hélio Márcio Rodrigues Gomes
Accountant CRC-SP nº 1SP195873/O-2



Sun Farmacêutica do Brasil Ltda
Financial statements as of
31 March 2019 and 2018

Sun Farmaceutica do Brasil Ltda.
Balance sheet ended as of 31 March 2019 and 31 March 2018
(In Thousands of Brazilian Reais)

Asset	Note	31/Mar-2019	31/Mar-2018	Liability	Note	31/Mar-2019	31/Mar-2018
Current				Current			
Cash and cash equivalents	4	433	3.665	Suppliers	9	38.770	21.080
Other investments	4	4.706	3.711	Loan	10	0	0
Accounts receivables from customers	5	14.433	6.935	Taxes and contributions payable	11	2.124	1.662
Inventories	6	27.139	6.365	Salaries and holiday payable		1.967	1.563
Current tax assets	7	168	820	Other provision	12	5.814	1.913
Other accounts receivable		304	217	Other accounts payable		2.085	690
Total of current assets		47.184	21.713	Total of current liabilities		50.759	26.908
Non-current				Non-current			
Fixed assets	8	6.800	7.818	Provision for contingencies	13	246	270
Intangible Assets		3	16	Loans	10	142.449	119.617
Total of non-current assets		6.803	7.834	Total of non-current liabilities		142.695	119.887
Net Equity				Net Equity			
Total of assets		53.987	29.547	Share Capital	14	5.573	5.573
				Accumulated losses		-145.041	-122.821
				Total of net equity		-139.468	-117.248
				Total of liabilities and net equity		53.987	29.547

The accompanying notes are an integral part of these financial statements.



Sun Farmaceutica do Brasil Ltda.

Statements of Income

Fiscal Years ended as of 31 March 2019 and 31 March 2018.

(In thousands of Brazilian Reais)

	<u>Note</u>	<u>31/Mar-2019</u>	<u>31/Mar-2018</u>
Operating Revenue	15	72.169	55.139
Cost of goods sold and services rendered		<u>-32.802</u>	<u>-27.778</u>
Gross Profit		39.367	27.361
Operating expenses			
Sales	16	-4.695	-1.993
Administrative and General expenses	17	-27.835	-23.200
Other operating (expenses) income		<u>718</u>	<u>-232</u>
Earnings before net financial (expenses) revenue and taxes		7.555	1.936
Financial expenses		-26.549	-11.142
Financial revenues		638	577
Net financial (expenses) revenue	18	<u>-25.911</u>	<u>-10.565</u>
Results before taxes		-18.356	-8.629
Income tax and social contribution		-3.864	-1.436
Currente		-3.864	-1.436
Deferred			
Income for the fiscal year		<u>-22.220</u>	<u>-10.065</u>

The accompanying notes are an integral part of these financial statements.



Sun Farmaceutica do Brasil Ltda.

Statements of changes in stockholders' equity

Fiscal years ended as of 31 March 2019 and 31 March 2018

(In thousands of Brazilian Reais)

	<u>Share Capital</u>		<u>Accumulated losses</u>		<u>Total</u>
Balance as of 31 of March de 2017	5.573	-	112.756	-	107.183
Results for the period	-	-	10.065	-	10.065
Balance as of 31 of March de 2018	5.573	-	122.821	-	117.248
Results for the period	-	-	22.220	-	22.220
Balance as of 31 of March de 2019	5.573	-	145.041	-	139.468

The accompanying notes are an integral part of these financial statements.



Sun Farmaceutica do Brasil Ltda.
Statement of Cash Flows - Indirect method
Fiscal years ended as of 31 March 2019 and 31 March 2018
(In thousands of Brazilian Reais)

