

Unleashing the potential of online pharmacy in Europe.

Annual Report 2025

Redcare PHARMACY



“We are committed to health. Convinced that health should have the highest priority, as a pharmacy we provide people with the right products, the necessary knowledge and helpful services every day.”

Olaf Heinrich,
CEO of Redcare Pharmacy.

Our vision.

Until every human has their *health.*



“We are a pharmacy at heart. Making healthcare fit for the future is one of today’s biggest challenges. As the leading online pharmacy, we have seen first-hand how digital innovation aligned with patient needs can strengthen healthcare.”

Theresa Holler,
COO and responsible pharmacist
of Redcare Pharmacy.

Our purpose.

Shaping healthcare with pharmaceutical expertise and digital solutions.

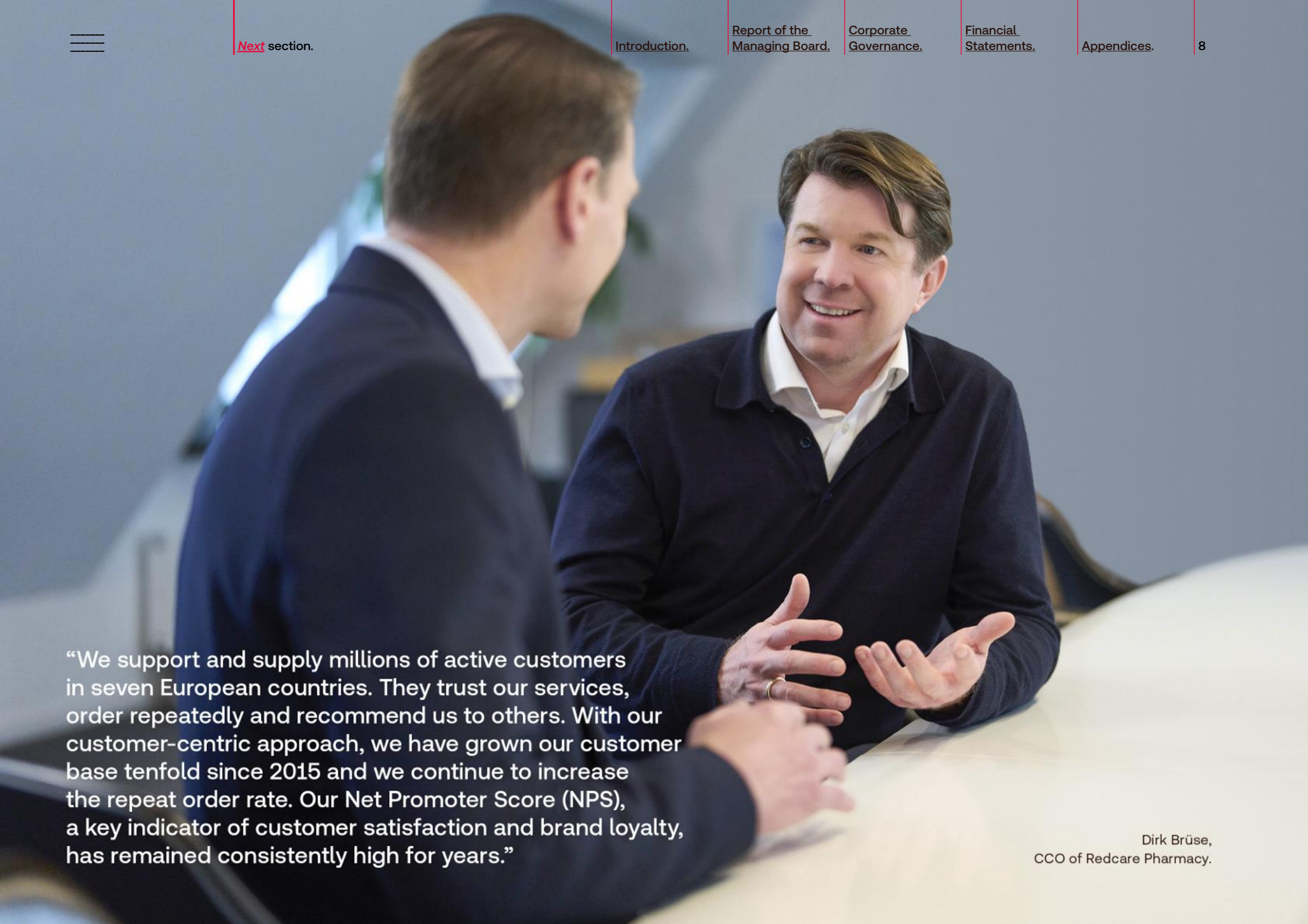


“We foresee a pharmacy model that is digital yet personal, accessible yet secure and firmly grounded in pharmaceutical expertise. By 2035, Redcare Pharmacy aims to continue to deliver on foundational rights: accessibility, availability, affordability – and also awareness.”

Hendrik Krampe,
Designated CFO
of Redcare Pharmacy.

Our goal.

Driving change to increase availability, accessibility and affordability.



“We support and supply millions of active customers in seven European countries. They trust our services, order repeatedly and recommend us to others. With our customer-centric approach, we have grown our customer base tenfold since 2015 and we continue to increase the repeat order rate. Our Net Promoter Score (NPS), a key indicator of customer satisfaction and brand loyalty, has remained consistently high for years.”

Dirk Brüse,
CCO of Redcare Pharmacy.

Our role.

Providing guidance through the world of health.



“Technology is our key to optimum customer service. With our proprietary and scalable applications, we have established ourselves at the forefront of European online pharmacies. Our in-house solutions enable us to adapt quickly to changing customer needs and the scalability of our platform allows us to open up new markets dynamically.”

Lode Fastre,
CIO of Redcare Pharmacy.

Our commitment.

Fueling customer satisfaction through digital excellence.

The Managing Board of Redcare Pharmacy.

Because we care.

The five members of our Executive Management Board are tasked with leading the Company: They are each responsible for at least one business division. With their commitment and expertise, they strengthen the performance, innovative capacity and sustainable development of Redcare Pharmacy.



Olaf Heinrich has been the CEO of Redcare Pharmacy since 2023. As a true e-commerce expert, Olaf has played a pioneering role in shaping the European online pharmacy market, notably during his time as CEO of DocMorris for more than ten years. With extensive board-level experience in a publicly listed company, Olaf is a collaborative team player who leads Redcare Pharmacy's overall business strategy. His responsibilities include key corporate functions such as Legal, Public Affairs, Corporate Communications, E-Health, Health Insurance, Sustainable Development, Internal Audit, Business Development and HR.

Dirk Brüse, with Redcare Pharmacy since 2017, previously served as Executive Director, overseeing DACH / Italy Country Management, Marketing and Retail Media. In April 2024, he became a member of the Board as Chief Commercial Officer. With expertise in e-commerce, brand & digital marketing and social media, he's been instrumental in Redcare's digitalization. Prior roles include senior positions at Vodafone and Digital Director & Chief Digital Officer at L'Oréal.

Hendrik Krampe has over 30 years of experience as a finance professional. He joined Redcare Pharmacy in December 2025 from Amazon where he worked for 11 years at the EU headquarters in Luxembourg and thereof the last 8 years as the Finance Director of Amazon's European Marketplace business. From 2004 to 2014, he worked for eBay in Germany and the US in various roles. His expertise in scaling online marketplaces and driving retail media sales supports Redcare Pharmacy's strategy. The appointment of Hendrik Krampe as CFO is on the agenda of the Annual General Meeting to be held in April 2026 for consultation.

Theresa Holler is Redcare Pharmacy's Chief Operating Officer (COO) as well as its responsible pharmacist. She studied pharmaceutics in Mainz, Germany, where she received her license to practice pharmacy. Additionally, she also earned a Master of Science degree in Consumer Healthcare from Berlin's Charité.

Lode Fastré, serving as Chief Information Officer, brings over 15 years of expertise in the online pharmacy sector. Beginning as an ICT-manager, he founded Farmaline, later acquired by Redcare Pharmacy. Since joining in 2016, Lode Fastré has played a pivotal role in international expansion and technology initiatives. With his entrepreneurial background and deep understanding of Redcare Pharmacy's IT landscape, he stands as a driving force for innovation within the organization.

From left to right:
Hendrik Krampe, Lode Fastré, Theresa Holler,
Olaf Heinrich, Dirk Brüse

Dear *Shareholders,*

2025 marked another year of strong progress for Redcare Pharmacy. We achieved a first major milestone in our prescription (Rx) business, nearly doubling sales in Germany to just over EUR 0.5 billion. Together with continued double-digit growth in non-Rx, total sales increased by 24% to EUR 2.9 billion, representing a threefold increase over the past five years. Today, Redcare Pharmacy is the pharmacy of choice for almost 14 million active customers across our countries in Europe, including more than 1.6 million patients who trust us with their prescription needs.

Our performance in 2025 reflects how, year after year, we continue to advance our mission of driving change in the pharmacy sector to improve availability, accessibility and affordability, while raising awareness for digital pharmacy solutions.

Widening the gap to other online competitors.
Our expansion in Germany's prescription market was accompanied by initial ramp-up effects typical of a fast-scaling business. Following the successful launch of our digital CardLink solution in 2024, the expansion in the active customer base normalized as early adoption momentum eased and we deliberately shifted our focus towards customers with stronger retention and repeat order behavior. Ultimately, we achieved both our guidance for Rx sales and adjusted EBITDA margin for the year. At the same time, we increased online penetration as well as our share of the German prescription market, from 0.8% at the end of 2024 to 1.2%, further widening the gap between Redcare and other online competitors.

We see 2025 not as a peak, but as the beginning of a new phase of growth increasingly driven by prescription sales in Germany. To support this, our focus remained on strengthening our foundations, namely brand, UX, technology, capacity, and automation. In terms of capacity, we opened our new distribution facility in Pilsen, Czech Republic and launched a major automation program at our primary distribution site in Sevenum, the Netherlands. Automation is a key lever to scale efficiently while structurally reducing costs.

Continuously expanding market leadership in Europe.
Simultaneously, we continued to evolve our organization to support profitable growth. Rapid expansion has increased both maturity and complexity and in 2025 we assessed how our structure, talent and ways of working must develop this year and beyond to meet future needs. Our objective is clear: to continue building a future-fit organization capable of further expanding its leadership in the European online pharmacy market.

We are proud of the operational achievements delivered by our dedicated teams across multiple countries in 2025. Through continued brand investment, we maintained leading market positions in five of our seven markets – Germany, Austria, Belgium, Switzerland and Italy – while enhancing customer experience through faster delivery, greater choice and higher service levels. These efforts were reflected in improved customer satisfaction and external recognition in several markets. [Link to relevant section].

Strategy centered on profitable, fast growth.
At the same time, we acknowledge that 2025 was disappointing in terms of share price performance. Despite Redcare's operational execution, market dynamics – including elevated short-selling activity – negatively impacted our valuation. The feedback we received from shareholders during this period reinforces our commitment to improving transparency, reducing information asymmetry and supporting a fairer valuation of our fundamentals, while remaining focused on our strategy. This strategy is centered on delivering profitable, fast growth through scale and market leadership.

Ensuring fair competitive conditions for online pharmacies.
We also continue to actively contribute our expertise to shaping a supportive regulatory environment for online pharmacies in Europe. In 2025, this work was reinforced by two landmark court rulings – one by the European Court of Justice, the other by the German Federal Court of Justice (BGH) – regarding whether EU based online pharmacies may offer discounts or bonuses on prescription medicines in Germany. The courts confirmed a position we have consistently upheld: the German fixed-price regime does not apply to EU online pharmacies. [Link to relevant section]. Together with earlier milestones – most notably the introduction of e-prescriptions in Germany and the approval of our CardLink solution – these rulings represent another meaningful step forward in establishing fair competitive conditions for online pharmacies.

Fully focused on execution.
In closing my reflections on 2025, on behalf of the Managing Board, I am pleased to welcome Hendrik Krampe, who joined Redcare as Chief Financial Officer in December. He brings extensive experience in scaling digital businesses, particularly marketplaces and retail media, and will undoubtedly play a key role in shaping the Company's future.

I also extend our sincere thanks to Jasper Eenhorst for his leadership as CFO from 2020 to 2025.

In addition, my gratitude goes to our Supervisory Board for their continued guidance and for setting high standards.

Looking ahead to 2026, the Managing Board is fully focused on execution, value creation for all our stakeholders and delivering on our commitments.

We are confident in Redcare Pharmacy's long-term opportunity and committed to building sustainable shareholder value.

Sincerely,

Olaf Heinrich
Chief Executive Officer

“We see 2025 not as a peak but as the beginning of a new phase of growth increasingly driven by prescription sales in Germany.”

Managing Board of Redcare Pharmacy.

The Supervisory Board of Redcare Pharmacy.

Committed to pharmaceutical excellence.



From left to right: Jérôme Cochet, Jaska de Bakker, Björn Söder, Michael Köhler, Stephan Weber.

More on Redcare Pharmacy's Supervisory Board ...

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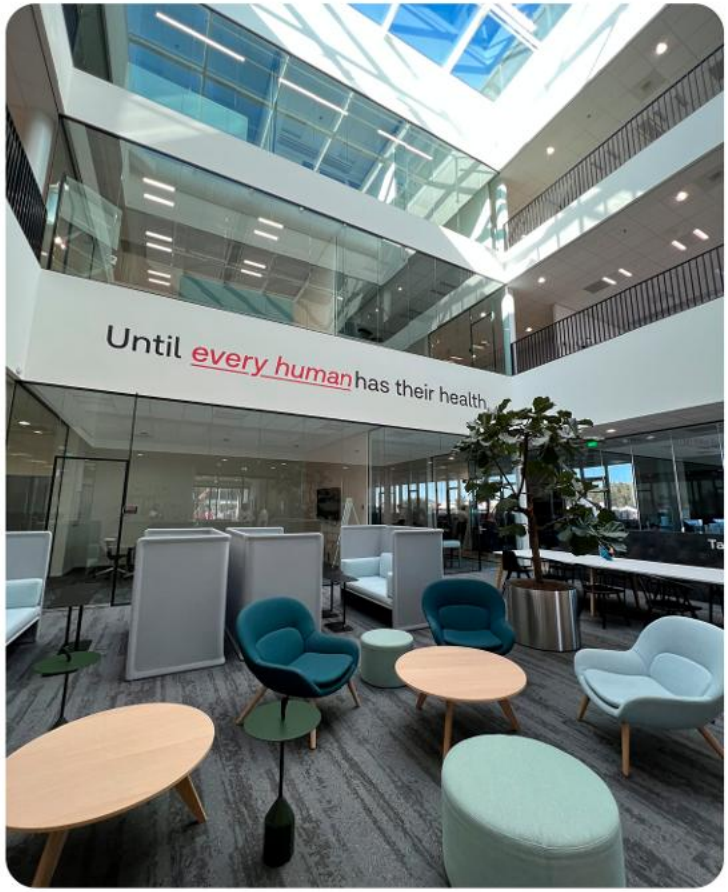
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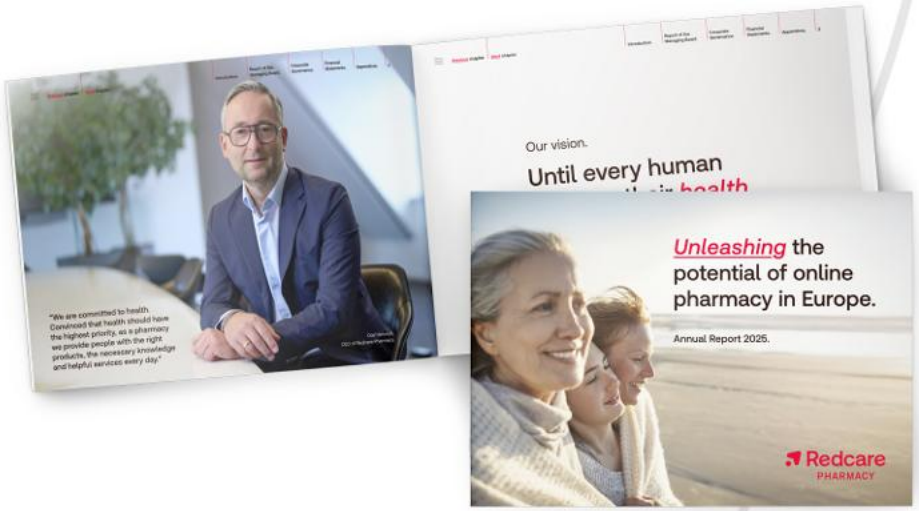
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About this report.

This Annual Report was prepared under the direction of the Managing Board of Redcare Pharmacy N.V., which reviewed and approved its content.

A definition or explanation of abbreviations and other terms used throughout this Annual Report can be found in the Definitions section. In some instances, numbers have been rounded for reader convenience. In this report, the name “Redcare” is sometimes used for convenience in contexts where reference is made to Redcare Pharmacy N.V. and / or any of its subsidiaries, as the context may require.

European single electronic reporting format (ESEF) and PDF version.

This copy of the Annual Report is the PDF / printed version of the Annual and Sustainability Report 2025 of Redcare Pharmacy N.V. This version has been prepared for ease of use and does not contain ESEF information as specified in the Regulatory Technical Standards on ESEF (Delegated Regulation EU 2019/815). The official ESEF reporting package is available on our website at ir.redcare-pharmacy.com.

Forward-looking statements.

This document includes forward-looking statements derived from management’s estimates, valid as of the time of preparation. Such statements pertain to future periods and are typically identified by terms such as “expect”, “forecast”, “predict”, “intend”, “plan”, “estimate”, “assume” or “anticipate”. These statements are subject to risks and uncertainties, many of which are beyond Redcare Pharmacy’s control. As a result, actual outcomes may vary significantly from those projected.

Key figures.

2025.	2024.
2.94 Sales FY in BN €	2.37 Sales FY in BN €
22.5 Gross margin in %	23.0 Gross margin in %
118,945 Parcels sent per day	100,015 Parcels sent per day
13.9 Active customers in million	12.5 Active customers in million
90 Repeat orders in %	88 Repeat orders in %
65.98 Average shopping basket size in €	60.98 Average shopping basket size in €
582 Site visits in million	510 Site visits in million
68 Net Promoter Score (NPS)	69 Net Promoter Score (NPS)
5.76 CO_2 emissions per order in kg	5.16 CO_2 emissions per order in kg

Five-year overview.

Tables of financial and non-financial indicators.

in millions of Euros Financial indicators[1]	2021	2022	2023	2024	2025
Group net sales	1,060.3	1,204.4	1,798.8	2,370.6	2,940.9
Group sales growth %	9.5	13.6	49.4	31.8	24.1
Rx sales	143.5	130.0	457.3	749.8	1,069.1
Non-Rx sales	916.8	1,074.4	1,341.5	1,620.8	1,871.8
Gross profit	266.5	331.8	440.4	545.8	663.1
Gross profit margin %	25.1	27.5	24.5	23.0	22.5
EBIT	-65.7	-69.2	-17.3	-39.0	-28.5
EBITDA (reported)	-38.7	-29.7	40.0	29.2	47.4
EBITDA (adjusted)	-5.3	-8.0	53.5	33.3	57.4
adjusted EBITDA margin %	-0.5	0.7	3.0	1.4	2.0
Net result	-74.2	-77.7	-11.6	-46.4	-39.4
Free cash flow	-72.7	-87.1	8.2	-9.5	-85.2
CapEx	43.2	53.5	38.2	42.2	118.5

Non-financial KPIs	2021	2022	2023	2024	2025
Site visits	279,996,725	347,765,913	439,676,007	509,913,725	582,028,523
Mobile visits	198,769,379	251,718,600	330,088,835	389,947,483	441,238,840
Mobile share	71 %	72 %	75 %	76 %	76 %
Number of orders	19,712,658	23,421,138	29,413,020	36,505,710	43,415,188
Repeat orders	82 %	83 %	85 %	88 %	90 %
Return rate	0.72 %	0.73 %	0.78 %	0.78 %	0.74 %
Active customers (million)	7.9	9.3	10.8	12.5	13.9
Average basket size	€61.16	€58.28	€59.40	€60.98	€65.98
Net promoter score (NPS)	68	72	71	69	68
CO_2 emissions per order[2]			5.218	5.160	5.756
Headcount	1,826	2,166	2,075	2,659	3,274

[1] The EBITDA (adjusted) and Free cash flow are alternative performance measures ('APM') identified by the group and is an important indicator of the underlying financial performance. Please refer to the appendices for definitions of this APMs and to the Economic report for a reconciliation to a statutory measure

[2] Co_2 emissions per order is not available for the years 2021 and 2022 as a result of changes to the comparatives and base year data to add additional Scope 3 categories and in order to include sold Product Carbon Footprint.

At a *glance.*

25 YEARS

It all started in 2001 as a family-run pharmacy in Cologne. Today, we are the leading online pharmacy in Europe. With pharmaceutical expertise, digital innovation skills and a clear focus on the needs of our customers, we're shaping the future as the one-stop pharmacy.

- Pharmaceutical services
- Medication management
- App
- Loyalty program
- Delivery service
- Marketplace

Our services go far beyond what traditional pharmacy services or those of webshops provide. We take advantage of digitalization to constantly improve our services, adapt them to current needs and make them accessible. We develop solutions for everyday use with the aim of helping our customers achieve their best possible health.

3,000

More than 3000 people from 23 countries all over the world are working at our Redcare locations in nine countries.

250,000

Our one-stop portfolio comprises more than 250,000 products, which we supply to customers in Germany, Austria, France, Belgium, Italy, the Netherlands and Switzerland. This includes over-the-counter (OTC) medicines, nutritional supplements, beauty and personal care products (BPC) and other health-related products.

