

VOTING RESULTS AND RESOLUTIONS OF THE ANNUAL GENERAL MEETING OF SHOP APOTHEKE EUROPE N.V. HELD IN VENLO, THE NETHERLANDS, ON 30 APRIL 2019

A total of 6,565,392 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 54.37% of the total issued and outstanding shares on the Record Date (i.e. at 18:00 CEST on 2 April 2019), which amounted to 12,074,926 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 number of shares for which votes were validly cast / votes cast ¹	Percentage ²	Percentage ³
3.c.	Adoption of the annual accounts for the financial year 2018	6,565,392	0	0	6,565,392	100.00%	54.37%
3.e.	Proposal to allocate the results of the financial year 2018	6,565,392	0	0	6,565,392	100.00%	54.37%
4.a.	Discharge from liability of all members of the managing board for the performance of their duties during the past financial year	6,565,392	0	0	6,565,392	100.00%	54.37%
4.b.	Discharge from liability of all members of the supervisory board for the performance of their duties during the past financial year	6,565,392	0	0	6,565,392	100.00%	54.37%
5.a.	Appointment of the external auditor to audit the annual accounts of the Company for the financial year ending 31 December 2019	6,565,392	0	0	6,565,392	100.00%	54.37%
6.b.	Final discharge from liability of Mr. Michael Köhler for the performance of his duties as member of the managing board	6,565,392	0	0	6,565,392	100.00%	54.37%
6.c.	Appointment of Mr. Stefan Feltens as a member of the managing board	6,565,392	0	0	6,565,392	100.00%	54.37%

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.

Agenda item	Description	For	Against	Abstain	Total number of shares for which votes were validly cast / votes cast ¹	Percentage ²	Percentage ³
6.d.	Approval and ratification of granting stock options to Mr. Stefan Feltens	6,561,962	3,430	0	6,565,392	99.95%	54.34%
6.e.	Re-appointment of Mr. Dr. Ulrich Wandel as a member of the managing board	6,565,392	0	0	6,565,392	100.00%	54.37%
6.f.	Re-appointment of Ms. Theresa Holler as a member of the managing board	6,565,392	0	0	6,565,392	100.00%	54.37%
6.g.	Re-appointment of Mr. Stephan Weber as a member of the managing board	6,565,392	0	0	6,565,392	100.00%	54.37%
6.h.	Re-appointment of Mr. Marc Fischer as a member of the managing board	6,565,392	0	0	6,565,392	100.00%	54.37%
7.a.	Re-appointment of Mr. Jan Pyttel as a member of the supervisory board	6,565,392	0	0	6,565,392	100.00%	54.37%
7.b.	Re-appointment of Mr. Björn Söder as a member of the supervisory board	6,565,392	0	0	6,565,392	100.00%	54.37%
7.c.	Re-appointment of Mr. Frank Köhler as a member of the supervisory board	6,565,392	0	0	6,565,392	100.00%	54.37%
7.d.	Re-appointment of Mr. Jérôme Cochet as a member of the supervisory board	6,565,392	0	0	6,565,392	100.00%	54.37%
8.a.	Proposal regarding the granting of rights to acquire shares (stock options) to employees	6,561,962	3,430	0	6,565,392	99.95%	54.34%
9.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	<i>The proposal was not necessary and therefore no voting took place on this agenda item.</i>					
9.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 9.a. subject to certain conditions	<i>The proposal was not necessary and therefore no voting took place on this agenda item.</i>					

Agenda item	Description	For	Against	Abstain	Total number of shares for which votes were validly cast / votes cast ¹	Percentage ²	Percentage ³
9.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	6,561,962	3,430	0	6,565,392	99.95%	54.34%
9.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 9.c. subject to certain conditions	6,561,962	3,430	0	6,565,392	99.95%	54.34%
10.a.	Prolongation of the authorisation of the managing board to repurchase shares in the Company's own share capital	6,565,392	0	0	6,565,392	100.00%	54.37%