	<u>Note</u>	<u>31/Mar-2019</u>	<u>31/Mar-2018</u>
Cash flows from operating activities			
Profit and (losses) before taxes		-22.220	-10.065
Adjustments for:			
Depreciation		703	753
Amortization		5	5
Impairment Test Adjustment		550	0
Provision for contingencies		-23	541
Provision for doubtful receivables		414	35
Provision for inventory devaluation		-740	5.064
Other provision		3.901	1.040
Unrealized exchange rate variation		24.372	2.472
Provision for interest - intercompany		2.107	4.850
Result on fixed assets retirement		25	-32
Tax benefit - refund		-2.671	-3.074
		<u>6.423</u>	<u>1.589</u>
(Increase) decrease in assets and and liabilities			
Other Investment		-35	665
Accounts receivables from customers		-7.498	185
Investories		-20.775	7.993
Current tax assets		652	2.035
Other accounts receivables		-87	-132
Judicial Deposits		-871	-815
Taxes and contributions payable		462	1.165
Salaries and charges payable		403	360
Suppliers		17.690	-10.931
Other Provisions to payable		3.901	1.913
Other accounts payable		1.396	75
		<u>-4.762</u>	<u>2.513</u>
		1.661	4.102
Interest paid on loans	18	<u>0</u>	<u>0</u>
Cash from operations		<u>1.661</u>	<u>4.102</u>
Income tax and social contribution paid on the fiscal year		-3.635	-1.436
Net cash from operating activities		<u>-1.974</u>	<u>2.666</u>
Cash flows from investments and financing activities			
Acquisition of fixed assets	8	-262	-266
Net cash used in financing activities		<u>-262</u>	<u>-266</u>
Increase in cash and cash equivalentes		<u>-2.236</u>	<u>2.400</u>
Statement of cash and cash equivalentes reduction			
At the beginning of the fiscal year		7.376	4.976
At the end of the fiscal year	4	<u>5.140</u>	<u>7.376</u>
		<u>-2.236</u>	<u>2.400</u>

The accompanying notes are an integral part of these financial statements.

Explanatory notes to financial statements *(In thousands of Brazilian Reais)*

1 - Operating context

SUN Farmacêutica do Brasil Ltda., founded on April 10, 2002, has its head office in the city of Goiânia - State of Goiás. Its corporate purpose is the manufacture, import, export and trade of pharmaceutical products in general, as well as the import, export and distribution of pharmaceutical supplies, medical devices and similar goods.

The company has a branch in the city of São Paulo - State of São Paulo, with the corporate purpose of Administrative office.

In November 2014, the shareholders decided by mutual agreement to change the corporate name of the company from TKS Farmacêutica do Brasil Ltda to SUN Farmacêutica do Brasil Ltda, and it henceforth bears the assumed name: SUN Farmacêutica do Brasil Ltda.

1.1 - Management plan for 2019 and 2018

The balance sheet ended as of 31 March 2019 has a negative net worth of BRL 139.498 Mn.

Management believes that these values will be reversed in the coming years, considering the change in the commercial strategy adopted; until then it was used the continuous increase in sales, without taking into account the productive capacity of the head office, causing much loss of sales and consequent space with sales points.

Another important point is related to the authorization of drug products, as they are in on-going process of approval with the health regulatory agency, 17 new drugs, whose studies reveal that with the approvals, we will create a new marketing channel and the company that will revert the loss accumulated in the coming years.

2 - Presentation of the Financial Statements

The financial statements were prepared in accordance with accounting practices adopted in Brazil and comprise the period from April to March, having their issue authorized by the Board on 08 May 2019.

The Company adopts the Law no. 6.404/76 and its amendments introduced by Law no. 11.638/07, which modified, revoked and introduced new provisions to the Brazilian Companies Law.

The aforementioned law aimed, mainly, to update the Brazilian corporate law to allow the process of convergence of accounting practices adopted in Brazil with those comprised in the International Financial Accounting Standards (IFRS).

2.1 Functional currency and presentation currency

The financial statements are presented in Brazilian Real, which is the functional currency of the Company. All financial information presented in Real have been rounded up to the nearest thousands, except where indicated otherwise.

2.2 Use of estimates and judgments

The preparation of financial statements in accordance with the accounting practices adopted in Brazil requires that the Management of the Company to make judgments, estimates and assumptions that affect the application of accounting policies and the reported values of assets, liabilities, revenues and expenses. Actual results could differ from those estimates.

Estimates and assumptions are reviewed in a continuous way. Revisions with respect to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

The information on assumptions and estimates that have a significant risk of result in material adjusting within the next few years are included in the following explanatory notes:

- Note 5 - Provision for doubtful receivables
- Note 6 - Provision for inventory obsolescence
- Note 8 - Review of the of the fixed asset useful life
- Note 13 - Provision for contingencies

3 Summary of Significant Accounting Policies

a. Determination of Net Income

Net income of operations of the company are established in accordance with the accounting of competence of exercises, which covers the period from April to March of each year.

Operating revenues from the sale of products, as well as costs and expenses are recognized in the outcome as a function of its implementation, i.e., when there is convincing evidence that the risks and benefits more significant and inherent to ownership have been transferred to the purchaser.

b. Cash and cash equivalents

Cash and cash equivalents include cash in hand, balances in current bank accounts and financial investments of high liquidity. The financial investments are recorded at cost, plus income earned during the financial year, duly regulated by the central bank of Brazil.

c. Accounts receivable from customers

Accounts receivable from customers are initially recorded by the invoiced value, including their direct taxes, tax liability of the Company, minus the taxes withheld at source, of which are considered as tax credits.

