

Statement replacing the Declaration of Conformity with the German Corporate Governance Code for use by foreign companies

Shop-Apotheke Europe N.V. ("Shop-Apotheke") is a public limited company incorporated under the laws of the Netherlands. The German Corporate Governance Code ("GCGC") does therefore not apply to Shop-Apotheke and Shop-Apotheke does not have to issue a Declaration of Conformity with the GCGC under section 161 of the German Stock Corporation Act (Aktiengesetz).

Solely for purposes of section 4.1.1.1 of the Guide to the DAX Equity Indices of STOXX Ltd., Shop-Apotheke declares that it does not deviate from recommendations C.10 (with sole reference to its applicability to the Chair of the Audit Committee), D.8 and D.9 of the GCGC 2022, in each case applied accordingly to a public limited company with a 2-tier governance system under Dutch law. Shop-Apotheke's Audit Committee arranges for the Shop-Apotheke's external auditors to inform it and note in the audit report if, during the performance of the audit, the external auditors identify any facts that indicate an inaccuracy in adhering to the recommendations in C.10, D.8 or D.9 of the GCGC in each case applied accordingly to a public limited company with a 2-tier governance system under Dutch law. Shop-Apotheke additionally declares that it has appointed an Audit Committee (that is to monitor the accounting process, the effectiveness of the internal control system, the risk management system, and the internal accounting control system as well as the auditing of financial statements, and in this regard particularly the selection and the independence of the auditor of the annual accounts and the services additionally provided by the auditor of the annual accounts) pursuant to section 107 (4) of the German Stock Corporation Act (Aktiengesetz).

Sevensum, 30 January 2023

The Managing Board

Shop-Apotheke Europe N.V.