1. Q3 Results and Outlook for 2026

Question 1.

First of all, is the estimate of approximately 6 million lei in consolidated net profit for the full year still valid? After the first nine months, net profit stands at 2.87 million lei, which means that over 3.1 million lei would need to be generated in Q4. What level of sales and what operating margin would be required to achieve this result? An update on monthly performance from July through October would also be helpful, given the strong results reported for July. Will the revised budget for the second half of the year, announced in August, be made public—including a breakdown by business segment and details on personnel and transportation expenses?

Answer:

The consolidated net income for the third quarter of 2026 confirms the recovery announced in August, following a first half of the year affected by market conditions.

The figure mentioned in the presentation of the first-half 2026 results represents management's updated estimate, the achievement of which depends on business performance in the fourth quarter and year-end adjustments.

Any material change to the estimate will be communicated through official investor relations channels.

Question 2.

In August, there was talk of aggressive cost-cutting. What specific measures were implemented? How many positions and how many transport routes were eliminated, what are the annualized savings, and how much did the restructuring cost? I ask because, in the first nine months, personnel expenses increased by approximately 5.4%, and external services by over 18%. What explains these trends, and how are the resulting savings ultimately reflected?

Answer:

The nine-month trend in expenses reflects both the optimization measures implemented and investments in human resources and the company's operational needs. Personnel expenses also include costs related to the stock option plan (SOP), recognized in accordance with applicable accounting treatment.

The reduction in expenses began with a series of measures to optimize personnel costs and employee benefits.

Specifically, benefits related to private health insurance were reduced, gift certificates granted on major holidays were eliminated, and discount benefits for employees holding employee cards were curtailed.

The financial effects of the implemented measures will be reflected in the results for the corresponding reporting periods. Details regarding route planning, operational scaling, and savings related to individual contracts are part of the day-to-day management of the business, which is constantly evolving and being optimized.

Question 3.

Regarding the new WMS system, have the operational issues been fully resolved? It would be interesting to know how much the malfunctions cost during the first nine months, in terms of overtime, delayed or missed deliveries, and any lost customers.

Answer:

Implementing and optimizing a warehouse management system is a process that requires continuous monitoring of operational performance and spans a long period of 1–2 years.

REMEDIA monitors the performance of the WMS using operational metrics such as order fulfillment accuracy, product traceability, productivity, and on-time delivery, and the necessary adjustments are managed through internal improvement processes. The financial impact is not quantified separately, as this would require identifying and validating the effects directly attributable to the system.

Question 4.

One aspect that caught my attention is the improvement in the Hospitals & Clinics segment's results. The report shows an operating profit of approximately 800,000 lei for the first nine months, following the loss of 1.93 million lei reported in H1. This would suggest a significant recovery in Q3. What drove this development, and how sustainable is it? It would also be helpful to break down the results between public hospitals and private clinics. Given the additional allocations from the budget amendment and the mechanism for settling local hospitals' arrears, what impact do you estimate this will have on orders and collections in Q4? What is the current amount of receivables from hospitals with payment delays exceeding 90 days?

Answer:

The performance of the Hospitals & Clinics division as of September 30, 2026, was influenced by the dynamics of trade discounts related to this business, as well as by the time lags between granting discounts to customers and recovering the corresponding amounts from manufacturers.

Therefore, the reported results must also be analyzed in light of these commercial characteristics and how they influence the recognition of revenue and costs.

In Q3, there was an increase in sales to public hospitals compared to the first two quarters of the year. Combined with the budget adjustment in Q4 2026, we estimate that this positive trend will continue into Q4, reflecting the positive impact of additional available funds on hospitals' ability to resume purchases.

Information regarding receivables is presented at the level of detail required in public financial reports, without disclosing commercial breakdowns by customer, individual past-due amounts, or unpublished estimates of Q4 collections.

Question 5.

In the past, you mentioned that you are targeting a profitability of at least 1.2–1.5% for contracts with hospitals. What percentage of current sales to this segment is below that threshold?