The provision for credit losses was made at an amount considered sufficient by the Management to compensate for any losses on the realization of the credits earned more than 12 months and or when identified the inability of recovery.

As provided in the CPC12, adjustment to the present value was not registered by virtue of not having material effect on the financial statements.

d. Inventories

Inventories are stated on the basis of historic cost of acquisition and production, plus expenses relating to transport, storage and non-recoverable taxes. In the case of industrialized products, under elaboration and finished, the inventory includes the manufacturing overheads based on the normal capacity of production. The cost is determined by the weighted average cost. The values of inventories recorded does not exceed the net value of realization. The net realization value, which corresponds to the estimated selling price in the ordinary course of business, less the actual costs of completion and those necessary to make the sale.

e. Fixed asset

• **Fixed assets**

Items of fixed asset (property, plant and equipment) are measured at historic cost of acquisition or construction, less accumulated depreciation and loss of reduction to the recoverable amount (impairment), if applicable.

The cost includes expenditure that is directly attributable to the acquisition of an asset. The cost of assets constructed by the company itself includes the cost of materials and labor, other direct costs to place the asset in the location and condition necessary for these to be capable of operating in the manner sought by the management, the costs of dismantling and restoration of the site where these assets are located.

The improvement in third parties' properties are amortized in accordance with the duration of the lease contract.

Gains and losses on disposal of an item of property, plant and equipment are calculated by comparison between the resources deriving from disposal with the carrying amount of property and are recognized net inside of other revenues in the result.

Other costs are capitalized only when there is an increase in the economic benefits of the item of fixed asset. Any other type of expense is recognized in the result as an expense when incurred.

• **Depreciation**

Depreciation is calculated on the depreciable value, which is the cost of an asset, or other substitute value of the cost minus the residual value.

Depreciation is recognized in the results based on the straight-line method over the estimated useful lives of each part of an item of the fixed asset, since this method is that one that more closely reflects the pattern of consumption of future economic benefits embodied in the asset. Lands are not depreciated.

The estimated useful lives are as follows:

	Years
Machines and equipment	14
Furniture and utensils	12
Informatic equipment	10
Vehicles	12
Improvement in third parties' property	5

The depreciation methods were reviewed, and new rates will be adopted, each closing of the financial year and any adjustments are recognized as changes in accounting estimates.

- **Intangible Assets**

It is valued at cost of acquisition, less accumulated depreciation and losses by reducing the recoverable amount, when applicable.

The intangible asset of the company has defined life, composed by software. The record of depreciation is done in the demonstration of the income statement of the fiscal year, under the heading "Depreciation and amortization".

The estimated useful life for the current fiscal and year is:	Years
Software	10

- **Reduction in the recoverable value of assets**

According to Section 27, NBC TG 1000 - Accounting for small and medium-sized enterprises.

Aims to ensure that the assets are not recorded, accounted for a higher value than the one that can be recovered in time for use of the company's operations or its eventual sale.

f. Current and non-current liabilities

The current and non-current liabilities are demonstrated by the known or calculated estimated plus, when applicable the corresponding charges, monetary variations and/or exchange rate incurred up to the date of the balance sheet.

g. Short-term benefits to employees

Obligations of short-term benefits to employees are measured on an undiscounted basis and are incurred as expenses as the related service is provided.

Provision was made for the payment of bonuses on individual performance and was recognized by the amount expected to be paid under the plans of bonuses on money or participation in profits in the short term if the company has a legal or constructive obligation to pay this value in function of past service rendered by the employee, and the obligation can be estimated reliably.

h. Loans and Financing

The financial charges and the monetary indexations of the loans are accounted for on the basis of the period elapsing, being established in accordance with the terms of the contracts. Composed mainly by contracts aiming at the expansion of production capacity, as well as modernization, as well as to meet working capital needs.

i. Provisions

A provision is recognized in the balance sheet when the company has an obligation or as a result of a past event, and it is probable that an economic resource will be required to settle the obligation. Provisions are recorded taking as a basis the best estimates of the risk involved.

j. Income tax and social contribution

The fiscal year for calculation of income tax is determined by law, and comprises the period counting from January to December, unlike the corporate year depicted in the financial statements, which comprises the period from April to March.

