

**VOTING RESULTS AND RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING OF SHOP APOTHEKE EUROPE N.V. HELD IN VENLO, THE NETHERLANDS,
ON 6 NOVEMBER 2017**

A total of 5,245,250 shares were present or represented at the extraordinary 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 57.83% of the total issued and outstanding shares on the Record Date (i.e. at 18:00 CET on 9 October 2017), which amounted to 9,069,878 ordinary shares. For each voting item all the potential numbers of valid votes were exercised. Percentages have been rounded.

Agenda item	Description	For	Against	Abstain	Total shares voted / votes cast ¹	Percentage ²	Percentage ³
2	Proposal 1: Approval of the Transaction as defined in the shareholders circular dated 25 September 2017 (within the meaning of Section 2:107a of the Dutch Civil Code)	4,986,200	0	259,050	4,986,200	100%	54.98%
3	Proposal 2: Issuance of new ordinary shares in the share capital of the Company in connection with the Transaction as set out in the explanatory notes to the agenda	5,245,250	0	0	5,245,250	100%	57.83%
4.a.	Proposal 3.a.: Designation of the managing board of the Company as the corporate body authorised to issue shares and/or grant rights to acquire shares subject to certain conditions as set out in the explanatory notes to the agenda	5,245,250	0	0	5,245,250	100%	57.83%
4.b.	Proposal 3.b.: Designation of the managing board of the Company 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 proposal 3.a. subject to certain conditions as set out in the explanatory notes to the agenda	5,245,250	0	0	5,245,250	100%	57.83%

¹ Excluding abstentions.

² Percentage of the shares present or represented.

³ Percentage of the total issued and outstanding share capital.