Answer:

The profitability of contracts in the hospital segment is assessed by taking into account both the gross margin and the costs of financing, distribution, and receivables management.

REMEDIA aims to develop a sustainable portfolio with an appropriate balance between business volume, profitability, and commercial risk.

Starting last year, steps were taken to increase the margin in the Hospitals division by reducing sales volume for products with a 30 RON margin and focusing on more profitable product lines.

Question 6.

The gross margin on merchandise sales appears to have improved, reaching approximately 8.6% for the first nine months, compared to 7.48% in H1. However, trade discounts received from suppliers increased from 14.59 to 20.83 million lei. How much of this increase stems from standard trade discounts, and how much is related to special payment terms or advance payments to certain suppliers, particularly the manufacturer of innovative oncology drugs? What portion of this margin improvement is recurring?

Answer:

The margin strictly related to merchandise sales is approximately 7.43% for the first nine months, compared to 7.48% in the first half of the year. The percentage of approximately 8.6% mentioned in the question results from using the total from segment reporting, which also includes the contribution from services, rents, and other revenues.

For a meaningful comparison between periods, it is important that the margin be calculated using the same methodology and the same categories of revenue and expenses.

For reasons of commercial confidentiality and to protect contractual relationships, REMEDIA does not provide a breakdown by supplier or information regarding individually negotiated terms.

Question 7.

I would also like clarification regarding other operating revenues. The report indicates 268,000 lei for this category, compared to approximately 2.2 million lei in the corresponding period of 2025. What did those revenues consist of in 2025, and what explains the difference? I understand that revenues from services and rents are reported separately, at approximately 5.94 million lei.

Answer:

To correctly interpret this variation, it is necessary to refer to the explanatory notes and the accounting classifications used in the published financial statements.

The difference stems from the fact that in 2025, REMEDIA sold the property in Brașov that housed the FRDL regional warehouse, which was closed in 2024.

2. Working Capital and Cash

Question 8.

Cash flow and the trend in cash and cash equivalents warrant some clarification. In the first nine months, cash decreased, with part of this decline attributable to dividends paid to shareholders (4.31 million lei). Beyond this distribution of capital, how did cash flow from operating activities evolve, and what were the main causes of the change in working capital? How much of the change in cash was driven by payments to suppliers, collections from customers, and tax obligations? How do you estimate the cash position will evolve by the end of the year?

Answer:

Cash flow trends in the first nine months of the year were influenced by temporary delays in the collection of receivables, caused by late payments made in certain months by the County Health Insurance Houses (CASJ) to our customers.

In response, we quickly implemented measures to balance our working capital. We reduced inventory levels, balanced orders to limit cash tied up in inventory, and submitted formal requests to manufacturers to adjust payment terms on a case-by-case basis. The objective of these steps was to better align cash inflows and outflows and maintain positive working capital in our relationships with strategic suppliers.

Consolidated cash decreased from 57.94 million lei to 46.67 million lei. Cash flow from operating activities was negative, at approximately 5.14 million lei. Inventories and trade receivables decreased by approximately 11.09 million lei and 8.92 million lei, respectively, while accounts payable and similar liabilities decreased by approximately 26.26 million lei, absorbing cash.

REMEDIA aims to maintain a balance between liquidity, financing of current operations, and investment needs.

We do not publish an estimate of the year-end cash position. This will depend on Q4 collections, adherence to the payment terms negotiated with suppliers, and the investments made. Cash is monitored daily.

Question 9.

Regarding advance payments to suppliers, what is your actual balance as of September 30 for these payments, and what commercial benefits do you receive in return? In the report, financial income from discounts for advance payments amounts to only 65,000 lei, compared to 163,000 lei in the same period of 2025, and the advances recorded for inventory purchases are insignificant. How is the practice of advance payments you discussed earlier reflected, both accounting-wise and financially? By when do you estimate you will return to normal payment terms, and what amount of cash could be released by the end of the year?

Answer:

In our relationship with suppliers, it is important to distinguish between advance payments per se and payments made ahead of contractual due dates. These are different commercial mechanisms, each with its own specific terms and benefits.