The income tax and social contribution of current and deferred charges are calculated on the basis of rates of 15%, plus an additional 10% on the taxable profit surplus of R\$ 240 for income tax and 9% on taxable profit for social contribution on net profits and consider the offsetting of tax losses and negative social contribution base, limited to 30% of the real profit.

The current tax is the tax payable or receivable expected on the taxable profit or loss for the year, the tax rates enacted or substantively enacted at the date of presentation of the financial statements and any adjustment to tax payable in relation to previous years.

The Company does not recognize the Income Tax and Social Contribution, of deferred tax assets on tax loss and negative base of social contribution, and also on temporary differences between the tax base of assets and liabilities and their respective accounting value. The deferred active Income Tax and Social Contribution are recognized based on the expected generation of future taxable profits. Deferred tax is measured by the tax rates that are expected to be applied to temporary differences when they reverse, based on laws that have been enacted or substantively enacted by the date of presentation of the financial statements.

The Company does not have any value recorded with respect to income tax and social contribution deferred during the fiscal year, due to expected generation of future taxable profits.

k. Financial Instruments

The financial instruments are only recognized as from the date on which the company becomes part of the contractual provisions of the financial instruments. When recognized, are initially recorded at its fair value plus transaction costs that are directly attributable to the acquisition or contracting. On 31 March 2019, the accounting value of the financial instruments of the company, represented mainly by cash, accounts receivable, accounts payable to suppliers and loans with financial institutions and related companies were equivalent to its market value. The company does not use financial instruments in exchange operations of indices (SWAP) or involving operations in the form of derivatives risk. Other Assets and Liabilities

An asset is recognized in the balance sheet when it is probable that future economic benefits will be generated in favor of the company and its cost or value can be measured with security.

The current and non-current liabilities are demonstrated by the known or calculated values plus, when applicable the corresponding charges and monetary variations incurred up to the date of the balance sheet.

Provisions are recorded taking as a basis the best estimates of the risk involved. The financial statements therefore include various estimates based on objective and subjective factors, based on the judgment of the management for the determination of appropriate values to be recorded. The settlement of transactions involving these estimates may result in divergent values of the recorded in the financial statements due to the inaccuracies inherent to the process of determining them, for which reason the management periodically revise such estimates and assumptions.

Estimates and assumptions are used in the selection of the useful lives of the assets, for the constitution of adjustment for the possible risk of not carrying out their accounts receivable, as well as in the analysis of other risks for the determination of other provisions, including the contingent liabilities and other similar, in addition to the valuation of financial instruments and other assets and liabilities on the balance sheet date.

The realizable rights and obligations are classified as Current when their realization or settlement occur within twelve months following the date of presentation of the financial statements. Otherwise, they are shown as Non-current.



4 Cash and cash equivalents

	<u>2019</u>	<u>2018</u>
Cash	3	3
Banks	430	3.662
Other investments (Short Investments)	<u>4.706</u>	<u>3.711</u>
Total	<u>5.139</u>	<u>7.376</u>

5 Accounts receivable from customers

Accounts receivable from customers are initially recorded by the invoiced value, including their direct taxes, tax liability of the Company, minus the taxes withheld at source, of which are considered as tax credits.

Other accounts receivable refers to the Credit Note issued against the Corporate, related to the "Transfer Price adjust", that is, purchase of products with prices higher than the one practiced in Brazil and amounts related to the goods claim.

The provision for credit losses was made at an amount considered sufficient by the Management to compensate for any losses on the realization of the credits earned more than 12 months and or when identified the inability of recovery.

The adjustment related to the recognition of revenue, are due to bills that have been invoiced, dispatched and that on 31 March 2019, had not been received by customers.

	<u>2019</u>	<u>2018</u>
Accounts receivable	18.419	11.023
Other accounts receivable	1.981	208
(-) Provision f/ doubtful settlement Credits	(606)	(878)
(-) Revenue adjustment recognition	<u>(5.361)</u>	<u>(3.418)</u>
Total	<u>14.433</u>	<u>6.935</u>

On 31/03/19 the total gross value of trade bills receivable from the company, distributed by maturities as follows:

<u>To mature</u>	<u>R\$</u>
Within 30 days	8.366
From 31 to 60 days	6.065
From 61 to 90 days	<u>1.236</u>
Subtotal	<u>15,667</u>
<u>Matured</u>	
Matured within 60 days	121
Matured within 90 days	81
Matured within 180 days	823
Matured within 365 days	270
Matured over 365 days	<u>270</u>
Subtotal	<u>2,752</u>
Overall Total	<u>18,419</u>

