

VOTING RESULTS AND RESOLUTIONS OF THE ANNUAL GENERAL MEETING OF SHOP APOTHEKE EUROPE N.V. HELD VIRTUALLY ON 21 APRIL 2021

A total of 10,495,248 shares were represented at the annual general meeting of Shop Apotheke Europe N.V. (the "**Company**"), representing an equal number of votes to be exercised in respect of each of the voting items listed below. This represents 58.52% of the total issued and outstanding shares on the Record Date (i.e. at 18:00 CET on 24 March 2021), which amounted to 17,935,121 shares in bearer form. For each voting item all the potential numbers of valid votes were exercised. Percentages have been rounded.

Agenda item	Description	For	Against	Abstain	Total number of shares for which votes were validly cast / votes cast ¹	Percentage ²	Percentage ³
3.a.	Remuneration report for the financial year 2020 ⁴	8,245,065	2,250,183	0	10,495,248	78.56	58.52
3.c.	Adoption of the annual accounts for the financial year 2020	10,475,722	10,603	8,923	10,486,325	99.90	58.47
3.e.	Proposal to allocate the results of the financial year 2020	10,495,248	0	0	10,495,248	100.00	58.52
4.a.	Discharge from liability of all members of the managing board for the performance of their duties during the past financial year	10,484,729	0	10,519	10,484,729	100.00	58.46
4.b.	Discharge from liability of all members of the supervisory board for the performance of their duties during the past financial year	9,914,987	569,742	10,519	10,484,729	94.57	58.46
5.	Re-appointment of Mazars Accountants N.V. as external auditor of the Company to audit the annual accounts of the Company for the financial year ending 31 December 2021	10,495,248	0	0	10,495,248	100.00	58.52

¹ This number is equal to the number of validly cast votes: the total number of votes for and against. The abstentions are not included in this number.

² Percentage of votes for in relation to the total number of votes for and against.

³ Percentage of the total number of votes for and against in relation to the total issued and outstanding share capital.

⁴ Shareholders who provided a positive advice, voted "for". Shareholders who voted "against", provided a negative advice with respect to the Company's remuneration report for the financial year 2020. The results of the vote on this agenda item counts as an advisory, non-binding, vote.

Agenda item	Description	For	Against	Abstain	Total number of shares for which votes were validly cast / votes cast¹	Percentage²	Percentage³
6.b.	Final discharge from liability of Mr. Jan Pyttel for the performance of his duties as member of the supervisory board	9,914,987	569,742	10,519	10,484,729	94.57	58.46
6.c.	Appointment of Ms. Henriette Peucker as a member of the supervisory board	10,491,048	0	4,200	10,491,048	100.00	58.49
6.d.	Proposal to increase the fixed annual base fees of the supervisory board	9,268,381	1,226,867	0	10,495,248	88.31	58.52
6.e.	Approval of one amendment to the 2020 Remuneration Policy, specifically for the increase of the fixed annual base fees of the supervisory board, and adoption of such amended 2020 Remuneration Policy	9,232,492	1,262,756	0	10,495,248	87.97	58.52
7.a.	Revocation of the current designation of the managing board as the corporate body authorised to issue shares and/or grant rights to acquire shares subject to certain conditions	10,495,248	0	0	10,495,248	100.00	58.52
7.b.	Revocation of the current designation of the managing board as the corporate body authorised to restrict or exclude the pre-emptive rights upon the issue of shares and/or the granting of rights to acquire shares as described under agenda item 7.a. subject to certain conditions	10,495,248	0	0	10,495,248	100.00	58.52
7.c.	Designation of the managing board as the corporate body authorised to issue shares and/or grant rights to acquire shares subject to certain conditions	9,316,646	1,178,602	0	10,495,248	88.77	58.52
7.d.	Designation of the managing board as the corporate body authorised to restrict or exclude the pre-emptive rights upon the issue of shares and/or the granting of rights to acquire shares as described under agenda item 7.c. subject to certain conditions	7,360,899	3,134,349	0	10,495,248	70.14	58.52
7.e.	Designation of the managing board as the corporate body authorised to grant rights to acquire shares under, pursuant to and in connection with the 2019 ESOP	8,357,555	2,137,693	0	10,495,248	79.63	58.52
8.	Prolongation of the authorisation of the managing board to repurchase shares in the Company's own share capital	10,492,644	2,604	0	10,495,248	99.98	58.52

Agenda item	Description	For	Against	Abstain	Total number of shares for which votes were validly cast / votes cast ¹	Percentage ²	Percentage ³
9.	Amendment of the articles of association of the Company	5,831,003	4,655,322	8,923	10,486,325	55.61	58.47