Depending on the manufacturer and the negotiated terms, the company utilizes various discount tiers, granted gradually based on the timing of payment, for various commercial and financial reasons, such as maintaining competitiveness, freeing up credit limits allocated by manufacturers, etc.

Thus, payment before the due date can generate commercial benefits without necessarily requiring an advance payment for future inventory purchases.

The company aims to use working capital efficiently and does not provide unpublished projections regarding future changes to payment terms or the release of cash.

Question 10.

Regarding the bank guarantee letters requested by suppliers, what is their total value, how much do they cost, and under which credit facility are they issued? Are they drawn from the 100 million lei BT facility? As of September 30, no drawn bank loans appear in the financial statements. I would also like to know whether the guarantees approved in March, secured by receivables, inventory, and real estate, were actually implemented.

Answer:

The published financial statements do not indicate any drawn bank loans as of the reporting date. Drawn loans and letters of guarantee are different instruments, so the absence of bank debt does not, by itself, provide a complete picture of the guarantees issued. The breakdown by bank, individual costs, credit lines, and unpublished contractual guarantees are not covered in this disclosure.

REMEDIA discloses information regarding financing, guarantees, and commitments in its financial and corporate reports to the extent required by applicable regulations

Question 11.

Does the receivables insurance through Allianz Trade continue to cover 100% of the exposure? Are public hospitals and receivables from the National Health Insurance House (CNAS) also included? What are the coverage limits per customer and the deductible? Additionally, what is the current breakdown of past-due receivables by customer category, particularly those related to hospitals?

Answer:

With regard to receivables insurance through Allianz Trade, we confirm that balances related to private customers are fully covered—100%—under the terms and within the limits set forth in the insurance policy.

In our dealings with public hospitals, receivables are not subject to this coverage; there is no risk of non-collection.

The value of the insurance policy, as well as the specific commercial terms—including credit limits and deductibles—are confidential, as they form part of the contract between the two parties.

3. The Market and Regulatory Changes

Question 12.

How did the pharmaceutical distribution market evolve in Q3, and how did Remedia position itself in the market? Did you gain or lose customers among independent pharmacies and independent key accounts? What market share do you estimate you currently hold?

Answer:

Cegedim data for the third quarter of 2026 indicate a pharmaceutical market with varying trends across segments: characterized by a decline in volume, particularly in the OTC segment.

An important point for comparison is that, between October 2025 and September 2026, the OTC market in pharmacies declined by 13.3% in volume and 7.9% in value. The decline in OTC volume was 17.4% in Q1, 15.5% in Q2, and 11.7% in Q3, indicating a gradual moderation of the contraction.

At the same time, Farmaceutica REMEDIA reported net merchandise sales of 530.64 million lei as of September 30, 2026, down by only 2.73% compared to the same period in 2025.

Regarding Farmaceutica REMEDIA's positioning in the distribution market, we assess that its market share remained constant, with no significant changes during the period under review.

Specific changes in the structure of the customer portfolio were primarily driven by the consolidation of the pharmaceutical market—specifically, the acquisition of independent pharmacies by national chains—while the number of customers remained constant.

Question 13.

Regarding the fixed markup of 35 lei per box for medications priced above 300 lei, are there any concrete discussions regarding a price adjustment effective April 1, 2027? What percentage of the company's sales do these medications currently account for, and how has this share changed compared to 2025? It would also be interesting to estimate the impact on profit for each percentage point of the additional markup.

Answer:

The new general price validity period, according to Order No. 106/2026, is June 30, 2027.

REMEDIA monitors developments in the legislative framework and analyzes the implications of adopted changes on its operations.

In the absence of definitive regulations, it would not be justified to estimate a financial impact. Furthermore, a simulation of the effect on profit requires assumptions regarding portfolio structure, sales volume, and commercial terms, which cannot be deduced solely from a theoretical change in the markup percentage.

Question 14.

What effect do you estimate the new Canamed list, which took effect on November 1, 2026, will have on generic drug sales and existing inventory? Is there a risk of adjustments or write-downs for drugs previously purchased at higher prices?