6 Inventories

	<u>2019</u>	<u>2018</u>
Products for Resale	22.889	9.377
Adjust Revenue Recognition -Cogs	2.403	1.309
Raw material	586	751
Packaging materials	440	426
Goods in transit - Goods	7.387	1.379
Consumables material	0	324
Customs Broker	0	2
Others	397	89
(-) Adjustment Net Val of Realization	(405)	(103)
(-) Adjustment Recoverable Val. Est. Obsolete (a)	(6.557)	(7.189)
Total	<u>27.140</u>	<u>6.365</u>

The balance figured in the accounts identified above as (a) - shelf life of inventories, to mature in the next 6 months and without moving for more than 1 year. Along this year, the company produced based on past due bids, however due to the financial crisis in Brazil, the governments (bidders) did not issue the respective purchases orders, and due to the validity of the product, management has made the adjustment and awaits the approval of Regulatory Health Agency for them to be destroyed.

7 Current tax asset

	<u>2019</u>	<u>2018</u>
ICMS on fixed assets	0	42
Pis tax recoverable	0	84
Cofins tax recoverable	0	381
IRPJ recoverable	0	11
CSLL recoverable	0	27
IRF recoverable	149	229
IRPJ recoverable	19	46
Total	<u>168</u>	<u>820</u>



8 Fixed assets

According to Section 27, NBC TG 1000 - Accounting for small and medium-sized enterprises. Aims to ensure that the assets are not recorded accounted for a higher value than the one that can be recovered in time for use of the company's operations or its eventual sale. The company has conducted tests of impairment in all its assets and found losses by devaluation.

<u>Descriptions.</u>	Annual rate	Gross Book	2019		2018	
			(-) Accumulated Depreciation	<u>Total</u>	<u>Previous Year</u>	
Land		118	-	118	118	
Buildings	4%	6.501	(2.147)	4.094	4.354	
Installations	10%	1.335	(837)	498	537	
Computer Equipment's	20%	532	(436)	189	139	
Vehicles	8.33%	420	(215)	205	235	
Plant and Machinery	10%	8.551	(4.770)	3.764	4.064	
Furniture and fixture	8.33%	344	(203)	141	165	
Tools and devices	7,14%	751	(535)	216	250	
CWIP		1.039	-	1.039	870	
Total of Fixed assets		19.667	(9.403)	10.264	10.732	
Impairment test		-	-	(3.464)	(2.914)	
Net of Fixed Assets		-	-	6.800	7.818	

Balance of account property, plant and equipment accounts for the period from April 1, 2018 to March 31, 2019 as follows:

Cost evolution

<u>Descriptions.</u>	Useful Life	2019			Closing Balance
		<u>Opening Balance</u>	<u>(+) Income</u>	<u>(-) Out</u>	
Land	-	118	-	-	118
Buildings	25	6.501	-	-	6.501
Installations	10	1.335	-	-	1.335
Computer Equipment's	5	532	92	-	624
Vehicles	12	420	-	-	420
Plant and Machinery	10	8.551	1	(19)	8.533
Furniture and fixture	12	347	-	(2)	345
Tools and devices	20	756	-	(4)	752
CWIP		870	169	-	1.039
Total of Fixed assets		19.430	262	(25)	19.667



Depreciation Evolution

<u>Descriptions.</u>	<u>Annual Tax rate</u>	<u>2019</u>			
		<u>Opening Balance</u>	<u>(+) Income</u>	<u>(-) Out</u>	<u>Closing Balance</u>
Buildings	4%	2.147	260	-	2.407
Installations	10%	797	40	-	837
Computer Equipment's	20%	393	43	-	436
Vehicles	8.33%	185	30	-	215
Plant and Machinery	10%	4.487	283	-	4.770
Furniture and fixture	8.33%	182	23	(2)	203
Tools and devices	7.14	506	31	(2)	535
Total of Fixed assets		8.697	711	(4)	9.403

Impairment Test Evolution

<u>Descriptions.</u>	<u>2019</u>			
	<u>Opening Balance</u>	<u>(+) Income</u>	<u>(-) Out</u>	<u>Previous Year</u>
Buildings	(7)		(413)	(420)
Installations	(7)		(17)	(19)
Computer Equipment's	(2)		-	(2)
Plant and Machinery	(2.873)	80	-	(2.793)
Furniture and fixture	(23)		(38)	(61)
Tools and devices	(7)		(162)	(169)
Total of Fixed assets	(2.914)	80	(630)	(3.464)

- (a) As per management decision, plant in Goiania has stopped of local manufacturing w.e.f. Feb 2017. The primary reasons behind this shutdown, was driven by the three following factors:
- ✓ Significantly higher investments were projected as requisites to have more economic levels of production;
 - ✓ Low capacity of plant, inefficient machineries and production lines having led to high overheads, and therefore high cost per unit, making the products being manufactured have low margins, rendering them economically unviable;
 - ✓ Denial of registration for new products to be manufactured at Goiania plant, also erased the opportunity for further absorption of overheads, and rendering products manufactured here, yield reasonable margins.