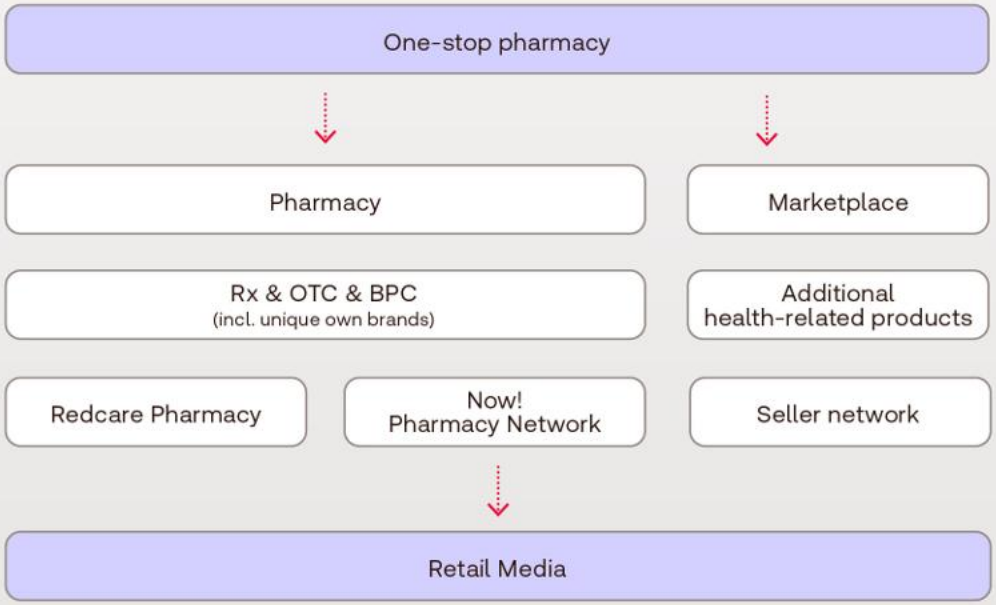
Rx

Where regulatory requirements allow, we also deliver prescription medicines (Rx) directly to our customers. This is the case in Switzerland, the Netherlands and Germany. In Germany, e-prescriptions can already be seamlessly redeemed digitally – simply using our Shop Apotheke app. Some of our free digital services can also be used across borders.

Introduction.

01

Our unique customer value *proposition.*



Most popular and top rated **pharmacy platform**; highly trusted brand.

Enhanced pharmacy services (e.g. pharmaceutical advice, interaction checks, repeat prescriptions).

Widest assortment of Rx, OTC, BPC, plus additional health-related products via marketplace.

Same-day delivery via Now! local pharmacy network.

Advanced **Retail Media** offerings.

Market leaders at the heart of Europe.

We support and supply millions of active customers in seven European countries. Under the Redcare Pharmacy umbrella brand, we provide country-specific offers and products in local webshops. We are clear market leaders in five of our seven operating countries.

Germany shop-apotheke.com
Founded in 2001
Rx, OTC and BPC
1

Belgium www.farmaline.be
Founded in 2008
OTC and BPC
2

Austria shop-apotheke.at
Founded in 2012
OTC and BPC
3

Italy www.redcare.it
Founded in 2015.
OTC and BPC
4

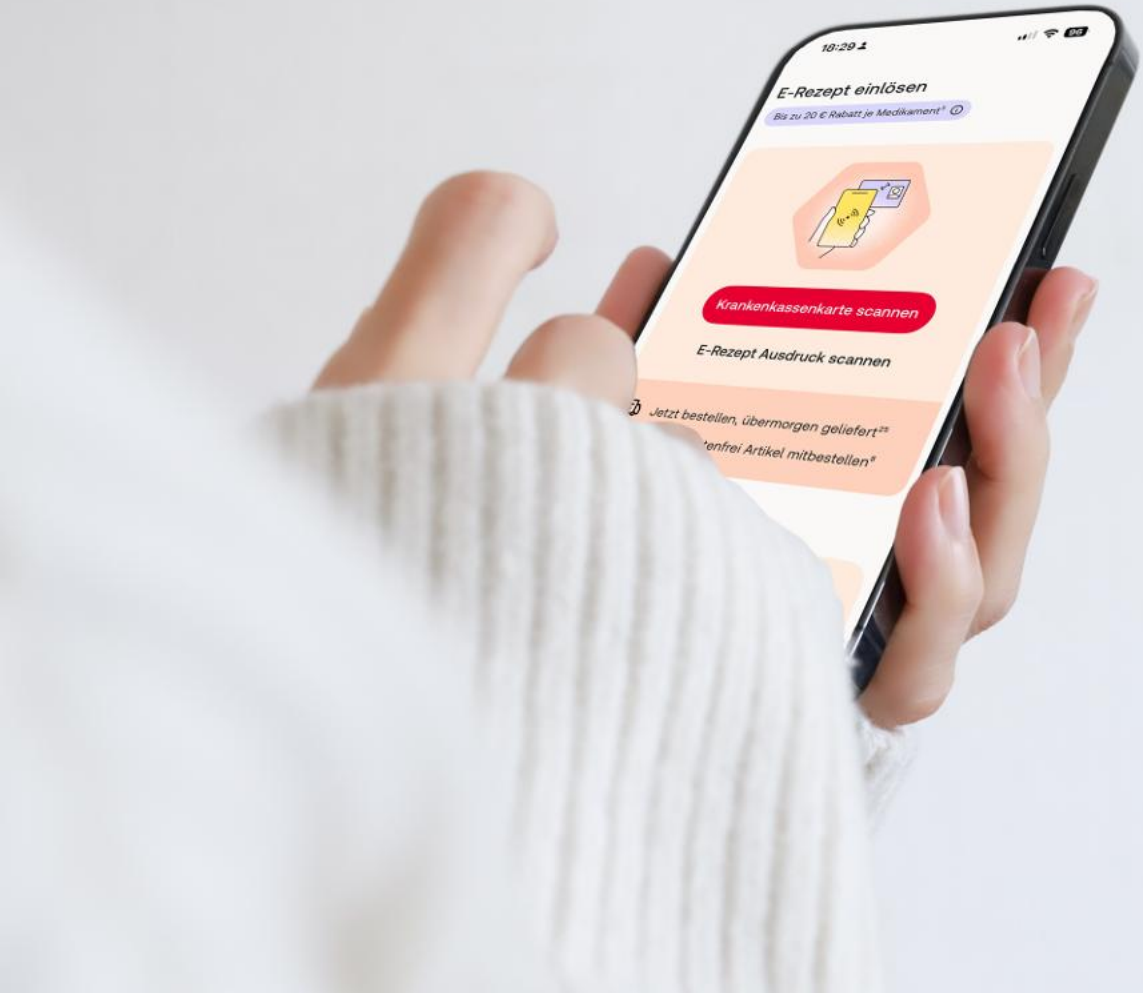
Switzerland redcare-apotheke.ch
Founded in 2016
Rx, OTC and BPC
5

Huge Rx potential in Germany and across Europe.

Germany's addressable Rx market:
EUR 59 billion.



The best way to redeem e-scripts *fully digitally.*



The launch of **electronic prescriptions in Germany** marked a significant milestone in the digitalization of healthcare.

This shift to paperless prescriptions has streamlined the prescribing and dispensing process, making healthcare more efficient and accessible. Since its introduction, patients benefit from a faster, more convenient way to manage their prescriptions, while healthcare providers gain improved accuracy and reduced administrative burden.

This is a major step forward in the ongoing transformation of the German healthcare system.

Report of the Managing Board.

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Strategy and performance.

The year in review: Steadily driving change in the pharmacy sector.

Throughout 2025, we remained focused on our strategic priorities, strengthened our position in key markets and expanded the foundations for future scale. Our financial performance in 2025 reflects the resilience and scalability of our business model. Total sales reached EUR 2.9 billion, supported by strong growth in both Rx and non-Rx of 43% and 16%, respectively. Customer satisfaction remained high, with an NPS of 68 and our active customer base expanded to 13.9 million, demonstrating the continued relevance of our offering and the effectiveness of our customer-centric approach.

Unlocking the full potential of Germany's Rx market.

Since the nationwide introduction of mandatory e-prescriptions, digital redemption has firmly established itself in Germany's healthcare system. CardLink has become the preferred way for patients to redeem prescriptions digitally. Our market share increased steadily over the course of the year, strengthening our position in a market that is still at an early stage of its digital transformation and offering attractive long-term growth potential.

Driving organic growth across our countries.

Alongside the rapid expansion of our e-Rx activities in Germany, we continued to deliver strong organic growth across all our countries. We maintained leading market positions in our core geographies, with #1 positions in five of our seven markets, and further expanded them through consistently high customer satisfaction, a broad and relevant assortment, competitive pricing and reliable delivery. Taken together, we reinforced our position as Europe's leading online pharmacy (see rankings in e-commerce).

Strengthening our platform model.

Through our scalable platform-driven model, we continued to expand our assortment by enlarging our existing marketplaces in Germany, Austria, Italy and Belgium. Together with an increase in our own stock assortment and brands, this means that we now offer well over 100 000 SKUs in Austria and Italy, besides Germany. This is a strength that sets us apart from many of our competitors and ensures our customers always have access to what they need. We are continuously working on increasing convenience and flexibility.

To this end, in 2025, we formed new last-mile carrier partnerships and added more pick-up points, as well as 24/7 self-service collection lockers.

Optimizing capacity and distribution.

In 2025, we made important progress across our distribution footprint. Our new facility in Pilsen (Czech Republic) became operational in November 2025, adding meaningful capacity and improving delivery speed and reliability across our footprint. In parallel, we advanced the next generation of intralogistics automation at our main site in Sevenum. Once completed (planned for Q4 2026), this automation will materially increase throughput, enhance efficiency and reduce our dependency on manual processes resulting in a significant reduction of our cost per order.

Shaping the pharmacy of the future.

The landscape around us is changing rapidly: digital technologies are transforming patient engagement, new regulatory frameworks are redefining access and demographic shifts are placing increasing pressure on health systems across Europe. We remain convinced that the importance of online pharmacies in safeguarding the supply of medications to patients across Europe will continue to grow - and we as Redcare Pharmacy will play a leading role in this transformation.

In our own capacity and with the support of the European Association of E-Pharmacies (EAEP) and the OnHOME Alliance, we continued to engage with EU institutions throughout the past year, sharing our vision for the pharmacy of the future. Our goal: to ensure that future European legislation promotes and supports the efforts of innovative healthcare providers, such as online pharmacies, in order to achieve better health for all.

Company profile.

Corporate structure.

Redcare Pharmacy N.V. operates across seven countries in Europe and serves more than 13.9 million active customers. Our business is B2C-focused and is supported by a scalable, multi-location logistics network. From our head office and main logistics hub in Sevenum in the Netherlands, we supply our European markets with prescription and non-prescription products as well as an extensive assortment of beauty and personal care products.

In 2025, we expanded our footprint with the addition of our new facility in Pilsen, which provides further capacity and strengthens the resilience and scalability of our operations. The Netherlands remains central to our corporate structure due to its favorable regulatory environment for online pharmacies and its strategic location within Europe, while our distribution center in Milan continues to serve the Italian market.

Our operations are segmented into DACH (Germany, Austria and Switzerland) and International (Belgium, the Netherlands, France and Italy). The DACH segment remains our largest market, accounting for 82% of total sales in 2025.

Through our strategic partnership with Galenica in MediService AG, we have a strong position in the Rx online pharmacy market in Switzerland.

Business activity and strategy.

Our business continues to be supported by demographic developments, rising health awareness, the ongoing shift to online retail and the digitalization of the healthcare sector. With a data- and technology-driven approach and deep local market knowledge, we are well positioned to capture these trends and reinforce our market leadership. Strategic direction and execution are guided by an experienced management team with a strong track record in scaling digital business models.

This position, combined with our broad market reach and operational efficiency, provides a solid foundation for our growth strategy. Customer safety remains a core element of this proposition, supported by personalization and medication safety checks.

With e-prescriptions now firmly embedded in Germany's healthcare system, digital Rx has become an important long-term focus area. Through targeted investments and customer engagement initiatives, we aim to expand our digital prescription activities and strengthen unit economics.

Digital innovation.

Redcare Pharmacy focuses on providing retail and healthcare services without manufacturing its own products, so traditional research and development (R&D) is not an activity. However, in 2025 we invested EUR 39 million in technology and digital capabilities to ensure we remain a leader in digital innovation and deliver a seamless customer experience.

We view AI as a crucial driver of operational efficiency. In response to the rapid progress in generative AI, we are accelerating our AI strategy to enhance efficiency, reduce costs and introduce innovative features. This involves both custom in-house solutions and the adoption of leading external technologies. Our AI initiatives focus on automating knowledge work and improving customer service, positioning us to scale effectively.

For instance, Redcare has introduced an AI-powered inspection system in its fulfilment centers, which enhances the accuracy and quality of order fulfilment. After each fulfilment step, the system analyzes the high-resolution image of open parcel cartons to identify the items and compare them with the customer order details. Based on the analysis, an AI model determines whether the order can proceed automatically or requires further manual quality inspection by an employee.

Our IT infrastructure is being scaled to support international expansion, optimizing performance through rigorous load testing. Investments in IT governance ensure strategic alignment, value delivery and effective risk management. We prioritize IT security and implement robust measures to meet regulatory requirements.

Additionally, we continuously enhance our ERP and warehouse management systems to boost efficiency and support our growing sales volume.

General and industry-specific economic environment.

Economic developments in the Eurozone and Germany.

The economy in the Eurozone showed signs of gradual improvement in 2025. According to the Eurosystem staff projections (December 2025), GDP growth in the euro area is expected to reach 1.4% in 2025, and to moderate to 1.2% in 2026. Inflation eased during the year as earlier energy price shocks subsided. Harmonized consumer price inflation (HICP) is projected to stand at 2.1% in 2025 and to decline further to 1.9% in 2026, moving closer to the ECB's medium-term target. [1]

Germany, Redcare Pharmacy's largest individual market, continued to lag behind the broader euro area. Following a subdued performance in 2025, the Deutsche Bundesbank's December 2025 forecast expects the German economy to return to growth in 2026, with GDP projected to increase by 0.6%, supported by improving real wages and a gradual rebound in private consumption. A more pronounced recovery is projected for 2027, when GDP growth is forecast to reach 1.3%. Inflation is also expected to ease, with HICP inflation decreasing from 2.3% in 2025 to 2.2% in 2026.[2]

The German labor market remained relatively tight, with demographic trends limiting labor supply growth. Improving real disposable income supported household spending, providing a stabilizing backdrop for consumer-facing sectors, including healthcare and pharmacy retail.[3]

Overview of the overall pharmacy market in Europe.

The European retail pharmacy market – comprising both prescription (Rx) and non-prescription (OTC) medicines as well as pharmacy-related health and wellness products – was valued at approximately USD 380.6 billion in 2024 (approximately EUR 350 billion at the average 2024 exchange rate), according to Credence Research. This figure includes sales from both conventional and online pharmacies.

The market is projected to grow to USD 489.1 billion by 2032, reflecting a compound annual growth rate (CAGR) of 3.19% between 2025 and 2032. Growth continues to be supported by structural factors such as ageing populations, rising chronic disease incidence, and increased health awareness. However, country-specific regulation and reimbursement models, as well as differences in digital maturity, lead to heterogeneous growth dynamics across the region.[4]

Germany is one of Europe's most significant pharmaceutical markets. In 2024, pharmacies in Germany generated EUR 70.4 billion in revenue (excluding VAT). Of this, prescription-only medicines accounted for EUR 59.5 billion or 84.5%, and non-prescription, pharmacy-only medicines for EUR 5.1 billion. Supplementary products commonly found in pharmacies contributed EUR 5.5 billion. Minor volumes from unrestricted OTC products complete the overall revenue base.

Online-order channels continued to expand, particularly in the OTC segment, accounting for 22.7% of OTC revenues in 2024. In contrast, their share of prescription medicines remained below 2%, as brick-and-mortar pharmacies continued to dispense 98.6% of prescription medicines reimbursed by statutory health insurance.

Across Europe, the pharmacy sector is characterized by diverse regulatory environments and consumer preferences. Countries such as France, Italy, Spain and Poland maintain well-established networks of brick-and-mortar pharmacies, complemented by differing levels of digitalization. While market structures vary, online channels have gained relevance across many European countries, especially in self-care categories and in regions with reduced physical pharmacy coverage.

Structural changes remain evident in Germany. The number of brick-and-mortar pharmacies declined further to 17,041 locations in 2024. As in-person access points decrease, online-order channels are likely to play an increasingly important complementary role in pharmaceutical supply, particularly as consumers continue to seek greater convenience and flexibility.[5]

[1] Source: European Central Bank (ECB), Eurosystem staff macroeconomic projections (December 2025).
[2] Source: Deutsche Bundesbank, Forecast for Germany (December 2025).
[3] Source: European Commission, European Economic Forecast – Autumn 2025.
[4] Source: Credence Research, Europe Retail Pharmacy Market Report 2024–2032, https://www.credenceresearch.com/report/europe-retail-pharmacy-market.
[5] Source: ABDA: – Figures, Data, Facts 2025.

Overview of the online pharmacy market.

The European e-commerce market continues to expand, supported by ongoing digitalization and changing consumer behavior. According to the European E-commerce Report 2025, B2C e-commerce revenue in Europe reached approximately EUR 842 billion in 2024, a nominal increase of 7% compared to the previous year.[6]

Within this broader environment, online penetration in the pharmacy sector remains lower than in more mature digital categories such as apparel or consumer electronics. Regulatory constraints in several countries still limit online access to prescription medicines, and many consumers continue to value in-person interactions with local pharmacists. In fact, while nearly all EU member states have introduced e-prescriptions, access to prescription medicines online is only permitted in 8 of the 27 member states[7]. Nevertheless, demand for digital health journeys is rising as consumers seek greater convenience, broader choice and faster access to healthcare products.

The online pharmacy market is developing rapidly. The European Pharma Ecommerce Study 2025 estimates the core online pharmacy market at approximately EUR 9 billion in 2024, with cumulative growth of around 17 percent over the past two years.[8] According to this study, Germany, the United Kingdom and Italy remain the largest markets. In comparison, the EAEP Market Report estimates that the top 13 online pharmacy markets in Europe had a combined size of EUR 13 billion in 2024, with the largest being Germany, the United Kingdom and Sweden.

Even broader market models, such as those from Statista, include additional consumer health and BPC categories and place the overall European online pharmacy market at more than EUR 15 billion in 2024. Despite differences in scope, all studies highlight the same structural trend: online penetration in the pharmacy segment is increasing, digital platforms continue to scale and the adoption of e-prescriptions is supporting the shift towards digital healthcare consumption.

Across Europe, digital pharmacy adoption continues to progress, supported by rising consumer demand and expanding digital health infrastructure. In Germany, the nationwide rollout of e-prescriptions in January 2024 has created a structural inflection point for the market, accelerating the shift towards digital fulfilment and enabling broader patient access to online pharmacy services. As other European countries enhance their digital capabilities and expand e-prescription usage, online penetration is expected to increase further in the years ahead.

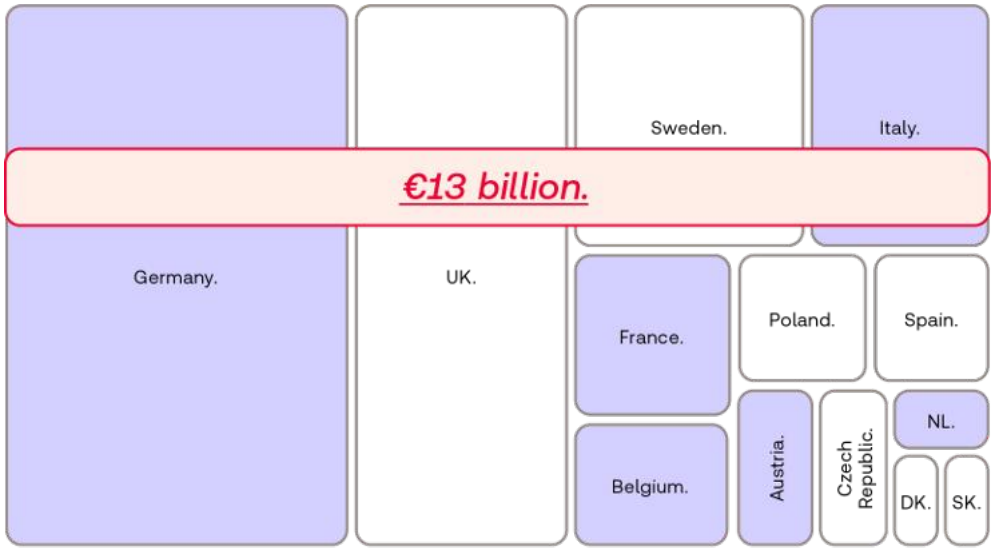
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[6] EuroCommerce, European E-commerce Report 2025 (Final Corrigendum): https://www.eurocommerce.eu/app/uploads/2025/10/final-corrigendum-executive-summary-european-e-commerce-report-2025.pdf

[7] EAEP Market Report, 2024.

[8] Source: Smile BI, European Pharma Ecommerce Study 2025.

Europe's online pharmacy market 2024
(EAEP Market Report, 13 countries analyzed)



Competitive environment in the online pharmacy market.

Competition in the online pharmacy market is shaped by increasing digitalization and rising customer expectations regarding convenience, product breadth and delivery speed. Online pharmacies benefit from unlimited digital shelf space and can offer a broader assortment than brick-and-mortar pharmacies. Success in this channel depends on competitive pricing, strong brand visibility, assortment breadth, customer-centric solutions, and scalable e-commerce capabilities, including advanced IT platforms, efficient fulfilment and reliable last-mile delivery.

In the online pharmacy market, Redcare competes with pure play online pharmacies, hybrid models operated by local pharmacies and large e-commerce platforms offering selected health and OTC products. In addition, leading drugstore and general retail chains are expanding their online health and wellness assortments, increasingly competing for OTC and BPC demand. While brick-and-mortar pharmacies retain strong customer relationships, many lack the digital infrastructure needed to operate at scale, and pharmacy-ownership rules in several European markets limit centralized online expansion. Major online retailers typically do not hold pharmacy licences, which restricts their ability to provide full pharmaceutical services.

Quick-commerce and broader retail platforms are also exploring pharmacy-related collaborations. Their strong brands, large customer bases and efficient logistics networks position them as potential competitors, particularly for convenience-driven purchases. These dynamics illustrate the growing convergence between healthcare and mainstream e-commerce.

To remain competitive, we focus on our established brand, comprehensive product offering and advanced digital and delivery infrastructure. Continued investment in e-prescription technology, logistics automation and healthcare partnerships strengthens our ability to deliver a reliable, convenient and differentiated pharmacy experience.

Redcare Pharmacy's rankings and awards.