Answer:

The changes to the Canamed list as of November 1 did not have a negative impact; prices remain unchanged—there are only adjustments to product listings, the addition of new items, and changes to price validity periods. Any significant effect is reflected in the applicable financial reports.

Question 15.

Regarding the elimination of the IMCA as of January 1, 2027, what amount do you estimate you will pay for the entire year of 2026? Of the approximately 2.71 million lei in income tax reported for the first nine months, how much actually represents the IMCA, and how much represents other tax obligations or calculation differences? What level of income tax do you estimate for 2027, following the elimination of the IMCA?

Answer:

The tax expense presented in the consolidated financial statements reflects the accounting treatment of taxes applicable to group entities. Of the total 2,713,877.80 lei, 2,577,980 lei represents the IMCA at FRDL, and 135,897.80 lei represents current income tax at FR.

At this time, the company does not have a sufficiently substantiated estimate of the final tax amount for the 2026 fiscal year; this will be determined based on the results and tax adjustments related to the year-end closing.

For 2027, following the elimination of IMCA and in accordance with applicable tax legislation, income tax will be calculated by applying a 16% rate to taxable income.

The amount of tax for 2027 cannot be reliably estimated at this time, as it depends on future financial results and applicable tax adjustments.

Question 16.

You have previously mentioned a shift toward OTC products, parapharmaceuticals, and supplements. What margins do you achieve in these categories, and what percentage of sales would you like them to eventually represent? Given that you previously reported a 15.5% decline in OTC and supplement volumes, what has changed, and why do you believe this is the right direction to take at this time?

Answer:

The Non-Rx category (OTC, parapharmaceuticals, and supplements) generally offers higher profit margins than those derived from the distribution of Rx drugs in the PP (manufacturer's price) category priced above 300 lei.

However, declining consumption in the OTC segment and increasing competitive pressure are leading us to adopt a more selective approach to developing this portfolio. Product selection is based on commercial potential, promotional strategy, the level of competition, and the actual margin that can be achieved.

Therefore, our strategy does not aim to increase volumes at any cost or achieve a predetermined share of sales, but rather to develop a profitable non-Rx portfolio with products that offer an attractive balance between margin, inventory turnover, and competitiveness.

Question 17.

When do you expect to publish the BVC for 2027, and what will be the key assumptions? Given that the net profit target was missed in three of the last four years, do you intend to adopt a more conservative approach? Additionally, what dividend distribution policy are you considering for the 2026 profit?

Answer:

The 2027 BVC will be submitted for approval to the Ordinary General Meeting of Shareholders and published along with the meeting materials, in accordance with the financial calendar to be announced in early 2027.

The 2027 budget is currently being developed and is undergoing the stages of justification and corporate approval. The approach is based on prudent assumptions, the differentiation of recurring revenues from commercial opportunities, and working capital control.

With regard to dividends on 2026 profits, any proposal—including a share buyback followed by their cancellation, rather than distributing a portion of the profit as a dividend—will take into account distributable profit, the company's liquidity, investment needs, and the company's long-term interests, and will be subject to the appropriate legal approvals.

4. Investments and Other Business Lines

Question 18.

The investment program for 2026 was approximately 16.3 million lei, while payments for the acquisition of long-term assets in the first nine months totaled only 1.92 million lei. What investments were actually made through September 30, and which projects were postponed until 2027? I am particularly interested in the expansion of the warehouse in Bucharest, previously estimated at 4.8 million lei, and investments in cold storage capacity.

Answer:

The investment program approved for 2026 reflects the development and modernization objectives envisaged at the time of its formulation.

The value of budgeted investments and payments made for the acquisition of long-term assets are not directly equivalent indicators, as project implementation involves stages of authorization, contracting, implementation, acceptance, and payment.

REMEDIA aims to prioritize investments based on operational needs, economic returns, and the maintenance of a balanced financial position.