9 Suppliers

<i>Social contributions payable</i>	<u>2019</u>	<u>2018</u>
Principal	30.610	19.024
Exchange rate	720	632
Goods In Transit	7.387	1.379
Others	53	45
Subtotal	38.770	21.080

The outstanding in USD to pay Sun Pharmaceutical is BRL 9.936 Mn. The company's exposure to the risk of currency and credit related to suppliers and other accounts payable are disclosed in Note 20 section (v).



10 Taxes and contributions payable

	2019	2018
Social contributions payable		
INSS payable on payroll	300	218
INSS withheld at source	7	4
FGTS on payroll	68	61
PIS/COFINS/CSSL/ISS withheld at source	10	7
Subtotal	385	290
Taxes payable		
Income tax withheld at source	243	224
ICMS on Sales	954	308
(-) Adjustment of ICMS on revenue recognition (a)	(577)	(386)
Provision for ICMS on WO Stock	1.115	1.222
Others	4	4
Subtotal	1.739	1.372
Total	2.124	1.662

- (a) The adjustment of VAT (ICMS) is related to revenue recognition of invoices revenue that have been invoiced, dispatched and that on 31 March 2019, had not been received by customers.
- (b) May, 2017, as per ordinance 114/2017-GSF, Sun Farmacêutica do Brasil Ltda. Has received/signed the Special Tax Agreement with the Government of the State of Goiás, aiming investments in the local structure/expansion of its industrial unit located in Goiânia.
- (c) “Comex Produzir” is the Program of the Government of the State of Goiás that provides an incentive for the deployment, expansion or revitalization of facilities, stimulating investment, technological renovation and the increase of state competitiveness focusing on creation of jobs, income and reduction of the social and regional inequalities.
- (d) The tax authorities has authorized as equivalent percentage of 65% on the value of the ICMS debit balance, corresponding to the interstate rate that it carries out with goods and goods imported directly by the agreement, by means of a secondary zone port structure in the State of Goiás.

11 Labor Obligation to Pay

	2019	2018
Salaries	517	399
13 th Salary and Tax Provision	243	194
Vacation and Tax Provision	1.207	970
Total	1.967	1.563



12 Other Provisions

	<u>2019</u>	<u>2018</u>
Commission on sales payable (a)	193	108
Bonus on performance\provision for Dismissal payable to personnel	1.160	449
Expenses with development of new products (b)	77	893
Provisions for returns	806	347
Provision for Selling expenses (c)	2.421	109
Administrative services payable	1.157	7
Total	<u>5.814</u>	<u>1.913</u>

- a) The company uses autonomous Sales Representatives, hired in accordance with the Law no. 4.886, as of 09 December 1965, where they are compensated by a fixed percentage on sales, primary and secondary. Provision for termination agreement (1/12 + 1/3) in the amount of BRL 184 has been done, as determined by the legislation.
- b) At the end of 2016, the regulatory agency, Anvisa, decided by monocratic decision to update rates from 70% to 300%, as per law it was an abusive increased, the Brazilian pharmaceutical industry trade union, called “Sindusfarma”, decided to file up a security, guaranteeing the collection of fees to the values previous practiced. Through this momentous decision, the Sun administration decided to make provision for the difference of all fees paid along 2017, at the end of 2018, the writ of mandamus was revoked and the fees were collected with interest, totaling the amount of BRL 1.051 Mn.
- c) Provisions related to fairs and congresses have been constituted, whose calendar began in March and up to June /19, as well as the gifts that will be offered in the fairs, totaling the amount of BRL 916.

Another point is related to provisions for financial discounts that will be granted to customers, due to delayed delivery to the administrative bodies, resulting in penalties in the amount of BRL 1.399 Mn.

- d) Quality control is coordinating activity to transfer technology of 37 products, from Ranbaxy, and for this we have provisioned the cost of BRL 935 related to materials, services and equipment qualification.

13 Contingencies

The company is defendant in lawsuits and in administrative proceedings before various courts and governmental bodies, arising from the normal course of operations, involving tax, labor, civil aspects and other matters.

