



Annual General Meeting of Shop Apotheke Europe N.V. on 16 May 2017

Voting proxy and voting instruction

If you are unable to attend the annual general meeting of shareholders of Shop Apotheke Europe N.V. (the "Company") to be held on Tuesday, 16 May 2017 at 13:00 CEST at Van der Valk Hotel Venlo, Nijmeegseweg 90, 5916 PT Venlo, The Netherlands (the "AGM") in person, you can authorise the Company's proxies or a third person to exercise your voting rights in accordance with your voting instruction below. Your timely registration and timely submission of proof of shareholding in accordance with the section "Registration for attendance in person" and "Proxy voting" in the convocation of the AGM is also required in this case.

Shareholders are requested to ensure that this voting proxy and voting instruction is completed and duly signed, and sent timely to the following postal address, fax number or email address (e.g. as a PDF file) by no later than **18:00 (CEST) on Wednesday, 10 May 2017**:

Shop Apotheke Europe N.V.
c/o Better Orange IR & HV AG
Haidelweg 48, 81241 Muenchen, Germany

Fax: +49 (0)89 889 690 655
Email: shop-apotheke@better-orange.de

Proxy for the AGM

The undersigned:

(if the shareholder is a private person)

Name (first name and surname):	
Address	
Postal code and city	
Country	
Passport number ¹ and country of issue	
Number of shares held in the Company on the Record Date (i.e. 18 April 2017) ²	

(if the shareholder is a legal entity)

Company name:	
Office address	
Legal representative(s) ³	
Passport number ⁴ and country of issue	
Number of shares held in the Company on the Record Date (i.e. 18 April 2017)	

hereinafter referred to as the "Shareholder", hereby grants a power of attorney to: *(please tick appropriate box)*

- the proxies of the Company, being each of Mr. Daniel Eichinger and Mr. Michael Werneke, both employees of Better Orange IR & HV AG, Munich, Germany; or
- the following person:

Name (first name and surname):	
Address	
Postal code and city	
Country	

hereinafter referred to as the "Proxy Holder", to be present at the AGM on behalf of the Shareholder, to sign the presence registration forms, participate in deliberations, speak, exercise voting rights that are connected to all the shares held by the Shareholder in respect of the items on the AGM 2017 agenda in accordance with the voting instruction below, and do whatever the Proxy Holder may deem necessary, all with the authority of substitution.

¹ Please attach copy of valid passport.
² After processing of all settlement of that day.
³ Please attach documents evidencing that the representative(s)/signator(y)(ies) is/are authorised to represent the legal entity (e.g. copy of the excerpt of the trade register evidencing the authority).
⁴ Please attach copy of valid passport.