Question 19:

In the BD ROWA segment, the report mentions the installation of two additional robots in Jibou and Beiuș, bringing the technical team to 26 operational units. However, the segment recorded an operating loss of approximately 373,000 lei over nine months. What explains this loss, and when do you estimate the business will become profitable? What new projects have you signed or are negotiating with hospitals, including those funded through the PNRR? What financial results did the five installations in Israel and the services provided in Slovenia yield? Are there still discussions regarding the outsourcing of technical services, and under what conditions?

Answer:

The BD Rowa division's operations are distinct from pharmaceutical distribution, with results directly influenced by project timelines, the timing of robot installations, and associated technical services. The operating loss of approximately 373,000 lei recorded as of September 30, 2026, should also be viewed in light of the time lags between contracting, delivery, and installation of the equipment, as well as the indirect costs allocated to the division.

Four of the five installations planned for Israel are currently underway in Q4, and the related revenue is expected to contribute to the period's financial results.

At the same time, we are continuing our efforts to outsource technical services, a measure aimed at optimizing costs and improving the division's operational efficiency.

For 2027, we have already secured contracts for three projects to install robotic equipment in open-circuit pharmacies, scheduled for February and March.

Many interested customers are awaiting non-repayable grants, which is delaying their purchasing decisions. REMEDIA is participating in procurement procedures for automation solutions in healthcare facilities, including projects funded by the European Union.

Question 20:

Regarding the equity interests in Pharma Expert Spedition (50%) and Novoengrama (24%), what results did each company report in the first nine months? The consolidated financial statements show a positive contribution from investments accounted for using the equity method. How much of this comes from each company? I would also like clarification regarding the transportation rates that Remedia pays to Pharma Expert Spedition, given that it handles a significant portion of the group's transportation.

Answer:

The contribution from investments accounted for using the equity method comes entirely from Pharma Expert Spedition (PES) (50% stake); as of last month, the recognized contribution was approximately 283,000 lei. The 24% stake held in Novoengrama is not accounted for using the equity method but as a financial investment, generating revenue for REMEDIA exclusively through distributed dividends.

The transportation services provided by PES to REMEDIA Distribution & Logistics are contracted on market terms and approved in accordance with internal procedures. Individual rates and other contractual terms and conditions are confidential business information.

5. Shareholding, Governance, and Capital Allocation

Question 21:

Regarding the share buyback program for SOP 2026–2027, limited to 954,808 shares and at a price ranging from 0.70 to 1 leu, when do you estimate the offer will be launched, and at what price? Is it the intention that the majority shareholder, Mr. Țăruș, will not participate in the offer? I am asking this in light of the precedents from 2023 and 2025, when he sold approximately 95% and 97.5%, respectively, of the repurchased shares. Would you consider a pro-rata allocation, with the majority shareholder abstaining? Along the same lines, has

the proposal discussed in August regarding the repurchase of shares for cancellation—instead of distributing a portion of the profit as a dividend—been analyzed? What was the conclusion?

Answer:

The program approved by Extraordinary General Shareholders' Meeting Resolution No. 95 of March 19, 2026 (a maximum of 954,808 shares, at a price between 0.70 and 1 leu per share) will be implemented so that, upon completion of the 12-month vesting period (end of November 2027), the shares will be repurchased and held by REMEDIA, to be transferred to beneficiaries who meet the program's conditions. We estimate completion in the second half of 2027. The launch date and offer price will be determined by the Board of Administrators within the limits approved by the Extraordinary General Meeting of Shareholders (EGMS). They will be made public in the offering document, following its approval by the Financial Supervisory Authority (ASF).

The public offer is extended on equal terms to all shareholders. If the number of shares subscribed exceeds the target number, allocation will be made on a pro-rata basis, in accordance with the terms of the offer document. The decision to subscribe rests with each shareholder, and the company cannot comment on a shareholder's intentions.

A proposal to repurchase shares for cancellation as an alternative to a dividend requires an assessment of its economic feasibility and the obtaining of the corporate approvals required by law. The analysis focuses on the equal treatment of shareholders, tax implications, and the liquidity of the shares. If the Board proposes such a transaction, it will be subject to approval by the Extraordinary General Meeting of Shareholders (EGM) through a public notice, in compliance with legal requirements and with equal notification of shareholders.