Country	Ranking	Date	Category / measure / study
Germany	1	Jul 25	Top online pharmacy[1]
	8	2025	Top 100 B2C online shops[2]
Austria	1	Jul 25	Top online pharmacy[1]
	1	2025	Top 3 online shops (drugstore & perfumery category)[3]
	3	2025	Top 100 B2C online shops[3]
	6	2025	Top 10 marketplaces[3]
Switzerland	1	2025	Top online pharmacy[4]
Belgium	1	Jul 25	Top online pharmacy[1]
	6	2025	B2C online ranking[5]
Italy	1	Jul 25	Top online pharmacy[1]
	1	2025	Top 10 Ecommerce Italia Awards (pharmacy category)[6]
	1	2025	Best eCommerce d'Italia (pharmacy & parapharmacy category)[7]

Sources:
[1] European Association of E-Pharmacies Market Report 2024, based on average monthly visitors to website using data from Similarweb.
[2] EHI Retail Institute.
[3] Handelsverband.
[4] Similarweb.
[5] bpost.
[6] Casaleggio Associati.
[7] Repubblica Affari & Finanza, ITQF.

Regulatory environment.

A responsible trade in medications requires specialized knowledge and due diligence. To ensure these conditions are met, both the European Union and its member states have implemented comprehensive regulatory frameworks. Consequently, Redcare Pharmacy's operations are governed by restrictions related to the medical and pharmaceutical aspects of the products it delivers, as well as by regulations concerning e-commerce.

A European Court of Justice (ECJ) ruling in December 2003 confirmed that the principle of free movement of goods within the EU also applies to non-prescription medications. National laws prohibiting the mail-order sale of these products were deemed incompatible with EU law. As a result, cross-border sales of non-prescription medications are permitted within the EU for registered pharmacies. Following this ruling, online suppliers gained access to the OTC market, with their share growing to over 20% in Germany over the years.

Ban on Rx bonuses in Germany.

Since December 2020, pharmacies, including foreign online pharmacies, have been prohibited from offering discounts or bonuses on prescription medications under German law. This measure was introduced to reinforce fixed pricing and regulate competition between brick-and-mortar and online pharmacies. The issue has remained subject to legal debate.

In February 2025, the European Court of Justice issued a landmark judgment confirming that EU-based pharmacies may grant direct benefits on prescription medicines, provided that national restrictions are proportionate and justified to protect public health. This was followed by a German Federal Court of Justice (BGH) ruling in July 2025, which confirmed that the German fixed-price regime does not automatically apply to EU online pharmacies.

Introduction of e-prescriptions in Germany.

Since January 1, 2024, electronic prescriptions (e-Rx) have been mandatory for all statutory health insurance members in Germany. Physicians must issue electronic prescriptions, which patients can redeem at any pharmacy using their health card (eGK). At Redcare, prescriptions can be redeemed digitally using the CardLink solution in the Shop Apotheke app for smartphones. The solution meets the specifications outlined by gematik, the National Digital Health Agency, to verify the patient's insured status using VSDM++ (*Versichertenstammdatenmanagement*). Verification via the app takes place through the NFC-enabled chip on the patient's eGK when the card is held in close proximity to the smartphone device.

Redcare's CardLink license was initially set to expire at the end of 2025, when gematik planned to introduce a new verification system - Proof of Patient Presence (PoPP) - aimed at improving data security as well as supporting the additional option of using a digital ID as an alternative to the eGK. Since the introduction of PoPP was delayed and is now expected to be completed in phases by the end of 2026, in July 2025, gematik extended Redcare's CardLink license until January 31, 2027. This ensures ongoing support for secure, remote redemption of e-prescriptions and a smooth transition for CardLink from VSDM++ to PoPP. The development also strengthens the digitalization of the healthcare system and expands patient access to online pharmacy services.

Digital Act and electronic patient records (ePA).

The Digital Act, which came into force in Germany in March 2024, further accelerates the digitalization of the healthcare system. One key element is the introduction of electronic patient records (ePA) for all statutory health insurance members, starting in 2025, with an opt-out option. Patients may choose to opt out if they do not wish to use the ePA. The ePA will store comprehensive patient health information, allowing for more coordinated and efficient healthcare.

European Health Data Space (EHDS).

In March 2025, the EU's European Health Data Space (EHDS) entered into force. The EHDS facilitates collaboration across EU member states and the cross-border exchange of health data. Since the EHDS formally recognizes online pharmacies as key healthcare providers, they will be able to connect to the MyHealth@EU infrastructure by 2029. For Redcare Pharmacy, this could simplify regulatory processes for handling patient data and facilitate the redemption of cross-border prescriptions and, where possible, the dispensing of medication, thereby expanding its market reach. Additionally, the EHDS could enhance service offerings by providing more integrated healthcare solutions.

The European Digital Identity Wallet.

The European Digital Identity Wallet is a secure app where citizens can store and share verified credentials. All EU member states must provide a Wallet to citizens by November 2026. For Redcare Pharmacy, which should have its first applications implemented by November 2027, it enables instant, trusted ID checks, smoother access to e-prescriptions and to further EHDS services, and faster onboarding for digital health services.

Regulations in other EU countries.

Many EU member states still have national restrictions limiting the growth of pharmacy chains and prohibiting third-party ownership of pharmacies. These regulations can affect the expansion and growth potential of pharmacy businesses. However, in the Netherlands, there are no such restrictions, allowing pharmacies to be owned by legal entities or individuals. Regardless of ownership structure, the pharmaceutical responsibility always lies with the designated responsible pharmacist.

Economic report.

Forecast vs. actuals.

In 2025, Redcare Pharmacy provided guidance for the full-year 2025 on March 11, highlighting the further expansion of its e-Rx business in Germany as a central element of its growth profile.

By year end, total Group sales reached EUR 2.9 billion, reflecting strong growth momentum, albeit slightly below the targeted >25% growth threshold.

While Rx sales in Germany grew strongly and reached EUR 0.5 billion, confirming strong momentum, non-Rx sales growth of 15.5% was below the guidance threshold, as demand softened in some markets in Q4.

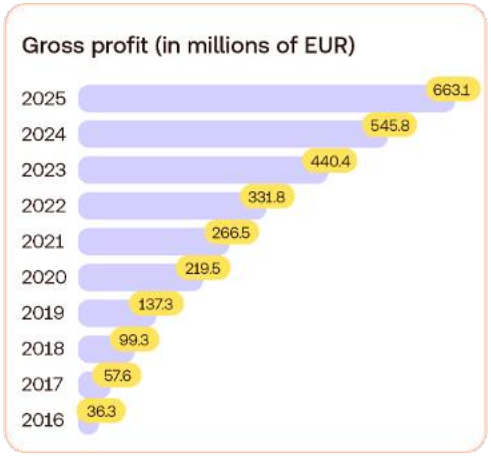
The adjusted EBITDA margin ended at 2.0%, reflecting effective cost and margin management balanced with higher marketing expenses.

Metric	Forecast	Actual	Guidance met
Total sales growth	in excess of 25%	24.1%	No
Rx sales Germany	in excess of € 500 million	€ 503 million	Yes
Total group non-Rx sales growth	in excess of 18%	15.5%	No
Adjusted EBITDA margin	2% to 2.5%	2.0%	Yes

Revenue and earnings position.

Sales of prescription and non-prescription pharmaceuticals as well as medications and pharmacy-related beauty and personal care products are subject to seasonal fluctuations, with demand for pharmaceuticals especially high during the first and fourth quarters of the year.
Revenue increased from EUR 2.4 billion in 2024 to EUR 2.9 billion in 2025, driven by strong performance in both geographical segments, each achieving a mid-twenties percentage increase. Adjusted consolidated gross profit rose to EUR 663.9 million, with a gross margin of 22.6%, slightly decreasing vs. 2025 (23%). due to the growing share of lower-margin Rx products.





The Company reports two main business segments:
- DACH segment: Sales in Germany, Austria and Switzerland grew by 24.1%, supported by very strong Rx performance, reflecting the increasing adoption of e-prescriptions, and solid growth in the Non-Rx business. The adjusted gross profit for the segment was EUR 525.8 million, resulting in a gross margin of 21.9%.
- International segment: Sales across Belgium, the Netherlands, France and Italy increased by 23.7%, reaching EUR 540.0 million. The adjusted gross margin was 25.6%, 0.9 percentage points above last year's 24.7%.

For better comparison, we also provide adjusted figures, which reflect extraordinary items (the non-cash IFRS-specific expenses on accounting of the business acquisitions, the non-cash IFRS expenses to the Employee Stock Option Plan and one-off costs related to business projects).

A detailed reconciliation of adjustments can be found in the following table:

in millions of Euros	Adjustments 2025					Adjustments 2024				
	Non-adjusted	1	2	3	Adjusted	Non-adjusted	1	2	3	Adjusted
Revenue	2,940.9	0.0	0.0	0.0	2,940.9	2,370.6	0.0	0.0	0.0	2,370.6
Cost of sales	-2,277.8	0.0	0.0	0.8	-2,277.0	-1,824.8	0.0	0.0	0.0	-1,824.8
Gross profit	663.1	0.0	0.0	0.8	663.9	545.8	0.0	0.0	0.0	545.8
Other income	0.5	0.0	0.0	0.0	0.5	0.3	0.0	0.0	0.0	0.3
Selling & Distribution	-528.2	0.0	0.0	0.0	-528.2	-444.0	0.0	0.0	0.0	-444.0
Administrative expenses	-88.0	3.5	3.7	2.0	-78.8	-72.9	3.2	0.9	0.0	-68.8
EBITDA	47.4	3.5	3.7	2.8	57.4	29.2	3.2	0.9	0.0	33.3
Depreciation	-75.9	0.0	0.0	6.3	-69.6	-68.2	0.0	0.0	0.0	-68.2
EBIT	-28.5	3.5	3.7	9.1	-12.2	-39.0	3.2	0.9	0.0	-34.9
Net finance cost and income tax	-10.9	0.0	0.0	-6.8	-17.7	-7.4	0.0	0.0	0.0	-7.4
Net loss	-39.4	3.5	3.7	2.3	-29.9	-46.4	3.2	0.9	0.0	-42.3

Description of adjustment:
1. IFRS expenses of the Employee Stock Option Plans. Also see note 27. These expenses are non-cash for Redcare Pharmacy.
2. One-off external project expenses related to other projects (for example expansion and acquisition projects). This mainly concerns external advisory costs.
3. Other major non-recurring one-offs. Current-year numbers are comprised of two elements: (1) impairment of assets/goodwill and restructuring expenses in relation to the CGUs Nu3 and MedApp, reference is made to Notes 9 and 15 and (2) the effect of the partial repurchase of the 2021 convertible bonds, reference is made to Note 22.

During the reporting period, sales increased by 24.1% from EUR 2.4 billion in 2024 to EUR 2.9 billion in 2025, broadly in line with Redcare's expectations.

Consolidated gross profit increased by 21.5% year on year, rising from EUR 545.8 million to EUR 663.1 million. Gross margin declined from 23.0% to 22.6% of revenue. This development was primarily driven by a shift in the sales mix towards prescription (Rx) products, which carry structurally lower margins but contribute higher absolute gross profit per unit and strengthen unit economics. Excluding this mix effect, underlying gross profit across the Group continued to strengthen.

Selling and distribution (S&D) expenses increased by EUR 84.2 million, from EUR 444.0 million in the prior year to EUR 528.2 million, representing an increase of 19.0%. Despite continued investments to support Rx growth and higher personnel costs, the S&D margin rate improved to 18.0% of revenue from 18.7% in the prior year. Efficiency gains and economies of scale offset cost pressures and supported margin development.

Administrative expenses increased by 20.7% to EUR 88.0 million from EUR 72.9 million in the prior year, reflecting continued investments in organizational structures and support functions to enable growth. At the same time, administrative expenses as a percentage of revenue declined slightly to 3.0% from 3.1%.

Depreciation expenses increased to EUR 75.9 million in the year under review, compared with EUR 68.2 million in the prior year. The change was mainly due to a one-off impairment expense of EUR 6.5 million in 2025, related to CGUs MedApp and nu3 as disclosed in Note 9 and Note 15 to the financial statements. Despite the higher depreciation charges, EBIT improved from EUR –39.0 million in 2024 to EUR –28.5 million in 2025, reflecting improved operating efficiency.

Net finance costs and income tax amounted to EUR 10.9 million, compared with EUR 7.4 million in the prior year. The increase was mainly driven by higher net finance costs. The net result of 2025 includes a one-off positive effect of EUR 6.8 million, related to the earlier partial repurchase of existing outstanding bonds on 8 April 2025.

The net loss for the year amounted to EUR –39.4 million, compared with a net loss of EUR –46.4 million in the prior year.



Revenue and earnings by segment.

Segment information.

non-adjusted and adjusted (in millions of Euros)	2025			2024		
	DACH	International	Total	DACH	International	Total
Revenue	2,400.9	540.0	2,940.9	1,934.1	436.5	2,370.6
Cost of sales	-1,875.5	-402.3	-2,277.8	-1,496.3	-328.5	-1,824.8
Adjusted cost of sales	-1,875.1	-401.9	-2,277.0	-1,496.3	-328.5	-1,824.8
Gross profit	525.4	137.7	663.1	437.8	108.0	545.8
Adjusted gross profit	525.8	138.1	663.9	437.8	108.0	545.8
% of revenue	21.9 %	25.5 %	22.5 %	22.6 %	24.7 %	23.0 %
Other income	0.4	0.1	0.5	0.3	0.0	0.3
Adjusted other income	0.4	0.1	0.5	0.3	0.0	0.3
Selling & distribution	-409.8	-118.4	-528.2	-341.8	-102.2	-444.0
Adjusted selling and distribution	-409.8	-118.4	-528.2	-341.8	-102.2	-444.0
Administrative expense	-58.2	-29.8	-88.0	-48.9	-24.0	-72.9
Adjusted administrative expenses	-52.3	-26.5	-78.8	-46.4	-22.4	-68.8
EBITDA	57.8	-10.4	47.4	47.4	-18.2	29.2
Adjusted EBITDA	64.1	-6.7	57.4	49.9	-16.6	33.3
Depreciation	-47.3	-28.6	-75.9	-44.4	-23.8	-68.2
Adjusted depreciation	-42.5	-27.1	-69.6	-44.4	-23.8	-68.2
EBIT	10.5	-39.0	-28.5	3.0	-42.0	-39.0
Adjusted EBIT	21.6	-33.8	-12.2	5.5	-40.4	-34.9
Net finance cost and income tax			-10.9			-7.4
Adjusted net finance cost			-17.7			-7.4
Net loss			-39.4			-46.4
Adjusted net loss			-29.9			-42.3

Redcare Pharmacy's operations are divided into two primary segments: DACH and International. The DACH segment represents our core market, comprising sales of prescription medications (in Germany and Switzerland), OTC pharmaceutical products, functional foods, and other beauty and healthcare items in Germany, Austria and Switzerland.

The International segment encompasses sales of OTC pharmaceutical products, functional foods, beauty and healthcare items in our other European markets, including Belgium, France, Italy and the Netherlands.

Overall, both segments delivered strong revenue growth in 2025. Consolidated adjusted EBITDA increased to EUR 57.4 million, compared with EUR 33.3 million in the prior year. The adjusted EBITDA margin improved to 2.0% from 1.4%, reflecting continued operational scaling, while marketing investments to support the expansion of the e-Rx business in Germany remained elevated.

DACH segment performance.

In 2025, sales in the DACH segment increased by 24.1% across Germany, Austria and Switzerland. Rx sales grew by 42.6%, while Non-Rx sales rose by 12.5%. In Germany, Rx sales almost doubled (+98.3%). The DACH segment accounted for 82% of Redcare's total consolidated sales, unchanged year-on-year, reaching EUR 2,4 billion (2024: EUR 1,9 billion).

Cost of sales in the DACH segment increased from EUR 1,496.3 million in the prior year to EUR 1,875.1 million, reflecting the higher share of prescription products, which carry structurally lower margins but yield better unit economics. As a result, the gross profit margin declined from 22.6% to 21.9%.

Selling and distribution (S&D) expenses amounted to 17.1% of sales, compared with 17.7% in the prior year. Despite continued investments in Rx-related marketing activities, efficiency gains and scale effects contributed to an improvement in the S&D margin. Adjusted EBITDA for the DACH segment increased to EUR 64.1 million, corresponding to an adjusted EBITDA margin of 2.7% (2024: EUR 49.9 million; 2.6%).

International segment performance.

International revenue, encompassing the Netherlands, Belgium, France and Italy, increased by 23.7% to EUR 540.0 million (2024: EUR 436.5 million). The share of international sales remained stable at 18% of total consolidated sales (2024: 18%).

Cost of sales in the International segment increased from EUR 328.5 million in the prior year to EUR 402.3 million, resulting in a gross profit of EUR 137.7 million. The gross margin improved to 25.5% from 24.7%, primarily reflecting favorable price and product mix effects.

Adjusted EBITDA improved to EUR –6.7 million, compared with EUR –16.6 million in the prior year. The adjusted EBITDA margin increased significantly to –1.2% from –3.8%, reflecting efficiency gains and benefits from scaling, particularly in selling and administrative expenses.

Cash flow.

in millions of Euros	2025	2024
Operating loss for the period	-28.5	-39.0
Net cash flow for/from operating activities	31.0	22.1
Net cash flow for/from investing activities	-146.6	8.4
Net cash flow for/from financing activities	111.3	-17.9
Cash and cash equivalents at the beginning of the period	96.9	84.2
Change in cash and cash equivalents	-4.3	12.6
Cash and cash equivalents at the end of the period	92.4	96.9

Cash and cash equivalents amounted to EUR 92.4 million at year-end 2025, compared with EUR 96.9 million at the end of the prior year. EUR 30.4 million was invested in short-term securities (fixed-deposits) during 2025 as part of active cash management. This is reflected in current other financial assets, which increased to EUR 111.1 million (2024: EUR 80.7 million). By year-end, cash and cash equivalents, including these short-term deposits, amounted to EUR 203.5 million (2024: EUR 177.6 million).

Operating cash flow amounted to EUR 31.0 million in 2025, compared with EUR 22.1 million in the prior year. The increase was driven by higher operating cash generation before working capital effects, and was partially offset by increased working capital requirements, in particular higher inventory levels in line with business growth.

Net cash used in investing activities amounted to EUR 146.6 million in 2025, compared with net cash generated of EUR 8.4 million in the prior year. The higher outflow primarily reflects targeted investments in capacity and efficiency initiatives, including the expansion of logistics capacity and automation, such as the new site in Pilsen and the e-Rx automation project at the Sevenum site. Capital expenditure totaled EUR 118.6 million, comprising EUR 79.3 million for property, plant and equipment and EUR 39.3 million for

intangible assets. In addition, EUR 30.4 million was invested in current other financial assets as part of active treasury management. By contrast, cash flow from investing activities in the prior year benefited from the disposal of other financial assets.

Financing activities resulted in a net cash inflow of EUR 111.3 million in 2025, compared with a net cash outflow of EUR 17.9 million in the prior year. The increase was mainly attributable to the issuance of a convertible bond, partly offset by the repurchase of existing convertible bonds, as well as interest, lease and dividend payments to minority shareholders.

Total free cash flow in 2025 is at EUR -85.2 million resulting from the cash flow from operating activities (EUR 31 million), the cash flow from investing activities (EUR -146.6 million) adjusted for the movement in other short term financial assets of EUR -30.4 million.

Throughout the year, Redcare Pharmacy maintained its ability to meet all financial obligations.

Assets and liabilities.

At the balance sheet date, total assets amounted to EUR 1,2 billion, compared with EUR 1,0 billion at year-end 2024. The increase primarily reflects the convertible bond transaction completed during the year, continued investments in capacity and efficiency as well as higher working capital in line with business growth.

Non-current assets increased to EUR 594.9 million (2024: EUR 503.3 million), mainly driven by investments in infrastructure and logistics. Property, plant and equipment rose significantly from EUR 49.8 million to EUR 119.9 million, while right-of-use assets increased from EUR 32.8 million to EUR 70.8 million, driven by the expansion of logistics capacity and new lease agreements as well as contract extensions. Intangible assets declined from EUR 411.3 million to EUR 393.5 million, as scheduled amortization exceeded additions during the period.

Current assets amounted to EUR 619.4 million at the reporting date (2024: EUR 500.0 million). Inventories increased from EUR 153.8 million to EUR 214.0 million, reflecting higher business volumes and the continued ramp-up of operations. Trade and other receivables increased in line with revenue growth. Other financial assets rose to EUR 111.1 million (2024: EUR 80.7 million), while cash and cash equivalents amounted to EUR 92.4 million (2024: EUR 96.9 million). By year-end, cash and cash equivalents, including these short-term deposits, amounted to EUR 203.5 million (2024: EUR 177.6 million).

On the equity and liabilities side, total equity amounted to EUR 479.2 million at the reporting date, compared with EUR 510.0 million at year-end 2024. The decrease mainly reflects the net loss for the year, while the equity component of the convertible bond was recognized earlier in the year. As a result of the balance sheet expansion, the equity ratio declined to 39.5% (2024: 50.8%).

Non-current liabilities increased to EUR 335.1 million (2024: EUR 243.6 million), primarily due to higher loans and borrowings in connection with the convertible bond. Current liabilities rose to EUR 400.0 million from EUR 249.7 million, mainly reflecting higher trade and other payables as well as increased short-term borrowings, including the reclassification of convertible bond components, in line with financing activities during the year.

Non-financial performance indicators.

In addition to financial performance indicators, Redcare Pharmacy also uses non-financial performance indicators to manage the business. These indicators reflect our significant business expansion and strategic focus on improving customer engagement and operational efficiency.

Our performance metrics, particularly the growth in the active customer base and repeat orders, underscore our effective customer-centered strategy and the scalability of our digital platform. As we move forward, we remain committed to leveraging these indicators to drive sustained growth and operational efficiency.

	2025	2024
Site visits	582,028,523	509,913,725
Mobile visits	441,238,840	389,947,483
KPI - mobile share	76%	76%
Number of orders	43,415,188	36,505,710
Repeat orders	90%	88%
Return rate	0.74%	0.78%
Number of active customers	13,940,527	12,536,581
Average basket size	EUR 65,98	EUR 60,98

Site visits and mobile engagement.