Management, based on information from their legal advisors, analysis of lawsuits pending and, regarding labor actions, based on previous experience relating to the amounts claimed, made provision in an amount considered sufficient to cover the probable estimated losses with the lawsuits in course, as follows:

	<u>2019</u>		<u>2018</u>	
	Provision	Judicial Deposit	Net	Net
Labor	246	0	246	270
Civil	0	0	0	0
	<u>246</u>	<u>0</u>	<u>246</u>	<u>270</u>



Lawsuit statuses on the period

	2018		2019		Final Net Balance
	Gross initial balance	Addition to provision	Retirement	Judicial Deposit	
Labor	1.141	2	897	246	270
Civil	0	0	0	0	0
	1.141	2	897	246	270

There are other lawsuits assessed by legal advisors as being of possible or remote risk, amounting to BRL 1.192 (BRL 508 in 2018) for which no provision was made, bearing in mind that the accounting practices adopted in Brazil does not require their accounting.

a. Summary of labor processes

On 31 March 2019, the Company has 7 cases of labor complaints. In accordance with the legal advisors, 1 case is classified with risk of probable loss, and other 6 cases are classified with risk of loss as possible and remote. The loss estimate is made, in accordance with the opinion of the advisors, and are duly updated regarding interests and their respective taxes.

b. Summary of civil processes

As of March 31, 2019, the Company had a total of 8 cases of complaints involving commercial representation issues. According to the legal advisors, 3 cases are classified as probable loss risk, 5 cases are classified as possible and remote loss risk, which are not part of the provision. The estimated loss is in accordance with the opinion of the legal advisors, and they are duly updated of interest and their respective taxes.

14 Transaction with Related parties

<u>Loans</u>	2019	2018
- Alkaloida Chemical ZRT	142.449	119.617
Total	142.449	119.617

On March 31, 2019, the outstanding in US Dollar (US\$) to Alkaloida is the US\$ 36.556 Mn with an interest rate of 0% p.y., normally the amounts due are renegotiated.

15 Net Equity

Share capital is composed of 5,573 shares, (BRL 5.573 2018) fully subscribed and paid, represented by 5,573,482 shares, being on the nominal value of BRL 1.00 each, which are distributed as follows:

<u>Quota Holder</u>	<u>Country</u>	<u>31/03/2019</u>	<u>%</u>
Partners			
Alkaloida Chemical Company ZRT	Hungria	5.550	99,58
Sun Pharma Holding	Índia	19	35
Sun Pharmaceutical Industries Limited	Índia	4	07
		5.573	100%

The capital was registered with the Brazilian Central Bank in order to enable the company to transfer profits abroad and to repatriate the foreign capital invested.



16 Operating Revenue

	<u>2019</u>	<u>2018</u>
Resale of Goods	82.056	61.288
Resale of samples for bioequivalence	13	233
Tax Benefit	3.287	2.541
Gross revenue from sales	<u>85.356</u>	<u>64,062</u>
Taxes on sales and resales	-9.569	-6.541
Discounts given	-1.587	-472
Sales Returns	-2.031	-1.910
(-) Sales Deduction	<u>-13.187</u>	<u>-8.923</u>
Operating Revenue	<u><u>72.169</u></u>	<u><u>55,139</u></u>

The company's sales on the domestic market are currently directed to distributors, networks of pharmacies, distributor hospitals.

The financial discounts refer to hospital products that were not delivered, and the customer received some kind of penalty in which, because we were co-responsible, we had to pay them back.

17 Expenses with sales

	<u>2019</u>	<u>2018</u>
Advertising and Publicity	319	85
Promotional campaigns	335	81
Fairs; Congresses and events (a)	759	1.040
Promotional material (b)	1.443	10
Travel Expenses	1.256	498
Other promotional expenses	583	279
	<u><u>4.695</u></u>	<u><u>1.993</u></u>

(a) Throughout 2018, Sun Brazil participated in the main congresses and fairs related to Oncological Drugs, aiming to promote the Sun Brazil brand.

(b) With launches of 3 new molecules, Sun Pharma has invested in promotional material, aiming the development with the doctors, health plans and clinics.