Question 22

Regarding the SOP approved in June 2026, how many shares were actually allocated to the members of the Board of Directors and to Mr. Țăruș? The report shows an increase in employee benefits granted in the form of equity instruments to 645,000 lei, as well as an expense related to the stock plan of approximately 577,000 lei. How do these figures correlate with the actual allocations, and what are the grant and vesting conditions?

Answer:

The SOP approved at the Extraordinary General Shareholders' Meeting in March will be implemented starting at the end of November 2026; at this time, the grant criteria are being finalized and individual evaluations are underway, based on which eligible individuals and the shares allocated to each will be determined, including for management.

The public financial statements present separately the gains recognized in equity related to employee-granted instruments and the plan's accounting expense; the expense related to the SOP is recognized quarterly, in proportion to the period corresponding to the granted rights. These should not be confused with the number of shares actually transferred or with a cash payment. Details of the SOP program are subject to published corporate resolutions and documents.

Question 23.

I would also like clarification regarding TARUS e.U.'s compensation in absolute amounts, both for 2025 and for the first nine months of 2026. The compensation report primarily presents profit percentages, for example 4.48%, but not the actual amounts. How will the variable component be adjusted based on the final result for 2026?

Answer:

Management compensation is determined in accordance with the compensation policy and contractual documents approved by the relevant corporate bodies. Information regarding compensation is presented in the company's reports, in accordance with applicable transparency requirements.

"TARUS" - Valentin Norbert TARUS e.U. was compensated solely with the fixed component, as follows:

-360,000 lei (total costs) for 2025 (representing 2.2% of consolidated gross profit).

-300,000 lei (total costs) for the first 10 months of 2026.

Question 24:

Regarding the Market Maker agreement with IFB Finwest, signed in July 2026, what results has it yielded so far in terms of liquidity, trading volume, and spread reduction? Were the 300,100 treasury shares approved by the Extraordinary General Meeting of Shareholders on August 26 transferred or sold to the market maker, and if so, at what price? What is the cost of the service provided by IFB Finwest?

Answer:

The contract with IFB Finwest was publicly disclosed; it has been in effect since August 3, 2026, for a term of 12 months, with the option to extend, and aims to improve liquidity and trading conditions for RMAH shares. At this time, it facilitates both the purchase and sale of REMEDIA shares. The most significant result is the reduction of the median spread from approximately 1.4% to 0.6–0.7%. Trading volumes depend largely on general market conditions and the issuer's performance. Therefore, a meaningful assessment of the impact on volume requires a longer time horizon than the nearly four months of activity. The commercial terms of the Market Maker agreement are confidential, in accordance with the understanding between the parties.

With regard to the 300,100 treasury shares covered by the Extraordinary General Shareholders' Meeting resolution of August 26, 2026, we note that the transfer has not yet been completed. Implementation of the resolution requires completion of the legal formalities for registration and publication, including publication in the Official Gazette of Romania, Part IV, as well as compliance with the relevant legal deadlines.

The duration of these formalities is influenced by the processing and publication timelines of the competent authorities—namely, the Trade Registry and the Official Gazette—which are beyond the company's direct control.

REMEDIA aims to complete the necessary procedures and will ensure the implementation of the transaction once the applicable legal conditions are met, in accordance with the resolution of the Extraordinary General Meeting of Shareholders and capital market regulations. Any actual transfer of treasury shares will be disclosed in accordance with legal transparency obligations.

Question 25

Given that the current CEO's term is one year, until May 2027, what metrics will be used to evaluate his performance? Are there specific targets regarding profitability, sales growth, operational efficiency, and cash flow generation?

Answer:

The CEO's performance is evaluated in accordance with the corporate governance framework, the metrics approved by the Board of Administrators, and the provisions of the executive contract.

The Board of Administrators is responsible for evaluating the CEO's performance in relation to the responsibilities of the mandate, the established objectives, and the results achieved.

Profitability, sales growth, operational efficiency, and cash flow generation are key factors in assessing the company's performance.