The total number of site visits increased from 509.9 million in 2024 to 582.0 million in 2025, further strengthening our online presence. Mobile visits also grew from 389.9 million to 441.2 million, confirming the continued success of our mobile-first approach. The mobile share of visits remained stable at 76%.

Active customer base.

The number of active customers, a key indicator of our market penetration and customer retention, increased from 12.5 million in 2024 to 13.9 million in 2025 (+1.4 million). The growth of our active-customer base underscores Redcare's strength in continuing to attract new customers. An active customer is defined as one who has placed at least one order within the past 12 months.

Number of orders and average basket size.

The total number of orders processed rose from 36.5 million in 2024 to 43.4 million in 2025. This increase reflects higher customer engagement as well as the continued effectiveness of our marketing and promotional activities. The average basket size grew from EUR 60.98 in 2024 to EUR 65.98 in 2025, driven by strategic initiatives to boost cross-selling, upselling and higher Rx volumes.

Repeat orders.

Customer loyalty, as indicated by the repeat order rate, improved from 88% in 2024 to 90% in 2025. This metric is particularly important because marketing costs for retaining existing customers are significantly lower than those for acquiring new ones, which directly contributes to higher profitability.

Return rate.

One of our strategic advantages is our low return rate, which improved from an already low 0.78% in 2024 to 0.74% in 2025. The minimal return rate for pharmaceutical and BPC products continues to be a cost-saving factor, positively impacting our overall profitability.

Subsequent events.

Bondholders of the 2021/2028 convertible bonds issued by Redcare Pharmacy N.V. with an initial total par value of EUR 225 million, exercised their rights pursuant to the terms and conditions of the convertible bond to redeem EUR 64.5 million of the bonds on January 21, 2026.

In April 2025, Redcare had already repurchased EUR 157.9 million of the convertible bonds through a tender process concurrent to the successful placement of new 2025/2032 convertible bonds with a total par value of EUR 300 million.

The EUR 64.5 million redemption was effected by January 21, 2026. It significantly reduced Redcare's outstanding current liabilities under the convertible bond. As a result of the completion of this transaction, the remaining nominal amount of the 2021/2028 bonds amounts to EUR 2.6 million.

Outlook.

Gross domestic product growth for the euro area is expected to remain moderate. According to the ECB's December 2025 Eurosystem staff projections, real GDP growth is projected at 1.2% in 2026 (following 1.4% in 2025). The outlook is supported by easing inflation and improving domestic demand, despite ongoing geopolitical tensions and elevated policy uncertainty which may continue to weigh on overall business confidence.[9]

In Germany, the Deutsche Bundesbank expects the economy to gradually recover. According to the Bundesbank's latest forecast, calendar-adjusted real GDP is projected to increase by 0.6% in 2026 and by 1.3% in 2027. The recovery is expected to be supported by improving consumption dynamics, easing inflation and rising real incomes, while expansionary fiscal policy is anticipated to provide additional demand impulses.[10]

Overall, the macroeconomic environment is expected to improve gradually, with domestic demand providing increasing support to growth despite persistent geopolitical and policy-related uncertainties.

[9] Source: European Central Bank (ECB), Eurosystem staff macroeconomic projections (December 2025)European Central Bank (ECB), Eurosystem staff macroeconomic projections (December 2025) European Central Bank (ECB), Eurosystem staff macroeconomic projections (December 2025).

[10] Source: Deutsche Bundesbank, Forecast for Germany (December 2025).

Operational outlook for the Redcare Pharmacy Group.

Building on the scaling achieved in 2025, Redcare Pharmacy expects to further strengthen its position as a fully-fledged Rx-led pharmacy platform in 2026.

Revenue expansion is expected to be driven primarily by continued strong growth in prescription (Rx) sales, which have become the structural core of the business model. The growing share of Rx revenue supports higher order frequency, increasing customer lifetime value and larger mixed baskets.

Non-Rx is expected to continue growing at a solid pace, supported by strong customer retention, cross-selling from the expanding Rx customer base and ongoing market share gains across regions. Non-Rx and marketplace offerings enhance customer value and contribute to gross profit development.

The Group continues to decouple sales growth from overhead growth, creating structural operating leverage. Logistics automation and capacity expansion are progressing as planned. The current investment peak remains temporary and strategic in nature, designed to unlock long-term efficiency gains and scalable growth. Profitability is therefore expected to improve further as scale effects increasingly materialise across the P&L.





Sustainability statements.

We believe that true health goes beyond medical products and pharmaceutical services. It includes the well-being of people and planet – for a sustainable future.

Our sustainability approach: *focused, operational and evolving.*

Redcare's commitment to sustainability is integrated into our growth strategy, which aims to expand healthcare access for patients and customers and provide a great place to work for our employees. Our main sustainability challenge is to minimize the environmental and social impacts of these core activities, while capitalizing on the opportunity of ensuring sustainable healthcare outcomes for patients and customers.

In 2025, we took meaningful steps to progress our sustainability agenda. We launched our Climate Transition Plan, and revised our understanding of our impacts, risks and opportunities for climate and workers in the value chain. Progress toward other topics remained limited, due to extensive focus on Climate Transition Plan development, and uncertainty regarding future CSRD reporting requirements.

Key performance *highlights.*

Material topic	KPI	Unit	2024	2025	Page
Climate	Scope 1 & 2 emissions (market-based)	tCO_2e	431	338	68
	Scope 3 emissions intensity	$kgCO_2e$ / order	5.148	5.748	68
Circularity	Recyclable content in parcel packaging	%	96.8	97.0	78
	Recycled content in parcel packaging	%	94.4	95.8	77
Own workforce	Females in sub-top management	%	34	34	95
	Work-related accident rate	accidents per 1,000,000 hours worked	3.16	1.14	94
	Turnover rate	%	27.6	26.9	94
Business conduct	Supplier Code of Conduct (SCoC) implementation	% of sourcing spend of core entities covered by SCoC	30.1	75.6	110

Looking ahead, our focus is on implementing our Climate Transition Plan, increasing our focus on ***positive outcomes for patients***, while strengthening our data quality and maturity to enable informed steering. We recognize that some impacts will take time to address, but at the same time we remain committed to continuous improvement and transparent reporting as our approach matures.

Achieved our 2025 emissions target, 80% reduction in Scope 1 & 2 (market-based) emissions compared to 2020.

Launched our Climate Transition Plan, setting new interim and net zero targets and reduction pathways.

Established oversight and management of climate-related risks and opportunities.

Trained 100% of our marketing employees on Responsible Marketing Principles.

Achieved certification for our privacy information management system (ISO 27701).

Continued our focus on employee well-being, engagement and development.

Introduction.

Caring for what matters: patients, employees and the planet.

1



Patient care.

Our core business is to provide access to good healthcare and social inclusion for all.

- Inclusive access to healthcare. — ESRS S4
- Patient health and pharmaceutical excellence. — ESRS S4
- Responsible marketing. — ESRS S4
- Robust data privacy and security. — ESRS S4

Learn more .....

2



Employee care.

We look after our employees and their health because starting everything with people is our priority.

- Healthy, safe and satisfied employees. — ESRS S1
- People development and equal opportunities. — ESRS S1
- Culture of trust and integrity. — ESRS G1
- Fair treatment of workers in the value chain. — ESRS S2

Learn more .....

3



Planetary care.

We are committed to reducing our environmental footprint in our operations and along the value chain.

- Climate protection and decarbonization. — ESRS E1
- Circularity of products and packaging. — ESRS E5
- Minimized pollution in the value chain. — ESRS E2
- Preserved biodiversity. — ESRS E4

Learn more .....

Our sustainability strategy is based on three pillars.

They reflect our responsibility for our main stakeholder groups: patient care, employee care, planetary care. Each of these pillars consists of further building blocks, the material topics. A total of 12 of these core topics serve as our strategic compass and define our goals and measures with a clear focus. Together, they express our single purpose: creating long-term value for all stakeholders.

Approved by rating agencies.

The assessments of major ratings confirm the strength of our sustainability management approach. We have had a MSCI AAA rating since 2023 and in 2024, achieved a Sustainalytics Low Risk rating.

MSCI ESG RATINGS AAA (CCC B BB BBB A AA AAA)

Rated SUSTAINALYTICS

ESRS stands for “European Sustainability Reporting Standards”.

Basis for preparation.

Level of reporting.

In 2025, for the first time, Redcare Pharmacy N.V. published its 2024 sustainability statements in line with the European Sustainability Reporting Standards (ESRS) issued by the European Financial Reporting Advisory Group (EFRAG). It marked a significant change from previous sustainability and ESG impact reports published by Redcare. As part of this transformation, in 2024 Redcare undertook an extensive multi-phase process to identify impacts, risks and opportunities (IROs) and assess their materiality from an impact and financial perspective as the basis for determining the disclosures in the sustainability statements. In 2025, the findings of this initial process were reviewed and where applicable updated, to ensure Redcare sustainability statements are fully aligned to the ESRS. Where possible, disclosures are incorporated by reference to other sections of this report.

Redcare Pharmacy's 2025 sustainability statements have been prepared with reference to Article 29a of EU Directive 2013/34/EU, including:
- Compliance with the requirements of the ESRS.
- Compliance with Article 8 of EU Regulation 2020/852 (the “Taxonomy Regulation”).

As per the publication date of this report, the implementation of the CSRD into Dutch law has not been finalized and, as a result, Redcare's reporting and assurance in accordance with the CSRD remains voluntary. The EU Quick Fix Regulation has been applied, with disclosures of how this has been applied provided in the relevant chapter.

No data points are published that derive from other EU or non-EU legislation other than those included in ERSR 2 Appendix B. We provide the mandatory disclosure requirements and refer to other parts of the Annual Report for more information: “Incorporation by reference”. We have chosen to incorporate some disclosures from the cross-cutting standard ESRS 2 in other sections of this report (Corporate governance, Report of the Supervisory Board, Risk management and Remuneration report) as the information is best read in close conjunction with other information in these sections. Where these references are made, a link is provided to the specific section. The reference table only shows references to sections in this sustainability report.

Reporting methodology.

Redcare has defined its sustainability reporting principles in full compliance with the ESRS standards. These reporting principles also outline estimations and underlying assumptions taken in the preparation of sustainability statements required, especially in terms of value chain information.

The non-financial data disclosed in this report is derived from many different sources and the way this data is processed often differs between our subsidiaries and departments. This, in effect, causes a degree of uncertainty because of various limitations in measuring and estimating data. We continue to constantly work on and improve our ESG data collection and control processes. Please refer to the Definitions appendix, where we elaborate on the methodologies used and assumptions taken during the preparation of the reported indicators.

The sustainability statements cover Redcare’s upstream and downstream value chain as well as own operations, as outlined in the materiality assessment section of this report and defined per metric in the sustainability reporting principles. The reporting applies the short-, medium- or long-term time horizons as defined by ESRS. All greenhouse gas-related data points, related to ESRS E1 (GHG Scopes 1-3), are based on the Greenhouse Gas Protocol guidance and reported in alignment with the requirements therein. The metrics reported are not validated by an external body other than the assurance provider.

Assurance on sustainability information.

In addition to the statutory audit of the financial statements and in compliance with the CSRD, our external auditor, Forvis Mazars Accountants N.V., has been requested to provide limited assurance on the sustainability statements. The external auditor’s assurance report is presented in the Other information section.

Consolidation.

The sustainability statements are prepared from a consolidated perspective. This consolidated basis, scope and reporting period for these statements, including the operational boundaries for ESRS E1, are fully aligned to the financial statements. Thus, the consolidated quantitative sustainability statements comprise the parent company Redcare Pharmacy N.V. as well as subsidiaries under control by Redcare Pharmacy N.V. (Redcare’s full list of subsidiaries is listed in the Group information section). The operations in scope for sustainability reporting are reported in the Definitions in the Appendices chapter. In addition, where information is not available for certain Redcare entities, estimations are made and specified per material matter in detail at each disclosure. Joint ventures and associates are not included in Redcare's consolidated sustainability statements, on the basis that they are immaterial considering Redcare's operational control reporting boundary. Redcare has not used the option to omit information on the basis of the intellectual property, know-how or innovation clause.

Assumptions and estimates.

In some cases, the preparation of the report requires a number of estimates to be performed that can potentially affect the total reported data point value certainty. When necessary, the estimates are performed by relevant business owners based on their judgment and experience on the specific topic in question, in a clear and traceable approach. The estimates and assumptions used stem from factors encountered during data collection and analysis processes and were performed to the best extent possible.

Every reporting period, estimates and assumptions performed by the business owners are reviewed and improved, if applicable, and subsequently described in Redcare's ESRS-aligned reporting manual. Only those methods of data estimation or assumptions allowed to be performed are described in the reporting manual for all categories in the scope of reporting for Redcare. This ensures that any uncertainties can be traced back to a common methodology, in case new assumptions or methodologies need to be utilized in the future.

The DMA is subject to continuous monitoring to ensure it reflects new insights or developments in our sustainability matters in the coming years.

Estimations are especially relevant for carbon footprint calculations, specifically regarding a major share of the Scope 3 category: Scope 3.1 Purchased goods and services, as well as 100% of 3.11 Use of sold products and 3.12 End-of-life treatment of sold products category reporting. These are the largest Scope 3 categories that primarily utilize secondary data sources in the carbon footprint accounting process. The specified category impacts are predominantly based on third-party Product Carbon Footprint (PCF) analyses. These analyses stem from indirect data and analyses performed by third-party experts handling data with limited primary information available. Other areas where estimates are involved include determining the impacts of own operations (e.g. waste disposal amounts, refrigerant leakage). The specific methods and approaches applied in determining the data points are explained in the Definitions section.

Value chain estimations.

Climate change.

For those Scope 3 categories which use indirect data (e.g. industry averages), the methodologies are described in detail in the Definitions section on a sub-category basis. Additionally, all relevant emission factor databases used for primary and secondary data emission calculations are provided in the Definitions section.

Redcare continuously strives to make use of value chain partner-specific data whenever such data is available and has good quality. As long as industry-specific product-related emission reporting is not standardized and employed by all suppliers within the value chain, the primary focus for further improvement of reported emissions remains on the purchased and sold PCF data, as well as on the impacts Redcare has across non-product related GHG Scope 3 categories (with a focus on indirect procurement and outbound logistics). This will allow us to improve the quality of emissions reporting within our Scope 3 categories that do not require product specific information.

Comparative information and changes in preparation or presentation of sustainability reporting.

ESRS requires companies to disclose one year of comparative information for all disclosed quantitative metrics and monetary amounts, as well as comparative information for narrative disclosures "when relevant to an understanding of the current period's sustainability statement" (ESRS 1, 7.1). While 2025 is the second financial year that Redcare Pharmacy has applied CSRD requirements, certain data points still lack comparable historical data. If data in the prior period was collected in a way that does not allow either the retrospective application of a new definition of a metric or target, or retrospective restatement to correct a prior-period error, it may be impractical to recreate such information. When it is impracticable to adjust comparative information for one or more prior periods, we shall disclose this fact.

Redcare has made an emissions restatement for 2024. This was done in order to include the acquisition of a new entity (AustPharma GmbH), to include Scope 3.2 emissions for comparability, and to account for a methodology change in the product carbon footprint calculation of Nu3. Further information on the nature and impact of the restatement can be found in the changes to the comparatives and base year section.

Setting and adjusting baselines and correction of errors.

In order to provide consistent and traceable comparison of sustainability metrics between reporting years, such as GHG emissions reduction over time, we set a performance date as a baseline against which to compare the progress of our current performance. This performance date is referred to as the baseline year.

Due to the introduction of Redcare's Climate Transition Plan and associated emissions reduction targets, we have selected a new baseline year -2025- for GHG emissions Scope 1, 2 and 3, which is presented in these sustainability statements. The base year of 2025 was selected as it provides the most relevant, complete and reliable baseline year to date for Climate Transition Plan development and progress tracking going forward.
For consistent tracking of performance over time, the baseline may need to be recalculated in the coming years due to changed circumstances, for example

divestments and acquisitions and other changes, including the calculation methodology, or for the correction of errors. The purpose of the recalculation is to enable the like-for-like comparison of the actual performance data and the baseline. Significant errors identified are also corrected in the comparative figures. Where this is not possible, it is indicated. Errors are considered significant (or material) if omitting, misstating or obscuring them could reasonably be expected to influence decisions that the primary users of the sustainability statements make.

In 2025, additional activities within Scope 3.1 were identified that had already fallen within Redcare's reporting boundary, but were omitted in the 2024 calculation. As a result, it was deemed that 2024's emissions contained an error and did not accurately reflect the full set of relevant activities. 2024 results were restated to reflect this. Further information on the nature and impact of the identified restatement can be found in the changes to the comparatives and base year section. Redcare has also made an EU Taxonomy restatement for 2024, to incorporate an EU Taxonomy-eligible CapEx activity previously omitted (7.7 - Acquisition and ownership of buildings). See EU Taxonomy CapEx Assessment for more information.

Strategy and governance for sustainable growth.

Business model.

Our product offering is supported by various digital services to conveniently serve customers who aim for the best health outcomes, ranging from services that support Rx and OTC customers 24/7 with pharmaceutical expertise, to various delivery options, including same-day services with partner pharmacies in Germany, Austria and Belgium. Thanks to our platform model and our growing portfolio of OTC and BPC own-brand products, we are able to continuously expand the product assortment and the services available to our customers.

We operate in seven European countries, namely Germany, Austria and Switzerland (reported as the DACH segment) as well as Italy, Belgium, the Netherlands, and France (reported as the International segment). Our main revenue streams can be classified as a combination of NACE code 47.91.9 "Other mail order and Internet retail trade" and NACE code 47.73.0 "Pharmacies". Redcare is not active in the fossil gas sector, the cultivation of tobacco, the use of controversial weapons and the production of chemicals. Redcare is not excluded from the EU Paris-Aligned Benchmarks in accordance with the exclusion criteria stated in Articles 12.1 (d) to (g) and 12.2 of Commission Delegated Regulation (EU) 2020/1818 (Climate Benchmarks Standards Regulation).

Value chain.

As the one-stop pharmacy for people, we want to create societal and business impact beyond our own operations. We believe that by being people-centric in everything we do, we create the highest impact for our stakeholders in the long run.

Considering Redcare's operations, the core business activities are firstly B2C (Business to Consumers) which include online retail and medication management. Our retail offering includes a range of our own-brand products. Secondly, the B2B (Business to Business) activities – mainly marketplace, wholesale and retail media – further drive the value creation to deliver the best pharmaceutical, digital retail and delivery experience to customers and patients. Both activity types need operations and pharma, commercial, IT, finance and corporate skills and resources.

Our key stakeholders include suppliers, customers and patients, investors and employees. Customers and patients rely on Redcare for quality and accessible healthcare products and services; their trust and satisfaction are critical to Redcare for sustaining business growth. Investors are crucial as they provide the financial support necessary for growth and innovation, while employees are the backbone of Redcare, driving the company's success through their dedication and expertise.

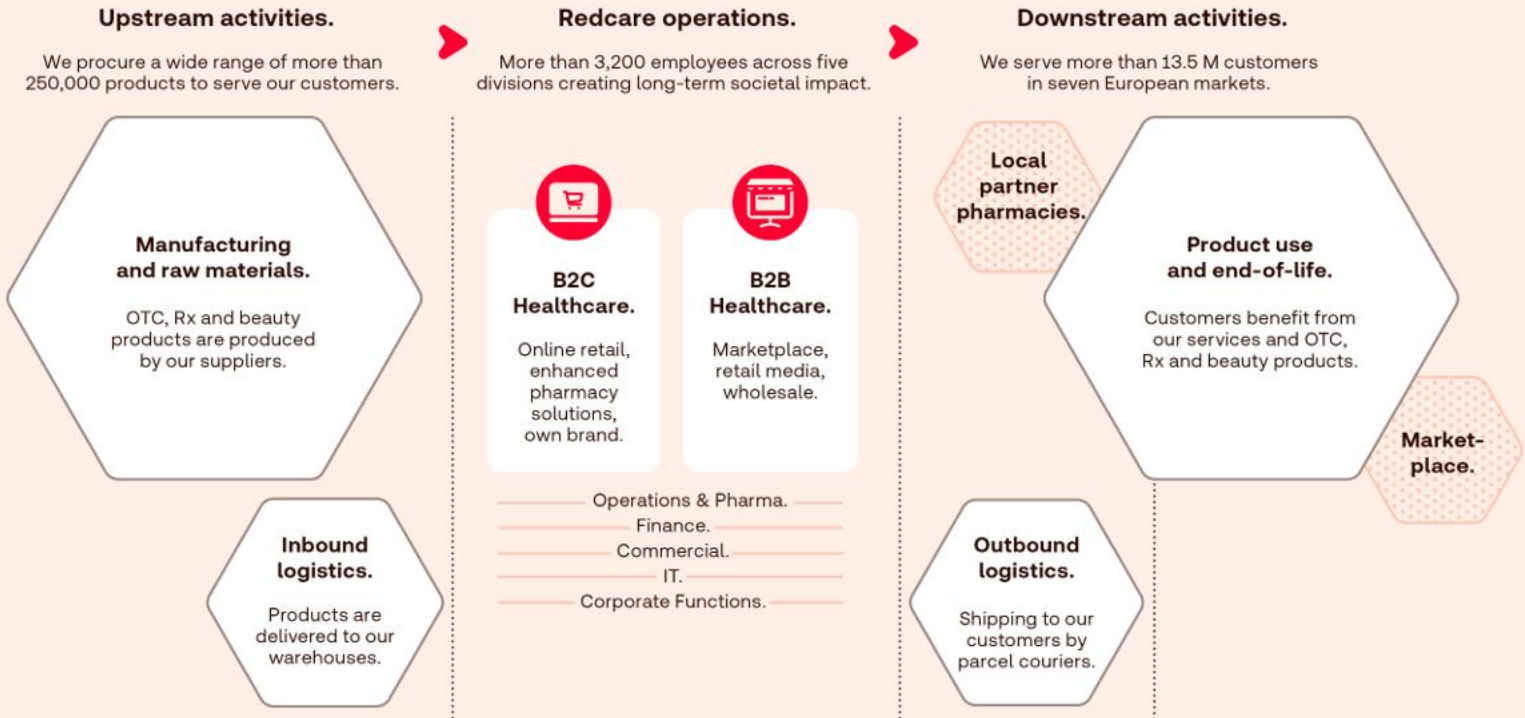
Along all stages of our value chain and own operations, we assess our impact on people and the planet and which risks and opportunities are inherent to our value chain, business model and strategy. For the assessment of activities and relationships within these functions, all entities consolidated in Redcare's financial statements, as well as all seven geographic markets, are considered.