18 General and Administrative Expenses

	<u>2019</u>	<u>2018</u>
Personal	17.879	14.737
Equipment Maintenance	366	394
Rent Expenses	0	7
Power Expenses	372	277
Provision / Expenses with contingencies	414	580
Travel Expenses	217	360
Commissions Expenses and Sales Incentive	1.302	1.061
Service Provided	622	304
Regulatory (a)	1.897	2.759
Quality Control	1.778	832
Taxes and fees	333	144
Other administrative expenses	1.229	1.220
Depreciation and amortization	708	758
	<u>27.117</u>	<u>23.433</u>

- (a) Regulatory expenses are related to the development of new 14 products, of which amounts are spent with a bioequivalence study and pharmaceutical consulting, as well as the provision of Anvisa's rate differences as informed above.

19 Net financial (expenses) revenue

	<u>2019</u>	<u>2018</u>
Financial expenses		
Interests	-2.107	-4.852
Exchange rate	-24.372	-6.270
Others	-70	-20
	<u>-26.549</u>	<u>-11.142</u>
Financial revenue		
Interests	38	69
Interest on financial investments	594	508
Others	6	0
	<u>638</u>	<u>577</u>
	<u>(25.911)</u>	<u>(10.565)</u>

20 Insurance coverage

The company has hired with Tokyo Marine Seguradora no. 180.0000929165, a property insurance, which aims to guarantee covers for possible claims, together with all the addresses of the company in the Brazilian territory. The amounts contracted are considered sufficient to cover possible claims, considering the nature of their activity.

On 31 March 2019, the coverage of insurance against operational risks was composed by BRL 30.00 Mn.



21 Financial Instruments

(i) Identification and valuation of financial instruments

The accounting balances of financial instruments such as cash, accounts receivable, taxes, loans and financing, when compared with the values that could be obtained on their negotiation in an active market or, in their absence, with its net present value is adjusted based on the prevailing rate of interest on the market approach, substantially, their corresponding market values.

(ii) Credit risk

It arises from the possibility of the company suffering losses arising from defaults of their counterparts or depositary financial institutions of resources or financial investments. To mitigate these risks, the company adopts as a practice analysis of financial and equity status of its operations, as well as the definition of credit limits and permanent monitoring of open positions. Regarding financial institutions, the Management only carries out transactions with reputable financial institutions and of low risk, assessed by rating agencies.

(iii) Risk of price of the goods sold

It arises from the possibility of oscillation of market prices of products marketed by the company. These price fluctuations can cause substantial changes in their income and their costs. To mitigate these risks, Management permanently monitors the local and international markets, seeking to anticipate the price movements.

(iv) Interest rate risk

It arises from the possibility of the company suffering gains or losses arising from fluctuations in interest rates levied on its financial assets and liabilities. Aiming to mitigate this type of risk, Management seeks to diversify the acquisition of resources in terms of rates fixed or floating.

(v) Exchange rate risk

The associated risk arises from the possibility of the company coming to incur losses due regarding fluctuations in exchange rates, which increase the values obtained on the market. On 31 March 2018 the company had liabilities, denominated in foreign currency, there is no financial instrument to protect this exposure on that date.

	<u>2019</u>	<u>2018</u>
	USD	USD
Suppliers	9.936	6.328
Loans	<u>36.556</u>	<u>35.988</u>
	<u>46.492</u>	<u>29.329</u>

The following exchange rates were applied during the year:

<u>Average Rate</u>		<u>Closure Rate on the date of the</u>	
<u>2019</u>	<u>2018</u>	<u>Financial Statements</u>	
<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
3.7844	3.5700	3.8967	3.3238



Exchange Rate Sensitivity Analysis

The Company has liabilities linked to foreign currency in the balance sheet as of 31 March 2018, and for the purposes of analysis of sensitivity, adopted as a likely scenario the rate of R\$ 3.60.

Therefore, the table below shows the simulation of the unrealized exchange rate effects in the future outcome in scenarios of increases and reductions:

Exchange Rate Risk	Scenarios (increase)		
	Likely	Possible	Remote
Scenarios and price levels	4.00	4.05	4.10
Passive Position	185.968	158.685	190.617
Total net effect	4	7	9
	Scenarios (reduction)		
Exchange Rate Risk	Likely	Possible	Remote
Scenarios and price levels	3,85	3,80	3,70
Passive Position	178.994	176.669	172.020
Total net effect	-2	-4	-9

(vi) Derivative financial instruments

The company has not used financial instruments in exchange operations of indices (SWAP) or involving operations in the modality of derivatives.

22 Approval of the set of Financial Statements and Explanatory Notes

These financial statements were approved by the Management of Sun Brazil Pharmaceutical Ltda., and authorized for issue on 09 May 2019.

Walter Wiesmueller Coelho Filho
CFO - BRAZIL

Carlos Alberto Almeida
Accountant CRC-RJ 103.509/0-1