Scoping of our value chain stages and respective activities and relationships upstream and downstream was based on a life-cycle assessment of products sold, which identified raw material and processing, product manufacturing, packaging and transport as main upstream activities, while distribution to the customer, product use and end-of-life were found to be the main downstream activities.

The below graphic provides an overview of Redcare's healthcare activities and relationships with affected stakeholders in the value chain that deliver the inputs needed to pursue our core activities.

Redcare's value chain.

Value creating activities and dependencies for delivering value.



Deliver the best pharmaceutical, digital retail and delivery experience.

Together with *stakeholders* and for stakeholders.

Relationships with affected stakeholders.



"Until every human has their *health.*"

Our approach to sustainability.

At our core we are a pharmacy. Hence, Redcare is dedicated to improving access to the right medication and digital pharmaceutical services so that people can take care of their health in the best way possible. "Until every human has their health." Through our core business activities we create positive impact for people and our society. Our main sustainability challenge is to minimize the environmental and social impacts of these core activities, while capitalizing on the opportunity to ensure sustainable healthcare outcomes for patients and customers.

Integration of sustainability into strategy.

Recognizing that healthy people and societies need a healthy planet, Redcare has defined three overarching goals for three corresponding sustainability pillars:

1 **Patient care:** Providing access to healthcare for everyone.
Four main objectives demonstrate Redcare's commitment to improve healthcare access and inclusiveness for customer groups across Redcare's current markets.

- **Online Rx availability:** Ensuring electronic prescriptions are accessible throughout Redcare's markets so that people have easier and faster access to pharmaceutical products.
- **Digital EU wallet deployment:** Implementing a digital EU wallet system for healthcare transactions and information storage, available EU-wide, including Redcare's markets and allowing customers simpler access to online pharmaceutical products and services.
- **Access to electronic health records (EHRs):** Facilitating access to EHRs, including e-prescriptions and patient summaries to improve healthcare activities, especially for patients with chronic conditions.
- **Inclusion initiatives:** Implementing activities and initiatives aimed at ensuring that no one is left behind. This includes, for instance, ensuring that immobile patients or patients with chronic conditions have access to good pharmaceutical services and products.

This pillar is associated with four of the material topics identified in our Double Materiality Assessment: inclusive access to healthcare, patient health and pharmaceutical excellence, responsible marketing, robust data privacy and security. Policies for these material topics were extended to ESRS standards or newly developed over the course of 2024 and are available via Redcare's website. In 2025, we updated our Inclusive Access to Healthcare Policy, which covers expected outcomes and timelines. We aim to expand our services and thus expand access to healthcare for everyone along our four "Inclusive Access to Healthcare Goals" (see section S4 Consumers and end-users). Doing that in a responsible way includes pharmaceutical excellence, responsible marketing and robust data and privacy protection.

2 **Employee care**: Starting everything with people.
We prioritize employee well-being and development with equal opportunities, fostering a supportive work environment through continuous learning initiatives, health benefits and a culture of inclusivity. Our employee health program reflects our pharmacy core and is an integral part of this approach. Going beyond physical health initiatives such as health scans, it specifically focuses on mental health and resilience through tailor-made mental health offers for different work realities including, for instance, immediate access to therapeutic support.

Employee care combines social topics considering both our own workforce and workers in the value chain. This is reflected in the material topics of "healthy, safe and satisfied employees" and "people development, and equal opportunities" (see section S1 Own workforce), as well as "fair treatment of workers in the value chain" (see section S2 Workers in the value chain). Further, the material governance topic "culture of trust and integrity" is included as part of our employee care pillar, but addresses also in relationships with external people and organizations (see section G1 Business conduct).

3 **Planetary care**: Managing our business in line with the Paris Agreement.
Our responsible business growth commitment not only focuses on expanding access to pharmaceutical services but also emphasizes reducing potential negative environmental impacts. We are committed to decarbonizing our business model in line with a 1.5°C scenario, while managing climate risk and promoting a just transition. To achieve this, we've launched our Climate Transition Plan, which is available on our website and summarized in this report in our Climate Change and Energy chapter. This pillar and the corresponding overarching environmental goal includes our environmental sustainability topics climate protection and decarbonization, circularity of products and packaging, minimized pollution in the value chain and preserved biodiversity (see policy and targets in section E1 Climate Change).

Redcare's current report represents the most comprehensive assessment of its material impacts, risks and opportunities within the reporting period. Significant steps have been taken to identify and address risks, opportunities and both positive and negative impacts on people and the environment. However, as part of our commitment to continuous improvement, future investigations will be conducted to further refine our double materiality assessment. Time horizons for material impacts can be found in the IRO tables included in each section. Although Redcare has assessed the resilience of its strategy with regards to climate change, further assessments on resilience for other material topics remain in progress. Future reports will further build on this foundation by providing a detailed analysis of whether and how material impacts are connected to Redcare's strategy and business model.

Our governance to effectively execute our strategy.

The following statements deal with Redcare's sustainability governance, roles and responsibilities as well as respective ESRS reporting requirements. More general information on the composition, diversity, experience and independence of members of the Managing Board and the Supervisory Board are described in the Corporate Governance chapter (see Managing Board and Supervisory Board).

Given the holistic integration of sustainability into our strategy, overall ownership of sustainability lies with the CEO and is established through a direct reporting line from the Director Sustainable Development. Both are highlighted in the graphic below. The Director of Sustainable Development is tasked with the overall initiation and coordination of assessing materiality, developing governance processes, controls and procedures used to monitor, manage and oversee IROs. Accountability for dedicated actions and targets addressing material IROs are assigned to individual Managing Board members and managers in their direct reporting line who own the relevant functional department. The Director is equipped with a team of dedicated sustainability experts including central (i.e. in the core sustainability team) and de-central roles (i.e. in functional departments such as procurement). This matrix organizational structure with dedicated responsibilities of experts in the organization not only allows a holistic business integration with the most effective outcomes but also aims to ensure a long-term focus on overall strategic decision making.

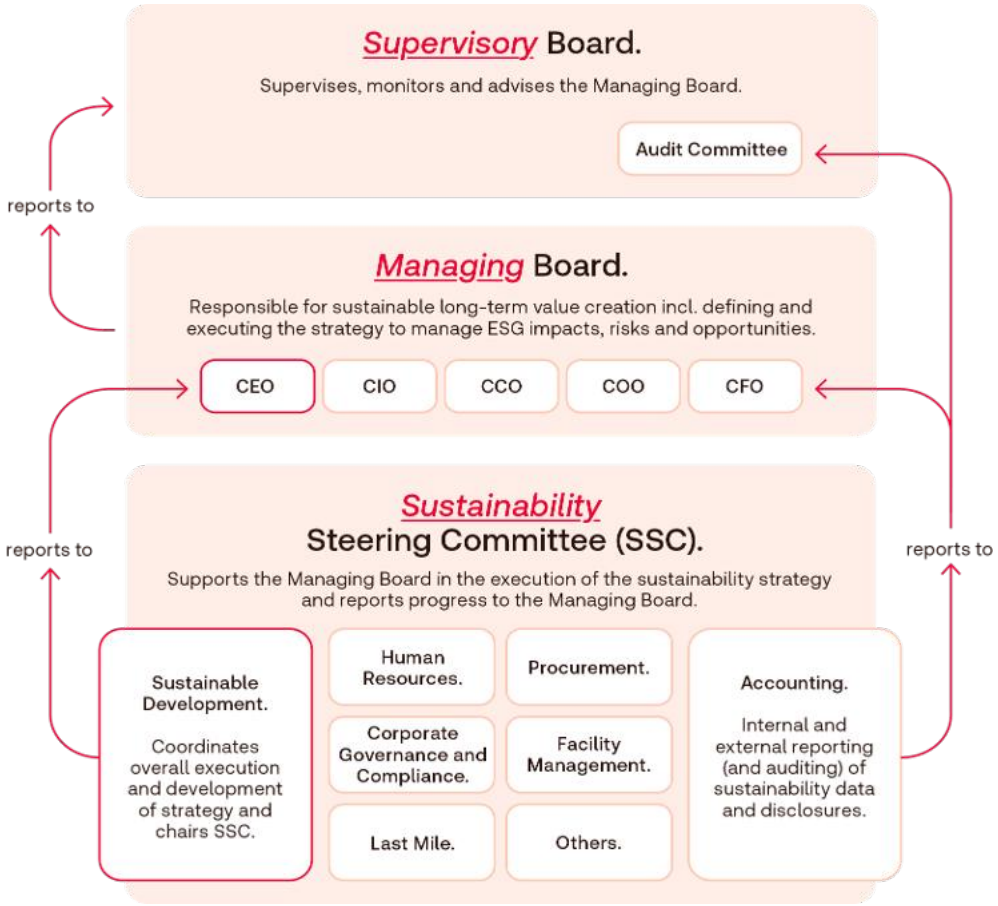
Our internal reporting process ensures progress

Redcare's integrated approach to sustainability is mirrored in the overarching processes for sustainability reporting. The core teams from Accounting and Sustainable Development are responsible for disclosures in the annual report, led by the Executive Director Accounting and the Associate Director Sustainable Development. The preparation involves a more cross-functional approach, including, among other areas, the Controlling, Human Resources, Corporate Compliance and Governance, Facility Management or Procurement departments. In this regard, an internal control system has been in place since 2024, aligned to financial reporting. In an annual assessment, risks for material misstatements are identified, including a report on the complexity of processes and probability of errors and omissions. This risk assessment is reviewed by the Managing Board and Audit Committee. In addition, the mitigation of risks is addressed to a major extent in our quarterly internal reporting processes, as explained in the following paragraph.

The internal reporting and steering process is an important element of managing material IROs and simultaneously ensuring progress in sustainability and the internal control framework. The results of material sustainability KPIs and the performance against annual targets are presented to the Managing and Supervisory Boards regularly. In addition, progress on the implementation of strategic sustainability initiatives is reported in bi-monthly update meetings to the Sustainability Steering Committee, which consists of the Managing Board and dedicated members from senior management who directly report to the Managing Board. Since the end of 2024, these reports have been aligned to the IROs identified in Redcare’s double materiality assessment and the metrics related to the material topics. The quarterly review forms the basis for tracking progress towards achieving the sustainability targets and managing material IROs. This includes reviewing the effectiveness of actions taken, considering both quantitative and qualitative measures.

The role of the Sustainability Steering Committee.

Redcare's Sustainability Steering Committee (SSC) was launched in 2025 and consists of accountable managers for material sustainability topics. Accountability is defined on level two (i.e. directly reporting to the Managing Board). The SSC is chaired by the Director Sustainable Development, with the Executive Director Accounting and Finance included as a permanent member in order to oversee the integration with Redcare’s risk and control framework as well as to initiate and steer progress on the quality of sustainability data. The SSC core objective is to steer progress on Redcare's sustainability strategy and align on potential trade-offs across departments as well as strategic developments, such as the double materiality assessment review or annual planning. Furthermore, it reviews and approves the quarterly report of actuals for the sustainability KPIs, which are subsequently presented to the Managing and Supervisory Boards.



In 2025, the SSC met six times to review and steer progress against Redcare's sustainability strategy. Key topics discussed included, amongst others, quarterly results, development of Redcare's climate transition plan, inclusive access to healthcare, health and safety, the regulatory framework.

The role of the Managing Board and Supervisory Board.

The Managing Board is responsible for the development of a sustainable business strategy, which responds to Redcare's material sustainability topics in actions and respective resources in its Annual Operating Plan. This includes decision-making competencies with regard to policies, actions and targets. In addition, this includes an assessment of and changes to sustainability-related aspects of Redcare's strategy and business model, as expressly mentioned in the Managing Board's charter. Throughout 2025, the Managing Board was provided with regular updates on the development and implementation progress of Redcare's sustainability strategy, including management of material IROs, progress towards stated targets and updates on regulatory developments. The Managing Board approved Redcare's Climate Transition Plan and the 2026 action plan.

The Supervisory Board monitors and advises the sustainability strategy development and execution, including the identification and management of IROs. An update is given to both: the Supervisory Board as a whole on the strategy and its execution, and the Audit Committee on reporting and auditing.

The Board competence matrix highlights key areas of expertise and diversity across the two boards, emphasising skills relevant to sustainability risks and opportunities. For further detail on the profiles of the Supervisory Board, see the Report of the Supervisory Board section. In addition, the governing bodies have access to internal experts accountable for overseeing the material topics. Dedicated training could be organized on demand, but was not yet deemed necessary in 2025.

Integration of sustainability-related performance in incentive schemes.

Since 2023, Redcare has integrated sustainability-related performance in the incentive schemes applicable to the Managing Board. The general characteristics are laid out in our Remuneration Policy. Twenty percent of the long-term (i.e. three years) incentive scheme for all members of the Managing Board is linked to sustainability indicators. The ESG performance criterion defined is a climate-related KPI, which is aligned to the key KPI that Redcare steers internally across departments, namely GHG emissions per order, including Scope 1, 2 (market-based) and 3, and excluding emissions from products sold, which relate to a large portion of emissions from Scope 3.1, and the entirety of Scope 3.2, 3.11 and 3.12. The target was set by the Supervisory Board in consultation with the Director Sustainable Development. Redcare's Remuneration Policy will be submitted for approval at the 2026 Annual General Meeting, with the ESG performance criteria to be disclosed in the 2026 Annual Report.

Board competence matrix

	Geographical experience	*Gender*	*Independence*	**General management, strategy, M&A, corporate sustainability**	**Finance, accounting, financial reporting and internal risk management and control**	**Commercial, marketing, digital channels**	**Technology, data, AI & cybersecurity**	**Legal, regulatory, (pharma-) compliance, governance**	**HR, organization and management development, human rights**	**Procurement, operations, logistics, supply chain**
Material sustainability topics (details here)				Inclusive access to healthcare	Climate protection and decarbonization, Solid data privacy and security, Responsible marketing	Responsible marketing, Circularity of products and packaging	Solid data privacy and security	Fair treatment of workers in the value chain, Patient health and pharmaceutical excellence, Inclusive access to healthcare, Culture of trust and integrity	Healthy, safe and satisfied employees, People development and equal opportunities, Culture of trust and integrity, Fair treatment of workers in the value chain	Climate protection and decarbonization, Minimized pollution in the value chain, Preserved biodiversity, Circularity of products and packaging
Key internal experts who are leveraged by governing bodies to oversee sustainability topics				Director Enhanced Pharmacy Solutions, Executive Director Legal, Director Public Affairs	Executive Director Controlling, Director Corporate Compliance and Governance, Director Sustainable Development, Information Security Officer, Executive Director Marketing	Executive Director Marketing, Director Sustainable Development	Executive Director, Data and AI Information Security Officer	Director Corporate Compliance and Governance, Executive Director Legal, Executive Director Pharma and Quality, Director Enhanced Pharmacy Solutions, Director Public Affairs	Director Corporate Compliance and Governance, Director Human Resources	Executive Director Procurement, Executive Director Operations & Supply Chain, Director Last Mile, Associate Director Facility Management, Director, Sustainable Development
Supervisory Board										
Björn Söder	EMEA	m	X	X	X	X		X		
Stephan Weber	EMEA	m		X		X				X
Jérôme Cochet	EMEA	m	X	X		X	X			
Michael Köhler	EMEA	m	X	X	X			X		X
Jaska de Bakker	EMEA, APAC	f	X	X	X		X	X	X	X
		20% female Supervisory Board members	80% independent Supervisory Board members							
Managing Board										
Olaf Heinrich	EMEA, NA	m		X	X	X	X	X	X	X
Dirk Brüse	EMEA	m		X		X	X		X	X
Hendrik Krampe (designated CFO)	EMEA	m		X	X	X	X	X		X
Theresa Holler	EMEA	f		X				X		X
Lode Fastré	EMEA	m		X	X	X	X			
		20% female Managing Board members								

Materiality assessment and stakeholder engagement.

Redcare's DMA approach.

In 2024, we conducted our first Double Materiality Assessment (DMA), establishing the foundation for Redcare's sustainability management and reporting. The DMA enables us to identify where our business activities most significantly intersect with ESG topics and how these may affect our financial performance and strategic resilience.

The results guide our strategic priorities and target-setting processes, ensuring that sustainability considerations are embedded across Redcare's operations and value chain. By integrating the DMA outcomes into our enterprise risk management and strategic planning, we strengthen our ability to take targeted action and report transparently on our progress. Our 2024 DMA forms the basis for our future double materiality cycle. Redcare will conduct a full reassessment every two years to ensure that material topics remain strategically relevant and reflect changes in our business, stakeholder expectations and the external environment. In reassessment years, related policies and management approaches will be reviewed and updated accordingly. In 2025, we carried out an interim update. The following paragraphs outlines the general methodology and definitions applied in conducting the DMA.

Methodology.
Impact materiality: We assessed impact materiality in line with ESRS parameters, distinguishing between positive and negative impacts. Impacts were evaluated based on severity (including scale, scope and, for negative impacts, remediability) and likelihood. For (potential) negative human rights impacts, severity takes precedence over likelihood. In our assessment, we used the scale / parameters for severity and likelihood as described for financial materiality.

Financial materiality: We assess financial materiality based on the magnitude and likelihood of potential financial effects, applying criteria consistent with the impact assessment. For both impact and financial materiality we defined short, medium and long term time horizons in line with the ESRS:
- short term: < 1 year
- medium term: 1 to 5 years
- long term: > 5 years

All parameters were assessed on a scale of five (very low to very high) from a gross perspective.

Qualitative thresholds were set for values of three or higher on the scale of five. This threshold is derived from the general financial accounting rationale as matters that could are concerning for stakeholders. Financial risks were assessed against quantitative criteria while opportunities had been discussed more qualitatively.

Financial magnitude was assessed using revenue impact bands ranging from insignificant (<0.5%) to very large (potential) financial impact (>4%). Severity of impacts was evaluated qualitatively, ranging from negligible and/or easy to remediate to global and/or irreparable effects. All parameters were assessed on a five-point scale and applied consistently across IROs.

Input parameters.
The external data sources for the shortlisting of potentially material IROs were collected with the aim of having a full industry and geographical coverage. Given limited research specific the online pharmacy sector, we combined industry reports for the pharma and e-commerce sectors, complemented by a competitor analysis and ESG ratings for our sub-industry ("healthcare and pharmaceutical services"). No screening or consultation was conducted regarding water and marine resources.

ERM Integration.
Sustainability-related risks are prioritized equally relative to other risks through their integration as a dedicated risk domain in Redcare's Enterprise Risk Management (ERM) framework (see Risk management section). The DMA strengthens this integration by systematically identifying impacts across the value chain that may translate into risks and opportunities such as in the form of reputational risks or dependencies on resources. Identified risks are included in the annual ERM screening and monitoring process by the responsible sustainability domain holder. If applicable, opportunities identified as material for Redcare are integrated in the corporate strategy and annual operating planning process by the Sustainability function.

DMA approach 2024.

Redcare's process to identify, assess and prioritize material topics consists of five phases and covers both impact and financial materiality. The working group is a core team of Sustainability and Finance managers who consult internal experts across relevant departments. This includes – among other areas – HR, Procurement, Operations, Supply Chain, Last Mile, Product Development and Platform. The DMA Committee is the working group and one Managing Board member.

Phase 1: Scoping.
We defined our value chain activities, relationships and affected stakeholders. This was done by the core team, comprising Corporate Governance and Compliance as well as the Legal function and reviewed by the DMA Committee. The outcome is described in the section 'Strategy and governance for sustainable growth'.

Phase 2: Shortlisting.
Based on the sustainability matters outlined in ESRS 1 AR16 and through an internal workshop, we compiled a longlist of potential IROs across the value chain. Using internal and external sources, industry-specific relevance and insights from our due diligence processes, the list was narrowed down to a shortlist for further assessment. Insights from due diligence processes such as customer feedback as explained in the Statement on sustainability due diligence informed this step. IROs were excluded where they were neither identified in internal or external sources nor considered relevant by internal experts. External stakeholders were given the chance to extend the shortlist in the next phase to make sure that no concerning aspect had been overlooked in phase four and to apply our qualitative threshold, as defined in the shortlisting process.

Phase 3: Stakeholder analysis.
For shortlisted topics, we assessed the views of internal and external stakeholders to inform both impact and financial materiality. Our Stakeholder Engagement Policy outlines in more detail how we continuously engage with stakeholders and why it is important for Redcare to understand their perspectives and expectations towards the Company, so we can take them into consideration as part of our due diligence approach when developing our strategy. Input was collected through internal expert interviews, questionnaires and existing engagement formats with employees, suppliers, investors and customers. All stakeholder groups responded. Stakeholders were also invited to suggest additional topics; no new Redcare-specific topics were identified. The Managing Board and Supervisory Board are informed annually about stakeholder perspectives on sustainability-related impacts.

One of the main challenges when engaging and collecting detailed feedback from stakeholders is the risk of response bias towards potentially more input on financial impacts and opportunities than input on the impact on people and especially the environment. In order to mitigate this risk, we also identified planet Earth as a silent stakeholder and leveraged an LLM to integrate the environmental perspective. Suppliers and business partners were offered anonymous participation, allowing them to share information more openly. With regard to local communities' perspectives (which are potentially affected stakeholders), the assumption is taken that our customer surveys reflect general public sentiments in our markets while our desk research gave insights into upstream topics. No consultations with affected communities were conducted, and their specific characteristics remain unknown.

Stakeholder groups	Direct engagement	Indirect engagement
Customers and patients	Online questionnaire sent to customers in largest market Germany	Expert interviews with commercial management
Employees and workers in the value chain	Online questionnaire sent to all employees	Expert interviews with HR management; desk research for the value chain
Investors and capital market players	Online questionnaire sent to more than 20 largest investors	ESG ratings, expert interviews with CFO
Suppliers and business partners	Online questionnaire to suppliers of largest market Germany and all third-party marketplace sellers	Expert interviews with commercial, procurement and logistics management
Healthcare system players, regulators and the public sector		Management interviews with Public Affairs, Legal, e-Health experts and the CEO
Planet Earth		Extensive desk research screening environmental data by leveraging large language models (LLM)

Phase 4: 360° analysis.
A structured, deliberate analysis was performed by the core team to:
1. Validate the stakeholder analysis and to identify potential stakeholder prioritizations and assessments that require a closer look. These can be Redcare-specific circumstances that cannot be known to outside stakeholders.
2. Review these cases in dedicated sessions with internal experts, including the respective Executive Board member.
3. Analyze the IROs along the above-mentioned parameters for their materiality.

The actual assessment on the IRO level conducted by the working group was supported by an external sustainability expert with more than 20 years' experience in materiality assessments. The 360° analysis also includes the consideration of potential, positive-impact topics and opportunities.

Phase 5: Final integration and review.
The consolidated IRO results were reviewed and approved by the Managing Board at topic level. Within each topic, the highest IRO score determined its position in the materiality matrix.

Interim DMA update 2025.

The 2025 review of Redcare's DMA provides an interim update to the initial methodology established in 2024, ensuring continued compliance with ESRS requirements and alignment with Redcare's business developments. The DMA update aims to refine both impacts (positive and negative) as well as financial risks and opportunities. This year's process consists of two steps:

1. Deep-dive assessments were performed for two material topics: Climate protection and decarbonization (E1) and fair treatment of workers in the value chain (S2).
2. For the remaining material topics, no new data was collected through interviews or surveys; instead, the update focused on reviewing the 360° analysis conducted in 2024 for material or near-material IROs, considering both internal and external developments.

Deep-dive update.

In 2025, Redcare implemented a 'deep-dive' approach to assess material impacts, risks and opportunities in a comprehensive and strategy-driven manner. This method integrated stakeholder perspectives, business impacts and dependencies, and secondary data sources including regulatory trends and industry research. Redcare completed 'deep-dive' assessments for two material topics:

- E1: Climate protection and decarbonization.
- S2: Fair treatment of workers in the value chain.

This approach aims to systematically link each material topic to relevant policies, actions and targets. For these two topics, the 360° assessment was replaced with more targeted IRO identification efforts. Further detail on these 'deep-dive' assessments can be found in the relevant chapter.

360° update.

All other topics, except for Climate protection and decarbonization and Fair treatment of workers in the value chain, were reviewed based on the 360° analysis conducted in 2024. Review of Redcare's 2024 DMA approach identified improvement opportunities for stakeholder input, which will be addressed in a more comprehensive DMA update, planned for 2026 (see Outlook). The 360° update in 2025 was therefore based solely on the outcomes of the 360° analysis performed in 2024, with 2024 stakeholder scores excluded from the assessment. A targeted scoring review was jointly conducted by the Sustainable Development, Accounting, and Compliance departments. All IROs with a 360°score of 2.5 or higher were screened, ensuring that borderline topics close to the materiality threshold were appropriately reconsidered. This included all IROs classified as material in 2024, as well as IROs close to the materiality threshold of 3.0, that might become material in 2025.

These IROs were subsequently reviewed by the Sustainable Development, Accounting and Compliance teams to determine whether their 360° scores required revision for 2025. The involvement of these three departments ensured a well-performed IRO update and business change screening, reflecting both strategic planning and regulatory requirements.

Results.

Although some IROs became newly material in 2025, the overall material topics remained consistent with those identified during the 2024 DMA. All material topics are shown in a double materiality matrix. A more granular view per material topic including the dedicated IROs that were identified is shown per sustainability topic, including a description, an indication of the value chain stage and the time horizon per topical standard. An overview of all material disclosure requirements is provided in the ESRS index at the end of the sustainability statements.

Outlook to Redcare's DMA.

Redcare aims to continuously improve the relevance and robustness of its DMA. In 2026, a more comprehensive DMA update is planned, incorporating new stakeholder engagement activities and improvements to the underlying methodology. Future efforts will extend the 'deep-dive' approach to additional material topics to further increase granularity. The 360° update will serve as a transitional method until all material topics are assessed through a fully strategic and in-depth process. Topics under consideration for assessment in 2026 include circularity, pollution, biodiversity, own workforce and consumers and end-users.

Overview of our material topics.

The sustainability topics that were identified as material are shown below, including a description, an indication of the value chain stage and the time horizon per topical standard. An overview of all material disclosure requirements is provided in the ESRS index at the end of the sustainability statements. There are no changes to material topics to be reported compared to previous reporting periods.

1 **Inclusive access to healthcare.**
Redcare's core business model is about creating positive social impact through healthcare and social inclusion for all. Inclusive access to healthcare through medication and services can significantly improve the livelihoods of our customers. Further, patients who have limited access to quality medications, be it through limited awareness, availability, accessibility or affordability, could be at risk to severe health consequences. These topics provide an opportunity for Redcare to expand access to healthcare through digital solutions.

2 **Patient health and pharmaceutical excellence.**
As a pharmacy, our operations inherently impact people's health, making it essential to ensure the highest quality and safety standards to prevent potential negative impacts. These impacts include the proper intake of original, high-quality medicines, and implementing mitigation measures against drug abuse or protecting vulnerable groups such as children. In addition, there are financial risks associated with incidents involving our pharmaceutical products and services that may cause negative health outcomes for individuals.

3 **Responsible marketing.**
As a provider of medications and health services, our marketing practices are critical to ensuring patient well-being while upholding standards of ethical and responsible communication. By prioritizing responsible and educational marketing, we can effectively inform patients about proper medication use and its associated health benefits. This approach not only contributes to improved public health outcomes but also fosters consumer trust, strengthens brand recognition, enhances customer loyalty, and ultimately drives business growth. Conversely, irresponsible marketing, particularly when targeting vulnerable groups, can result in significant risks, including harm to individuals, reputational damage and financial penalties.

4 **Robust data privacy and security.**
Protecting customer data privacy and ensuring the security of sensitive information is fundamental to safeguarding the interests of our customers. Breaches or violations, such as unauthorized access to credit card details or prescription information, can cause significant harm to individuals. Additionally, growing concerns about how personal information is used, particularly for secondary purposes like targeted advertising, highlight the need for transparency and accountability. Failure to uphold robust data privacy and security measures poses risks, including substantial fines, litigation from affected customers or partners, and lasting reputational damage.

5 **Healthy, safe and satisfied employees.**
Redcare's employees are the key driver of value creation. By providing secure employment to more than 2,000 people, we foster a positive and inclusive work environment that prioritises physical and mental health and safety. This strong commitment to our people enhances employee retention and strengthens our reputation as an attractive and responsible employer.

6 **Culture of trust and integrity.**
A strong culture of integrity and trust is an essential foundation for successful business operations. However, a poor culture and compliance failures (such as corruption and bribery) can lead to severe negative impacts, including fraudulent activity, intentional misinformation and insider dealings, which harm stakeholders, erode trust and could lead to loss of business or fines. On the other hand, political engagement that aligns with advancing the digital health system presents a positive impact. Such engagement can deliver meaningful benefits for patients and society, including improved access to digital healthcare, cost efficiencies and better information. Conversely, ineffective political engagement risks failing to unlock these benefits, leaving patients underserved.

7 **People development and equal opportunities.**
Redcare's employees are the key drivers of value creation. By creating a workplace culture where our employees feel that they can develop, are treated fairly and where a culture of inclusiveness and diversity is fostered, helps not only to retain and attract people but is also a source of innovation and productivity. In an increasingly competitive talent market this is relevant for all functions, but especially for IT and pharma and operations roles.

8 **Fair treatment of workers in the value chain.**
People employed by our suppliers, their suppliers or further tiers in the supply chain may be negatively impacted if decent working conditions and human rights standards are not sufficiently implemented. At the same time, EU regulations such as the Corporate Sustainability Due Diligence Directive or the Forced Labor Regulation require us to take action to ensure that human rights are respected along the value chain.

9 **Climate protection and decarbonization.**
Redcare's impact on people and the planet resulting from business activities, including the emissions of greenhouse gases (GHG) in Scope 1, 2 and 3 and energy use. This encompasses our own operations and our value chain upstream and downstream including purchased goods and services. The most significant drivers of our corporate carbon footprint are upstream emissions in raw material and production stages of our suppliers of Rx, OTC and BPC products sold via our retail platform. Besides mitigation and decarbonization efforts relating to the above, this topic includes potential impacts on the availability and affordability of medicines and risks associated with climate change mitigation efforts and adaptation needs which include both physical risks (e.g. extreme weather events) and transitional risks (e.g. increasing regulatory requirements).

10 **Circularity of products and packaging.**
Resources used for product and shipping packaging negatively impact the environment if the packaging design is linear, not circular. Costs and availability of circular packaging and materials may be impacted due to increased regulation and/or customer demand. Moreover, product' and shipping packaging can have negative health effects if not treated properly in after-use stages. At the same time, products sold by Redcare, especially medications, do have special quality and safety requirements for packaging.

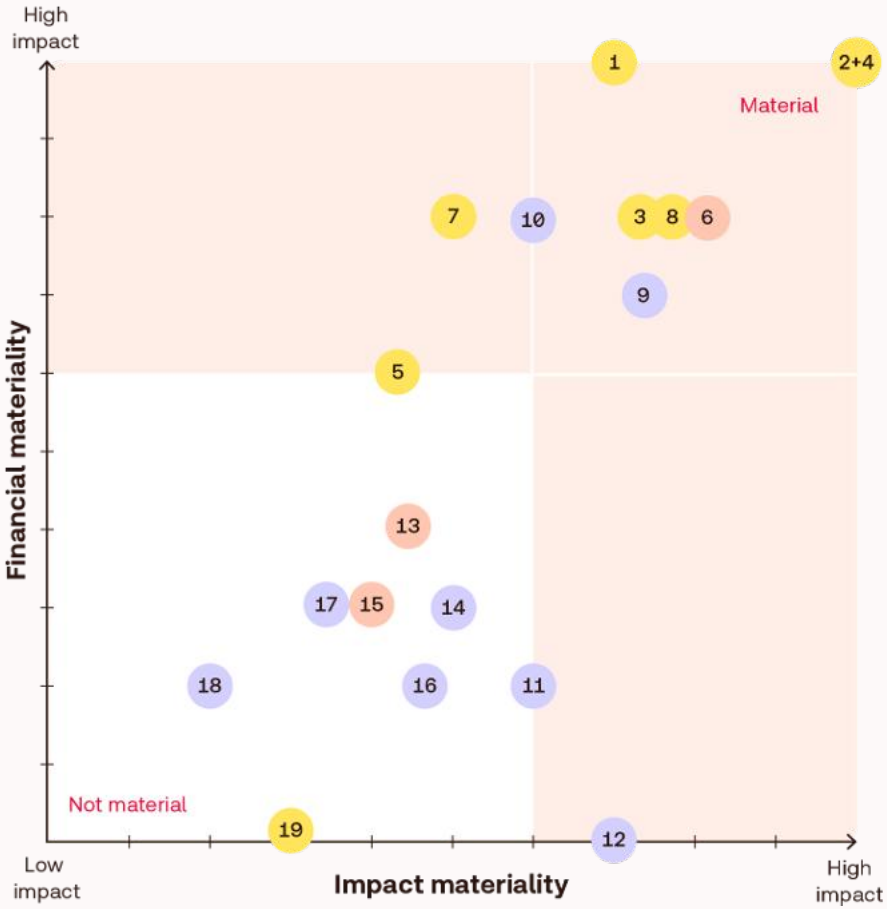
11 **Minimized pollution in the value chain.**
Potential impacts on the quality of water could occur in the upstream and downstream value chain. In the use- and after-use-phases of products sold via Redcare these environmental impacts can be caused through the intake and excretion of medication and the improper disposal of products and their packaging. Upstream water pollution could be caused in production stages where Redcare suppliers source in areas with lower environmental standards.

12 **Preserved biodiversity.**
Redcare sells products whose production involves the extraction of natural resources which could potentially have a negative ecosystem quality. As such, Redcare's purchasing and value chain activities can influence biodiversity impacts. Redcare plans to improve its understanding of biodiversity-related IROs and integrate the topic into its supplier management processes.



Our materiality matrix: People come first.

The matrix below shows the results of the assessment of sustainability topics:



- Environmental
- Social
- Governance

Material

1. Inclusive access to healthcare
2. Patient health and pharmaceutical excellence
3. Responsible marketing
4. Robust data privacy and security
5. Healthy, safe and satisfied employees
6. Culture of trust and integrity
7. People development and equal opportunities
8. Fair treatment of workers in the value chain
9. Climate protection and decarbonization
10. Circularity of products and packaging
11. Minimized pollution in the value chain
12. Preserved biodiversity

Not material

13. Supplier management and payment practice
14. Microplastics
15. Animal welfare
16. Pollution of living organisms and food resources
17. Water usage
18. Ocean resources
19. Rights of local and indigenous people



Environmental information.

A healthy life is only possible on a healthy planet. This belief drives our commitment to minimizing environmental impact across the entire value chain. To achieve this, we have implemented clear policies, actions and targets for the strategically identified material topics.

Detailed information about strategic sustainability pillar, “planetary care”, is provided in this section of the sustainability report.

Planetary care: A healthy life on a healthy planet.

We're committed to supporting the goals of the Paris Agreement.

We have made great progress on our journey and have already achieved our first GHG reduction target: an 80% reduction of our Scope 1 and 2 (market-based) GHG emissions since 2020.

This year, we launched our Climate Transition Plan, which sets out our new decarbonization objectives, with a new baseline year of 2025:

- 100% renewable electricity from 2026
- -53% Scope 1 and 2 (location-based) emissions by 2035, net zero by 2040.
- -66.4% Scope 3 emissions intensity ($kgCO_2$/order) by 2035, net zero by 2050.

It also outlines our approach to climate risk management and just transition. Next to climate, we're focused on supporting circular economy practices, and have future plans to manage pollution and biodiversity impacts in our value chain.

10 Circularity of products and packaging.

We reduce material consumption and leverage recycling practices.

11 Minimized pollution in the value chain.

We plan to prevent pollution in our upstream and downstream value chain.

9 Climate protection and decarbonization.

By setting clearly defined targets and implementation plans, we ensure that climate protection is a crucial part of our business activities.

- Despite business growth, we have already reduced our Scope 1 & 2 market-based emissions by 80%, compared to 2020.
- Looking ahead, we now have clear emissions reduction targets and a pathway to transition to net zero.
- We're also focusing on climate resilience, and how we can support a just transition.

12 Preserved biodiversity.

We plan to develop an approach to preserve biodiversity and ecosystems with our suppliers.



89 PERCENT
renewable energy use across all locations.

80 PERCENT
reduction of Scope 1 & 2 (market-based) emissions compared to 2020.

96 PERCENT
share of reused or recycled materials used for shipping.

Caring for the earth, caring for us all.

Climate change and energy.

This section describes Redcare's approach to manage material impacts, risks and opportunities which were identified regarding climate change mitigation, adaptation and energy. It discloses the respective ESRS E1 Climate Change requirements linked to Redcare's material topic climate protection and decarbonization.

ESRS E1 Climate change.
Mitigation, adaption, energy.

9 Climate protection and decarbonization.

Redcare's policies.

Climate Transition Plan (published in 2025).

Achievements in 2025.

- Achieved our 2025 target, reducing Scope 1 & 2 (market-based) emissions by 80% vs 2020
- Launched our Climate Transition Plan.
- Share of renewable energy 89%.

Targets and objectives.

- 100% renewable electricity from 2026.
- 53% reduction in Scope 1 and 2 (location-based) emissions by 2035.
- 66.4% reduction in Scope 3 emissions intensity (kgCO2/order) by 2035*.

Impacts, risks and opportunities

For detailed information on Redcare's process to identify material impacts, risks and opportunities please refer to the section on Materiality assessment and stakeholder engagement.

In 2025, Redcare developed and launched its inaugural Climate Transition Plan. As part of this process, a comprehensive analysis of its climate-related impacts, risks and opportunities was undertaken. The resultant IROs are presented below, with the outcomes integrated into the 2025 DMA update.

Climate protection and decarbonization.

Climate change mitigation.

Material impact or risk	Description	Time horizon	Risk type
Negative Impact | Upstream VC, own operations, downstream VC Impacts of GHG emissions on climate change.	GHG emissions emitted along Redcare's value chain are contributing to the effects of climate change.	Short-term	Negative actual impact
Negative Impact | Downstream VC Impacts of climate change mitigation efforts on medication affordability.	Costs associated with climate change mitigation efforts in Redcare's operations and value chain may drive up the price of medications and thus decrease the affordability and also accessibility thereof.	Mid-term	Negative potential impact
Risk | Upstream VC, own operations, downstream VC Increased costs of compliance	Increasing climate-related regulatory and market pressures on disclosure and GHG emissions reduction may lead to increased business costs of compliance.	Short-term	Transition risk

*Our interim Scope 3 target applies to GHG Categories 3.1 and 3.9 only, which represent ~82% of our Scope 3 reporting boundary.

Climate change adaption.

Material impact or risk	Description	Time horizon	Risk type
Risk | Upstream VC, own operations, downstream VC Limited cold-chain delivery capacity.	Insufficient market or technological availability of cold-chain delivery services in inbound and outbound logistics may lead to a limited capacity for Redcare to supply Rx and select OTC medication.	Mid-term	Transition risk
Risk | Upstream VC, own operations, downstream VC Disrupted product supply.	Climate-related weather events along Redcare's value chain and operations may cause disruptions to Redcare's ability to supply products to customers and generate associated revenue.	Mid-term	Physical risk
Risk | Upstream VC, own operations, downstream VC Increased costs to maintain product quality	Significant temperature variations (freeze and heating period) during transportation and storage at warehouses may lead to increased costs in cooled-chain storage and delivery, to ensure the temperatures needed to maintain product quality.	Mid-term	Physical risk

Energy.

Material impact or risk	Description	Time horizon	Risk type
Risk | Upstream VC, own operations, downstream VC Energy supply disruptions.	Disruptions in energy supply at Redcare warehouses may lead to increased business costs, driven by the need to maintain continual temperatures in line with Goods Distribution Practice (GDP) regulation.	Short-term	Transition risk

Our approach, policies and targets.

This year, we launched our Climate Transition Plan, which re-affirms our commitment to supporting the goals of the Paris Agreement, taking a reduction-first approach to emissions, while embedding climate resilience in our operations and value chain.

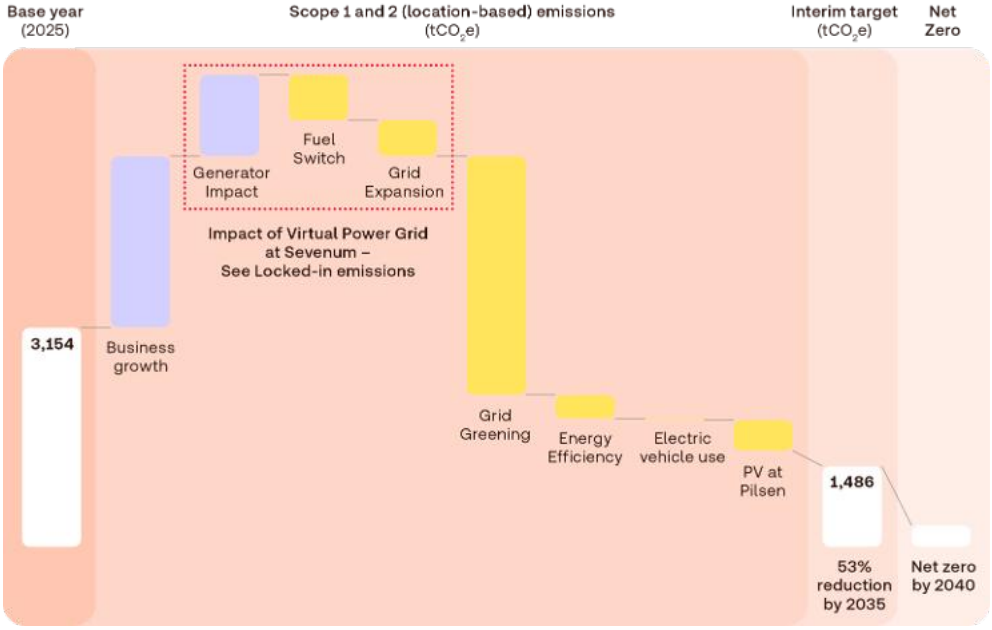
Our Climate Transition Plan supersedes our existing Climate Policy, and outlines the actions we plan to take to meet our GHG reduction targets, including the assumptions upon which our plan is based. In line with ESRS disclosure requirements, the following pages outline certain elements of the climate objectives and enabling mechanisms included in our plan. For further detail, the Climate Transition Plan is available on our public website, with key assumptions provided in the Definitions chapter of this report.

Decarbonizing our business model.
Redcare had previously set a near-term target for 2025 to reduce Scope 1 and 2 emissions by 80% compared to its base year (2020). This target was a market-based target and was assessed as 1.5°C compatible. It was an absolute reduction target to be achieved without the use of GHG removals and developed in alignment to our GHG accounting approach as defined in Basis for Preparation. Progress towards this target is shown in the Historical Redcare GHG target table.

Looking forward, our business is experiencing a period of sustained growth. Despite this, we remain committed to decoupling our emissions from our value creation model, while continuing to provide top-tier healthcare solutions to millions of customers. To guide our journey, we have developed a pathway to net zero that is supported by interim-targets across both our operational (Scope 1 and 2), and value chain (Scope 3) emissions. These targets utilize a 2025 baseline year, and were developed with reference to certain assumptions, outlined in the Definitions chapter. We are also targeting 100% renewable electricity consumption across our locations from 2026.

Scope 1 and 2 emissions reduction pathway.

While our Scope 1 and 2 (location-based) emissions account only for 1.3% of our total footprint, these are the emissions sources where we have direct control. We have modelled the following emissions reduction pathway to support meeting our new targets.

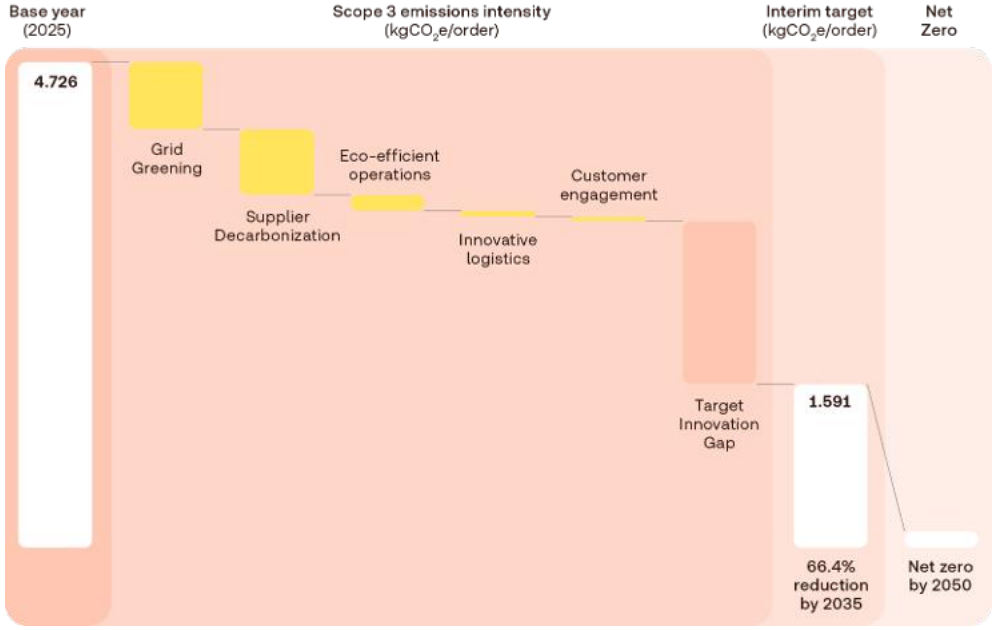


While our Scope 1 and 2 journey is impacted by expected business growth and locked-in emissions at our Sevenum location, we're confident we can meet our interim target. Achievement of this is supported by a focus on fuel switching (biofuels), increasing the use of electric vehicles in our MediService joint venture, installation of photovoltaics at our new Pilsen warehouse, and initiatives to improve the efficiency of energy intensive assets, such as our logistics processes. Our progress toward our location-based target will also be supported by the ongoing decarbonization of national energy grids, which will further reduce our Scope 2 location-based emissions over time.

Achievement of our 100% renewable electricity target will be achieved through continued renewable energy purchasing at our locations.

Scope 3 emissions reduction pathway.

Over 98% of our emissions lie in our value chain (Scope 3). In particular, emissions from our products and downstream logistics form a significant part of our footprint. We are focusing on measures that improve the carbon intensity of these activities as a priority.



Achievement of our Scope 3 objectives is supported by a focus on eco-efficient operations (packaging fill rates, stock management, recycled materials), product carbon intensity (focusing on our own brands products in the near-term), innovative logistics (reduced return rates, load optimization, electric vehicles), and customer engagement (transparent communications on sustainability impact). It is also supported by the decarbonization efforts of our suppliers, to whom we are dependent upon to improve our own carbon intensity, as well as grid greening.

Despite our planned actions, a target innovation gap of roughly 34% reduction exists. This gap reflects our ambition to achieve science-alignment, while acknowledging that further innovation and collaboration for emissions reduction is needed, from both us and our supply chain. We will continue to strive for solutions that reduce this target gap, and integrate them into our roadmap in future updates of this plan. Our near-term Scope 3 intensity target also supports the reduction of our absolute Scope 3 emissions.

Redcare Climate Transition Plan GHG targets

	Unit	2025	2030	2035	2040	2050
Scope 1 & 2 targets						
Scope 1 & 2 (location-based) emissions	tCO_2e	3,154	3,488	1,486	315	315
Percentage reduction	%	*0*	*11*	*(53)*	*(90)*	*(90)*
Scope 3 targets						
Scope 3 emissions intensity (interim target scope)*	kgCO2e/order	4.726	3.159	1.591	n.a.	n.a.
Percentage reduction	%	*0*	*(33)*	*(66)*	n.a.	n.a.
Absolute emissions equivalent	tCO_2e	198,053	238,488	163,831	n.a.	n.a.
Scope 3 emissions intensity (net zero target scope)*	kgCO2e/order	5.271	n.a.	n.a.	n.a.	0.158
Percentage reduction	%	*0*	n.a.	n.a.	n.a.	*(97)*

*The scope of our interim Scope 3 target for 2035 include GHG Categories 3.1 and 3.9 only. Our Scope 3 net zero target for 2050 includes all significant Scope 3 categories.

The decarbonization actions included in our targets primarily focus on improvements in business efficiency. While we do expect a certain amount of CapEx and OpEx required for implementation of the current planned actions to reduce our emissions, we do not consider this significant. In 2025, we conducted a preliminary assessment of the investment required to achieve our interim targets, with a focus on Scope 1 & 2 in particular. This identified that the required investments expected were of a size appropriate to be integrated within standard business planning processes. Over the course of 2026 we plan to further develop the resourcing plan for our Climate Transition Plan. Where it is determined that decarbonization actions require significant monetary amounts for implementation, this will be disclosed. For detailed information on our new GHG targets, see the Definitions chapter.

Use of offsets.
Our climate strategy prioritizes the direct reduction of emissions from our own operations and value chain. We view the use of carbon credits as a complementary tool to support and accelerate global climate action, not as a substitute for our own decarbonization efforts. Therefore, carbon credits will not be used to count as progress toward our internal emission reduction targets. Instead, we will only rely on carbon credits to compensate our residual emissions from our net zero years (2040 for Scope 1 and 2 emissions, 2050 for Scope 3) onwards[11]. Aligned with the SBTi's definition, we plan that our residual emissions will represent no more than 10% of our base year emissions.

Assessment on science-alignment.
Our target-setting process has been guided by the requirements of the Science-based Targets initiative (SBTi) Corporate Net-Zero Standard (v1.3.). We also utilised the X-Degree Compatibility (XDC) Model, developed by right. based on science GmbH. The SBTi uses a linear reduction model to determine science-alignment, whereas the XDC-Model uses a budget approach. Both concepts were considered when developing the near- and long-term emissions reductions targets in our net zero roadmap. Whilst these frameworks guided our approach, not all of our targets are science-aligned.

Our Scope 1 and 2 targets cannot be considered science-aligned due to the unavoidable growth of our emissions at Sevenum in the near-term, which prevents us from following a linear-reduction pathway. Our Scope 3 interim target and net zero ambition is directionally consistent with the SBTi 1.5°C cross-sector emissions pathway. It is recognized that our Scope 3 interim target contains a 'target innovation gap', which we will need to close to ensure we meet a science-aligned ambition. Our Scope 3 net zero target was also assessed as 1.6°C aligned in accordance with the XDC-Model (version 2025.08). In the coming years, we will review the business value of submitting our targets for validation by the SBTi.

Locked-in emissions.
Certain activities and assets were identified as hard to decarbonize in the short-term due to regulatory, technological, or economical reasons, requiring significant investments to align with a net zero pathway. These activities do not have identified decarbonization levers, and the impacts thereof modeled into our reduction pathways:

- Sevenum growth. Due to energy grid constraints in the Netherlands and ongoing business growth, electricity demand at our Sevenum site will soon exceed the grid supply capacity. In response, an on-site energy management system will be installed in 2026, combining grid electricity, on-site solar, and a battery storage system, with electricity generation from biodiesel and natural gas covering residual demand. This will increase Scope 1 emissions until the grid is upgraded, expected by 2032. It will also impact our Scope 2 (location-based) emissions due to increased electricity use.
- Inbound and outbound logistics. Our inbound and outbound logistics depend on the use of heavy vehicles and temperature-controlled transport, for which low-carbon alternatives are limited. These constraints create locked-in emissions in the short-term, although it is likely that low-carbon solutions may emerge in the medium- to long-term.
- Rx and OTC products. Prescription and over-the-counter medicines are regulated under GMP (Goods Management Practice) and GDP (Goods Distribution Practice) standards, which restrict flexibility in materials, packaging, and transport. Decarbonizing these products will require sector-wide advances in manufacturing and regulatory adaptation to enable safe, lower-carbon alternatives.

[11] Our selection criteria for these credits will be strict, ensuring they deliver credible and verifiable impact. We will update our Climate Transition Plan with further detail regarding our carbon credit purchasing policy closer to our net zero year.

Enhancing business resilience by mitigating climate risk.
We conduct regular assessment of climate-related risks, guided by the Task Force on Climate-related Financial Disclosures (TCFD) and the International Sustainability Standards Board (ISSB).

For our significant physical climate risks, we're reviewing our site resilience to extreme weather (e.g. heat, flooding) to protect operations, employees, and ensure GDP compliance. We're diversifying outbound logistics and enabling rapid carrier switching to minimize weather-related disruptions. We're upgrading HVAC systems and expanding ambient packaging for greater cold-chain resilience. We're embedding climate-related criteria into supplier management to reduce supply chain vulnerabilities, and we're strengthening our energy resilience to safeguard product quality and ensure safe working temperatures.

For our significant transition climate risks, we're assessing additional cold-chain capacity, including potential for a Redcare-owned fleet. We're exploring packaging solutions that extend ambient delivery windows to 72 hours with standard carriers. We're enhancing stakeholder communications to demonstrate progress and maintain trust, and we're continuously monitoring the policy landscape to align our strategy with evolving climate goals.

All identified climate-related IROs are consolidated into our Climate IRO Register, which is aligned with Redcare's Enterprise Risk Management framework and TCFD guidance, and integrated into our Double Materiality Assessment. The register supports ongoing monitoring and integration of climate considerations into strategic and operational decision-making. As our approach continues to improve, efforts will be directed quantitatively assessing climate resilience, including anticipated financial effects.

Providing for a just transition.
Our position is that climate action should not compromise inclusive access to healthcare. We therefore endeavour to implement our climate strategy in a way that does not lead to increased medicine costs. At the same time, we need to ensure that the actions we take to decarbonize our business model do not leave any of our stakeholders behind. We are committed to building strong relationships with value chain partners to accelerate collective action towards achieving climate goals. Our Supplier Code of Conduct is critical to this, since it outlines our climate-related expectations in our supplier engagement.

We also align our public policy and advocacy activities with science-based climate goals. This includes seeking to align that our direct and indirect lobbying, industry memberships, and partnerships do not actively suppress the policy mechanisms that help promote a 1.5°C economy. In 2026, we will review and, where necessary, adjust our affiliations to avoid misalignment between our climate objectives and external advocacy positions.

The enabling mechanisms to deliver our plan.
Redcare has taken steps to embed the objectives of the Climate Transition Plan into our business strategy and financial planning processes, ensuring alignment between climate and other business objectives.

Governance, scope and accountability.
The Climate Transition Plan applies to Redcare Pharmacy N.V. including all Redcare entities. The Managing Board holds ultimate accountability for Redcare's Sustainability Strategy, which includes the Climate Transition Plan. The policy and associated targets apply across all entities within the Redcare Group. The Chief Executive Officer has responsibility for the delivery of the Climate Transition Plan, with the Director, Sustainable Development responsible for oversight and implementation across business units.

Redcare's SSC forms the central mechanism for implementation of the Climate Transition Plan across Redcare. The SSC steers progress toward achievement of the Climate Transition Plan and aligns on potential trade-offs across departments as well as strategic developments within the business. Progress against emissions targets and key initiatives is reviewed quarterly by the SSC. Results and progress toward targets are integrated with financial reporting to the Managing and Supervisory Boards. Where progress deviates from targets, this is flagged to ensure corrective actions are implemented appropriately.

Remuneration.
Variable long-term remuneration for the Managing Board incorporates intensity-based emissions reduction targets, directly linking leadership performance to climate outcomes. The scope of these targets is outlined in Strategy and governance chapter of this report. In 2026, the Remuneration Policy will be reviewed which will include revision of ESG-related targets. See our Remuneration Report (Long Term Incentive - 2025).

Resource allocation.
The implementation of the climate transition plan is supported through Redcare's existing financial planning and budgeting processes. Climate-related investments, including decarbonization initiatives and efficiency measures, are integrated into the annual budgeting and medium-term financial planning processes, rather than through a separate climate-specific budget or internal carbon pricing mechanism. These investment decisions consider climate-related objectives alongside financial, operational, and strategic criteria. Redcare does not currently have detailed plans to align its economic activities to EU Taxonomy criteria.

Environmental and social safeguards.
Achieving our climate goals may impact other sustainability topics, including biodiversity. Therefore, implementation thereof will follow Redcare's integrated management system and quality controls, including a focus on achieving ISO 14001 and 45001 certification. See Resource use and circular economy, and Own workforce, for more information.

2025 actions and results.

In 2025, the majority of efforts were focused on the development of Redcare's inaugural Climate Transition Plan. Alongside this process, Redcare implemented certain actions under the objectives of its plan, with a particular focus on decarbonization actions that supported our existing 2025 emissions reduction target, and climate risk management.

Decarbonizing our business model.

Energy consumption.

The table Energy consumption and mix shows the energy consumption at Redcare in 2024 and 2025 at all facilities in the scope of reporting. In 2025 a share of 89% of Redcare Pharmacy's total energy consumption was generated through renewable energy sources. Our head office and logistics location in Sevenum, as well as our facilities in Ennevelin, Pilsen and Milan[12], are fully powered by renewable energy sources.

Energy consumption and mix

	Unit	2025	2024
Total energy consumption from renewable sources	**MWh**	**11,363**	**9,085**
Fuel consumption for renewable sources, including biomass, biofuels, biogas, hydrogen from renewable sources	MWh	51	0
Consumption of purchased or acquired electricity and heat from renewable sources	MWh	11,312	9,085
The consumption of self-generated non-fuel renewable energy	MWh	0	0
Total energy consumption from nuclear sources	**MWh**	**0**	**0**
Total energy consumption from fossil sources	**MWh**	**1,436**	**1,375**
Fuel consumption from coal and coal products	MWh	0	0
Fuel consumption from crude oil and petroleum products	MWh	600	375
Fuel consumption from natural gas	MWh	570	578
Fuel consumption from other fossil sources	MWh	0	0
Consumption of purchased or acquired electricity and heat from fossil sources	MWh	266	423
Total energy consumption own operations	**MWh**	**12,799**	**10,460**
Renewable source share in total energy consumption	**%**	**88.8**	**86.9**
Fossil source share in total energy consumption	**%**	**11.2**	**13.1**

The table Energy consumption intensity shows respective intensities of energy consumed in relation to the high climate impact sector activities. All revenues of Redcare were determined to fall under the definition of high climate impact sector activities (identified as "47.91 - Retail sale via mail order houses or via Internet" in Annex I to Regulation (EC) No 1893/2006 of the European Parliament and of the Council). No other revenues are therefore accounted and reported.

Energy intensity per net revenue

	Unit	2025	2024
Total energy consumed, high climate impact sector activities	**MWh**	**12,799**	**10,460**
Total net revenue from high climate impact sector activities	EUR x1.000	2,939,284	2,370,575
Total net revenue from activities other than in high climate impact sectors	EUR x1.000	0	0
Total net revenue[13]	EUR x1.000	2,939,284	2,370,575
Energy intensity from activities in high climate impact sectors (total energy consumption per net revenue)	**MWh/M€**	**4.35**	**4.41**

The table below shows the total Scope 2 energy consumption amount and percentage shares in relation to the contractual instruments utilized for energy procurement. As of 2025, 100% of electricity is covered by bundled or unbundled contractual instruments. These instruments allow Redcare to claim 100% renewable electricity consumption. Unbundled Guarantees of Origin procurement was used to account for energy use in locations where direct renewable energy procurement was not technically feasible.

Contractual instruments used for calculating Scope 2 market-based emissions

	Unit	2025	2024
Total (Scope 2) energy consumption	**MWh**	**11,578**	**9,508**
Percentage of Scope 2 energy use covered under bundled or unbundled contractual instruments about energy generation	%	100	98
Contract type (bundled)			
Guarantee of Origin (GO)	%	94	95
Non-renewable energy contract	%	2	0
Contract type (unbundled)			
Guarantee of Origin (GO)	%	4	3

[12] Renewable electricity use in Milan (12.2% of procured electricity in Redcare operations) is enabled by contractual agreements with respective suppliers to be 100% renewable electricity, covered by the Guarantees of Origin certificates. Whilst not all of these certificates were available in time for publication of this Annual Report, the share of electricity is considered as renewable in our disclosures.

[13] Net revenue reconciles to net revenue in the financial statements, see page 167 and notes to the financial statements on page 187.

Scope 1, 2, and 3 GHG emissions.

The table Scope 1, 2, 3 GHG emissions shows total GHG emissions per scope. As part of our 2025 inventory process, we confirmed that our reporting boundary remains unchanged from the prior year. However, we identified additional Scope 3 emissions sources within this existing boundary, which have now been included in our inventory. Values shown are after these changes have been performed, outlined in changes to comparatives and base year. 10 of 15 Scope 3 categories listed in the GHG Protocol Scope 3 Technical Guidance were identified as material to Redcare[14].

Redcare saw a significant increase in Scope 3 emissions in 2025 due to increased capital expenditure, primarily focused on the logistics automation project in Sevenum, and new location in Pilsen, Czech Republic investments. The opening of a new warehouse in Pilsen, Czech Republic, is expected to directly contribute to a significant increase of Scope 1, 2 and 3 emissions to Redcare operations in the coming years. While the location was only partially operational and for a limited time in 2025, it is expected that this location will impact future GHG reported numbers. Further, due to the consumption of biofuel (see Locked-in emissions), we have produced direct biogenic emissions in 2025. These emissions are reported outside of Scope 1 direct emission reporting. Total Scope 1 biogenic emissions in 2025 were 13.4 tCO_2e. Comparative data on biogenic emissions is not provided as there were no applicable activities in prior reporting periods.

Redcare has not developed and is not associated with any GHG removals or storage projects in its operations or value chain. Further, no carbon credits were purchased in 2025.

Scope 1, 2, 3 GHG emissions

		2024	2025 (base year)	Delta 2025 vs 2024 (%)	2030*	2050*	Annual % target / base year
Direct GHG emissions (Scope 1)							
Total Scope 1 GHG emissions	tCO_2e	302	284	(6)%	1,270		
Covered by EU Emissions Trading System	%	0	0	0 %			
Indirect GHG emissions (Scope 2)							
Total location-based	tCO_2e	2,723	2,870	5 %	2,218		
Total market-based	tCO_2e	129	54	(58)%			
Indirect GHG emissions (Scope 3)	tCO_2e	183,683	240,892	31 %			
Emissions calculated using primary Scope 3 data	tCO_2e	12,497	15,618	25 %			
% of GHG Scope 3 based on primary data	%	6.8	6.5	(5)%			
C1: Purchased goods and services	tCO_2e	149,084	185,203	24 %	223,014		
C2: Capital goods	tCO_2e	2,509	19,997	697 %			
C3: Fuel- and energy-related activities	tCO_2e	209	297	42 %			
C4: Upstream transportation and distribution	tCO_2e	1,317	1,468	11 %			
C5: Waste generated in operations	tCO_2e	132	52	(61)%			
C6: Business travel	tCO_2e	1,136	1,408	24 %			
C7: Employee commuting	tCO_2e	6,388	5,939	(7)%			
C9: Downstream transport and distribution	tCO_2e	10,229	12,850	26 %	15,474		
C11: Use of sold products	tCO_2e	6,339	6,147	(3)%			
C12: End-of-life treatment of sold products	tCO_2e	6,340	7,529	19 %			
Total GHG emissions (market-based)	tCO_2e	184,114	241,230	31 %			
Total GHG emissions (location-based)	tCO_2e	186,707	244,042	31 %			
GHG emissions (market-based), excl. product emissions	tCO_2e	47,937	72,807	52 %			

*See Climate Transition Plan GHG targets for more information.

[14] Emissions relating to category 8 (Upstream leased assets), 10 (Processing of sold products), 13 (Downstream leased assets), 14 (Franchises) and 15 (Investments) have been excluded from our Scope 3 value chain footprint, as these are deemed irrelevant or not above a significance threshold for Redcare operations. C2: Capital goods category was restated for the year 2024 to provide comparative information, see Changes to the comparatives and base year. For the boundary of specific emissions categories, including the emission factor databases and methodologies used to calculate all reported Scope 1, 2 and 3 GHG emissions, see the Definitions section in the appendix.

The table Historical GHG target shows progress towards our existing 2025 target. We are pleased to see that we have met our existing target in 2025.

This has been achieved through renewable energy procurement, increased uptake of electric vehicles in MediService and biodiesel use in Sevenum. In Q4 a series of incorrect deliveries of diesel fuel, instead of biodiesel were made due to supplier error. While this limited our Scope 1 emissions reduction, progress in other areas ensured we were able to achieve the 2025 target.

A combination of heat pumps and electricity originating from renewable sources for our main logistics and warehouse locations in Sevenum, Settala and Pilsen ensures minimized emissions stemming from electricity, heating and cooling use.

The table GHG intensity shows emission intensities related to Redcare operations. Total net revenue used as the basis for calculating the "GHG intensity values per net revenue reported" corresponds to the reported net revenue in the consolidated statement of profit and loss.

Scope 3 emissions are reported using various data sources, a share of which comes from primary sources. Primary data includes data that is provided directly to Redcare by suppliers or other value chain partners; it also includes data that is measured directly by responsible employees for the activities reported across our own operations and value chain. This can be either activity data (e.g. exact amount and type of waste disposed) or direct emission data calculated by value chain partners (e.g. parcel delivery emissions related to the Redcare sent packages).

GHG intensity

	Unit	2025	2024	Delta 2025 vs 2024 (%)
GHG intensity, location-based, per net revenue	tCO_2e/M€	83.03	78.76	5 %
GHG intensity, market-based, per net revenue	**tCO_2e/M€**	**82.07**	**77.67**	**6 %**
GHG intensity per net revenue (market-based), excl. product emissions*	tCO_2e/M€	24.77	20.22	22 %
GHG intensity, per order, Scope 1	$kgCO_2e$/order	0.007	0.008	(20)%
GHG intensity, per order, Scope 2 (market-based)	$kgCO_2e$/order	0.001	0.004	(64)%
GHG intensity, per order, Scope 3	$kgCO_2e$/order	5.748	5.148	12 %
Total GHG intensity, per order (market-based)	**$kgCO_2e$/order**	**5.756**	**5.160**	**12 %**
GHG intensity per order (market-based), excl. product emissions*	$kgCO_2e$/order	1.737	1.344	29 %
GHG intensity - Scope 3 interim target scope **	$kgCO_2e$/order	4.726	4.465	6 %

*Product-related emissions relate to a large portion of emissions from Scope 3.1, and the entirety of Scope 3.11 and 3.12.
**Our interim Scope 3 target applies to GHG Categories 3.1 and 3.9 only, which represent ~90% of our Scope 3 reporting boundary.

Historical Redcare Pharmacy target

	Unit	2020 (historical base year)	2025	Target 2025	Delta
Scope 1 & 2 target (2025)					
Absolute Scope 1 & 2 (market-based) emissions	tCO_2e	1,675	338	335	-3
Percentage Scope 1 & 2 (market-based) emissions reduction	%	n.a.	-80	-80	0

Whenever primary data is not available, secondary data is used. Some examples of secondary data include: data from public or private databases, government statistics, financial (spend) data, proxy data or other data sources allowed by GHG Protocol Scope 3 guidance. Category-specific Scope 3 guidance on primary and secondary data requirements was followed to determine data classification as primary or secondary according to Corporate Value Chain (Scope 3) Accounting and Reporting Standard.

Changes to the comparatives and base year.
Redcare has restated certain items in 2025, impacting both comparative years (2024), and our historical baseline (2020). An overview of these changes and the contributing factors is outlined below.

Restatement of historical base year (2020)

	Unit	Previous 2020 result	Impact of re-statement	2020 restated
Scope 1	tCO_2e	451	0	451
Scope 2 (market-based)	tCO_2e	1,223	1	1,224
Scope 2 (location-based)	tCO_2e	1,513	3	1,517

Redcare has restated its historical baseline (2020) due to the acquisition of a new entity, AustPharma GmbH, who was acquired in late 2024 and had not been previously included in the sustainability reporting scope. AustPharma's primary focus is on product logistics, with limited office activities supporting the operations. As Redcare's 2020 base year is relevant to Scope 1 and 2 emissions only (see Historical GHG Target), the impact of this restatement is shown for these emissions above.

Restatement of comparative year (2024)

	Unit	Previous 2024 result	Impact of re-statement	2024 restated
Total CO_2-equivalent emissions – market-based approach	tCO_2e	173,842	10,272	184,114
Total CO_2-equivalent emissions – location-based approach	tCO_2e	176,433	10,275	186,707
Scope 1	tCO_2e	302	—	302
Scope 2 (market-based)	tCO_2e	129	1	129
Scope 2 (location-based)	tCO_2e	2,719	4	2,723
Scope 3	tCO_2e	173,412	10,271	183,683

Redcare has also restated its comparative year (2024) due to the following changes, in addition to the inclusion of AustPharma GmbH.

- Expansion of Scope 3.1 (Purchased Goods and Services): In 2025, additional activities within Scope 3.1 were identified that had already fallen within Redcare's reporting boundary, but were omitted in the 2024 calculation. As a result, it was deemed that 2024's emissions contained an error and did not accurately reflect the full set of relevant activities. These activities, primarily related to marketing & outsourced third-party procured services, have now been incorporated using a spend-based attribution approach for 2024 and 2025, resulting in a more complete and accurate emissions profile for both years. Emissions factors utilized in the spend-based attribution were adjusted for inflation, where material. This restatement increased 2024 Scope 3 emissions by 16,415 tCO_2e.
- Inclusion of Scope 3.2 (Capital Goods): As part of expanding operational capacity, multiple large-scale projects were initiated in 2025. This included an automatization project at Sevenum, as well as the opening and construction of a new location - Redcare Pilsen. These projects resulted in significant emissions in a category previously not reported, Scope 3.2 (Capital Goods), which were not significant in 2024. Spend-based approach analysis was performed in order to estimate the total emissions related to Capital Goods procurement within Redcare operations. Scope 3.2 emissions were also reported for the year 2024. Emissions factors utilized in the spend-based attribution were adjusted for inflation, where material. This restatement increased 2024 Scope 3 emissions by 2,509 tCO_2e.
- Adjustment to product carbon footprint methodology: As part of a methodological review, an updated approach of product carbon footprint emission calculation was implemented for Nu3-related product emissions reported, impacting Scope 3.1, 3.11 & 3.12 categories. The adjusted approach (further detailed in appendix methods to calculated Scope 3 data) resulted in a restatement (reduction) of previously reported product carbon footprint emissions for the year 2024. This restatement decreased 2024 Scope 3 emissions by 8,653 tCO_2e.

For Redcare's new targets as part of the Climate Transition Plan, 2025 is used as the baseline year, which was assessed as a faithful representation and free from significant external anomalies that could have influenced emissions performance. Significant investments in fixed assets within Redcare are currently not planned from 2027 onward. Therefore the inclusion of emissions stemming from Category 3.2 (Capital Goods) were determined as an unfaithful representation of our 2025 baseline; these emissions are therefore excluded. As this baseline year is the latest emission reporting year under Redcare reporting, all results reported are believed to be accurate at the time of publication.

Enhancing business resilience by mitigating climate risk.
In 2025, we conducted our first in-depth climate risk assessment, which considered both physical and transition climate risks. Details about the approach to Redcare's climate risk assessment, including applied assumptions, can be found in the Definitions chapter. The assumptions and scenarios applied in the climate risk assessment remain compatible with those made in the financial statements. All material climate-related impacts, risks, and opportunities (IROs) are disclosed at the beginning of this chapter. As part of this assessment, we identified and are pursuing the mitigating actions, which are outlined in the Planned actions and target section of this report.

As part of our climate risk assessment process, qualitative assessment of the resilience of our business model in relation to climate change was undertaken. This analysis identified that Redcare's strategy and business model is moderately resilient to the identified climate-related risks, though there are opportunities for improvement. The assessment was particularly supported by Redcare's diversified carrier strategy, and robust controls over stock management and energy security. Further – as an online pharmacy with a low physical branch presence, Redcare sees opportunities in our platform model to allow for scaling and responsiveness, free from heavy capital investment in real estate. This gives us flexibility to adapt to shifts in consumer behavior, which may be accelerated by climate-related disruptions to physical retail.

Providing for a just transition.
In 2025, Redcare undertook analysis for opportunities to improve our approach to ensuring inclusive access to healthcare, structured around the four As (Accessibility, Affordability, Availability, and Awareness). This analysis was conducted in collaboration with the development process of the Climate Transition Plan, ensuring alignment of target setting and near-term actions to our policy position. More information on this analysis is provided in the Consumers and end users section of this report.

The enabling mechanisms to deliver our plan.
In 2025, the SSC was engaged multiple times as part of the development, input and review of the Climate Transition Plan and associated targets. The SSC and Managing Board were provided with quarterly updates on performance for key climate-related metrics, including progress tracking and corrective actions to achieving Redcare's existing 2025 target. Both bodies provided approval of the Climate Transition Plan.

In 2025, Redcare continued to apply an internal carbon pricing scheme which covers select departments and related activities. This carbon pricing scheme intends to incentivize sustainable decision making across the Company and is applied by Redcare on a purely voluntary basis, as Redcare is not covered by any sectoral carbon taxation or trading scheme. The scheme is comprised of a carbon fee which is applied to emissions forecasts per department, showing as a 'cost' in internal departmental financial planning.

The applied carbon price in 2025 remained consistent with 2024 and is consistent with the price used in the financial statements. Redcare did not apply any assumptions based on scientific guidance or science-based pricing trajectories in the setting of the carbon price. Instead, Redcare has adopted a gradual price increase approach, which is considered to be effective to educate impacted departments on the emissions caused by their activities. The scope of the internal carbon price includes Scope 1, 2 (market-based) and 3 emissions, with the exclusion of a significant share of category 3.1. (Purchased goods and services), as well as complete exclusion of categories 3.2. (Capital goods), 3.11 (Use of sold products), and 3.12 (End-of-life treatment of sold products). In 2025 the emissions in scope of the internal carbon price remained consistent with 2024, as emissions were forecast using the same reporting boundary. This does not reflect the expanded scope of 2025 emissions reporting, as outlined in Changes to the comparatives and base year.

As part of the Climate Transition Plan approval, a decision was taken to update the resourcing approach for the Climate Transition Plan. As part of this and from 2026 onward, Redcare has removed accruals from the Climate Fund, and will investigate a revised approach to applying an internal carbon price. Regarding resourcing for the Climate Transition Plan, Redcare will instead leverage existing financial planning and budgeting processes to support its implementation.

Price and scope of internal carbon pricing scheme

	Unit	2025	2024
Set price per tCO_2e	€/tCO_2e	35	35
Emissions in scope	tCO_2e	32,338	29,012
Total internal carbon fee	**EUR**	**1,131,830**	**1,015,420**

Gross GHG emissions covered by internal carbon pricing scheme

		2025		2024	
	Unit	Tons in scope	% of total scope	Tons in scope	% of total scope
Scope 1 GHG emissions covered	tCO_2e	284	100.0 %	302	100.0 %
Scope 2 (market-based) GHG emissions covered	tCO_2e	54	100.0 %	129	100.0 %
Scope 3 GHG emissions covered	tCO_2e	32,000	13.3 %	28,581	15.6 %
Total Scope 1/2/3 (market-based) emissions covered	**tCO_2e**	**32,338**	**13.4 %**	**29,012**	**15.8 %**

Pollution.

Mitigating environmental pollution is essential for ensuring a healthy life on a healthy planet. Our key measures and strategies addressing air pollution from GHG emissions and packaging waste are outlined in the chapters “Climate Change and Energy” and “Circularity”. This section focuses on water pollution and the material (potential) impacts identified along the value chain in line with ESRS E2 – Pollution. The sites in scope include all logistics and warehouse locations, as defined in the Definitions appendix.

ESRS E2 Pollution.

Pollution of water, substances of concern, microplastic.

11 Minimized pollution in the value chain.

Redcare’s policies.	Achievements in 2025.	Targets and objectives.
Planned to be developed by 2026.		

Impacts, risks and opportunities.

For details on the identification of material risks and opportunities, see the section Materiality assessment and stakeholder engagement. Water pollution impacts mainly stem from upstream manufacturing in regions with limited pollution controls and downstream disposal or excretion of medicines. These impacts were identified through desk research, expert consultations, and stakeholder surveys. Redcare has not assessed specific upstream sites as part of this analysis. Consultations with affected communities have not been conducted. The ESRS list of substances of concern was screened to assess potential use or emissions within Redcare’s own operations.

Minimized pollution in the value chain.

Pollution of water, substances of concern, microplastic.

Material impact	Description	Time horizon
Negative Impact | Upstream value chain Pollution of water.	Potential pollution of water in the production phase of medications and their ingredients in sourcing regions with lower environmental standards.	Short-term
Negative Impact | Downstream value chain Pollution of water.	Potential pollution of water with hazardous substances and / or microplastics, due to the excretion of consumed medications or the inappropriate disposal of products (and their packaging) sold via Redcare.	Short-term

Our approach and planned actions.

The Supplier Code of Conduct reflects Redcare’s commitment to reducing environmental impacts beyond its own operations. While no formal policies, actions and targets on water pollution management are in place yet, these are planned by the end of 2026. In 2026, a comprehensive DMA update will inform a revision of the Pollution chapter, including refined IRO definitions. Given Redcare’s broad product assortment, a key challenge lies in collecting and assessing upstream and downstream data in line with ESRS requirements and identifying effective mitigation measures. Applying the transitional provisions for gathering comprehensive value chain data, Redcare relies on internal and public data sources, including its product information management system, input from Quality and Pharma teams, and external laboratory analyses. Scientific research helped to clarify root causes of water pollution in the downstream supply chain and highlighted the lack of industry-wide assessment standards. Reporting on ESRS E2-4 and E2-5 metrics depends on supplier-specific data, therefore, Redcare plans to collaborate with key suppliers to establish the required reporting systems and processes. Redcare is not aware of any major environmental incidents, provisions, or expenditures related to pollution or subsequent remediation having been provided during the reporting period.

Biodiversity and ecosystems.

This chapter focuses primarily on biodiversity quality and the (potential) negative impact which was identified as material along the value chain and the respective disclosures on ESRS E4 Biodiversity and ecosystems covering the Redcare's material topic preserved biodiversity.



Impacts, risks and opportunities.

For detailed information on the process of identifying the material risks and opportunities please refer to the sections on Materiality assessment and stakeholder engagement. We have performed a desk research to identify impacts, risks and opportunities, with only a high-level assessment of dependencies, transition, physical and systemic risks and opportunities. Redcare has not assessed specific upstream sites, raw materials production or sourcing, involved upstream communities in materiality assessments, nor implemented measures to avoid ecosystem impacts on potentially affected communities upstream. Redcare's contribution to direct impact drivers on biodiversity loss and associated mitigating measures therefore remains to be fully assessed and disclosed. Consultations with affected communities have not been conducted. During the updated materiality assessment in 2026, Redcare aims to get a better understanding of impacts, risks and opportunities in its own operations and along its value chain.

Preserved biodiversity.

Direct impact drivers of ecosystem loss.

Material impact	Description	Time horizon
Negative Impact | Upstream value chain Contributions to biodiversity and ecosystem quality.	Resource use for – and production of products sold via Redcare – could potentially have negative impacts on biodiversity or ecosystem quality.	Short-term

Our approach and planned actions.

Redcare has not yet implemented policies, actions and targets to specifically manage biodiversity. Following the DMA update in 2026, Redcare aims to use a more detailed understanding of biodiversity-related IROs to update its supplier engagement and management processes, including the Supplier Code of Conduct.

Resource use and circular economy.

This section covers Redcare's statements on resource use and circular economy including the disclosures on resource inflows, outflows and waste within ESRS E5 Resource Use and Circular Economy. The material topic Redcare has identified is circularity of products and packaging.

ESRS E5 Resource use and circular economy.

Resource inflow and outflows related to products and services, waste.

10 Circularity of products and packaging.

Redcare's policies.

Achievements in 2025.

- 97% Recyclable content in packaging of parcels shipped.
- Rollout of paper-based protective packaging for fragile goods

Targets and objectives.

- Achieve ISO 14001 certification for Sevenum until the end of 2026.

Planned to be further developed in 2026.

Impacts, risks and opportunities.

For detailed information on the process of identifying the material risks and opportunities please refer to the sections on Materiality assessment and stakeholder engagement. This process included a screening of activities and assets. The material negative environmental impacts and risks occur downstream in relation to circularity activities of business partners and customers as well as customer behavior. Transition risks were assessed and identified in the form of changing customer perceptions towards packaging. This section thus includes the disclosures on the material in- and outflows and waste. Redcare has not conducted consultations in particular with potentially affected communities.

Circularity of products and packaging.

Resource outflows related to products and services, waste.

Material impact or risk	Description	Time horizon
Negative Impact | Downstream value chain Disposal of (non-recyclable) packaging waste.	Resources used for the packaging of shipped products negatively impact the environment if they are linear rather than circular.	Short-term
Negative Impact | Upstream value chain Contribution to depletion of limited natural resources.	The use of raw materials for packaging contributes to the depletion of natural resources.	Short-term
Risk | Downstream value chain Customer perception of packaging waste.	An increase in unsustainable packaging material at customers' homes impacts customer satisfaction and loyalty. Switching to sustainable packaging materials may increase business costs.	Mid-term

Our approach and policies.



We think in *lifetimes.*
We build what lasts, so we can be there for life.

The double materiality assessment conducted in 2024 and updated in 2025 has identified that circularity-related IROs are primarily found in the upstream supply chain, particularly in the production and resource consumption of our manufacturers, as well as within the downstream supply chain, connected to customers or patients. To effectively address these IROs, Redcare plans to conduct and further assess the IROs through an updated DMA in 2026. The objective is to obtain a deeper understanding of the key impacts related to the Redcare assortment. Based upon this, Redcare will develop policies, actions and targets, including the active engagement of suppliers and customers in the management and mitigation of circularity-related IROs.

Redcare focused on circularity initiatives in its own operations which mainly include our shipping packaging, optimization of logistics processes and our waste management across locations as visualised in the Material flow and waste stream overview. The data collection, reporting and steering processes had been established for all international locations.

No composition-altering production activities occur in facilities within Redcare's operational control, which is why the materials we categorize as inflows also constitute the outflows from our facilities.

We distinguish four key types of material inflows:

1. Products' packaging refers to the materials used for primary and secondary packaging of products sold such as bottles, blisters, etc. (this category is omitted from reporting according to the transitional provision in ESRS Annex I for supply chain-related data). The information that is reasonable and supportable to estimate the materials had not been available to Redcare. Redcare is aiming to collaborate with key suppliers throughout the next years to provide data of adequate quality to manage this topic and be compliant with EU legislations, such as the EU PPWR and the Circular Economy Act.

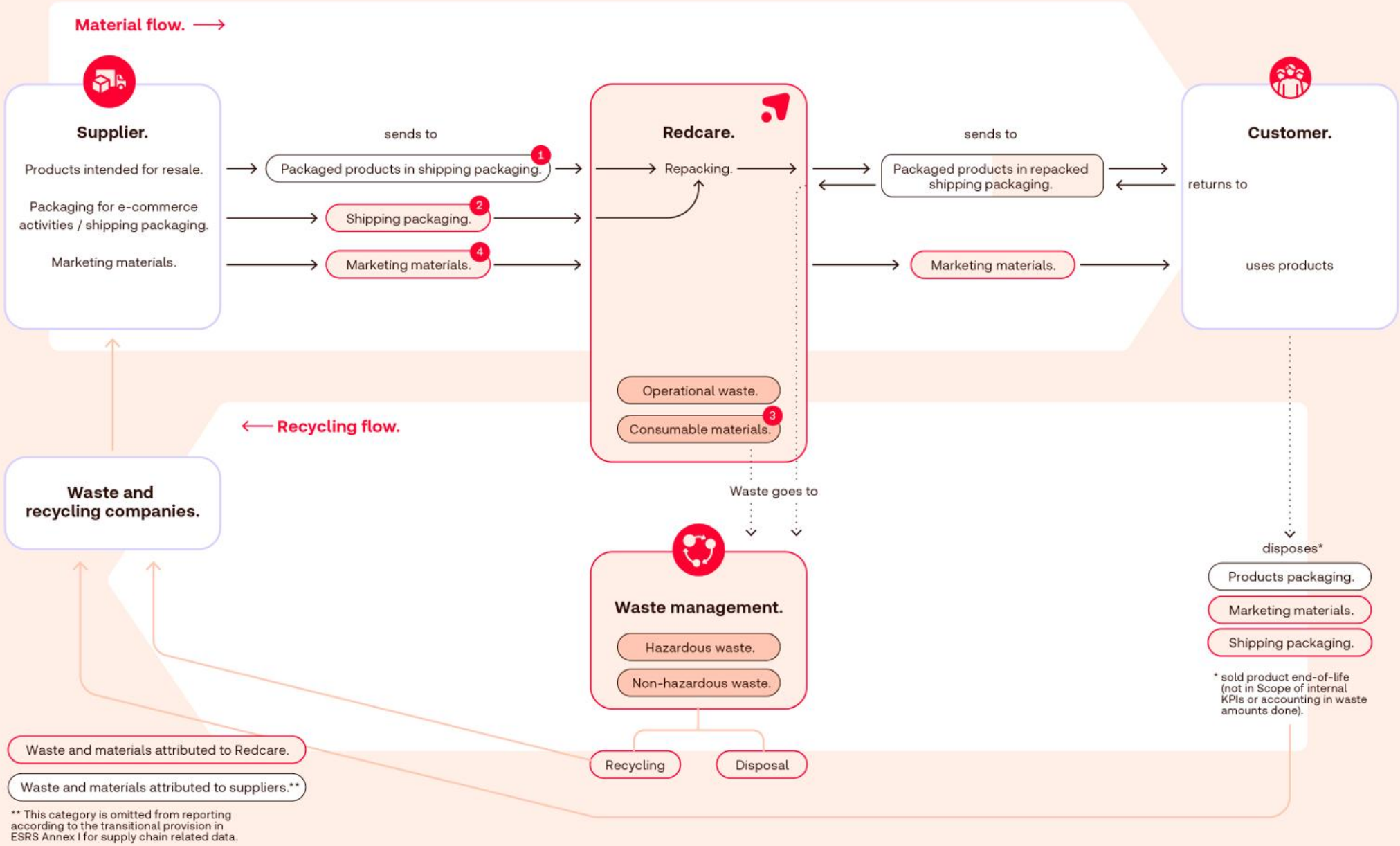
2. Shipping packaging refers to the materials used to ship, protect and secure goods during transportation, ensuring they arrive at their destination safely and intact.

3. Consumable materials are those used in operational facilities, such as storage boxes, packaging tape and foil, printing paper, pallets, etc.

4. Marketing materials refers to physical materials used for our marketing activities, such as marketing flyers, cards, promotional leaflets, booklets, catalogues, etc.

Material outflows covers the inflows as mentioned above with reclassified materials into specific waste streams due to degradation, accidental damage or disposal of unused packaging materials but also includes regular onsite waste at all locations as well as customer returns.

Material flow and waste stream.



Redcare further reports on material inflows in terms of the share of sustainably sourced biological materials, reused and recycled materials used (inflow) as well as recyclability of parcel packaging used (outflow). For the packaging material, Redcare aims to find recycled or reused input and recyclable output solutions and increase the sustainable share of total materials used.

Our main focus is to reduce material use by prioritizing reduction and reuse wherever possible. For unavoidable waste, we continuously improve separation processes and work with partners across the supply chain to increase recycling rates.
Waste is generated both at office locations, mainly paper, plastics, residual materials, and IT hardware, and at facilities and warehouses, where it primarily includes packaging from suppliers and customer returns. As a pharmacy, we also manage medical waste, reported as hazardous waste Resource outflows - waste. Due to the Rx expansion project in Sevenum, logistics waste volumes on site will increase.

Actions and resources.

Redcare is preparing for ISO 14001 certification by the end of 2026 for our Sevenum logistics location, which will serve as our standard for an environmental management system (EMS). These standardized processes are, without aiming for a certification next year, also planned for implementation at our other logistics locations in Milan and Pilsen.

An important effect on resource use and waste KPIs is our return rate, which we manage to keep constantly below one percent (0.74% in 2025). Beyond minimizing environmental impacts, the low rate further illustrates our dedication to product quality and customer satisfaction.

Circular packaging.

It is central to Redcare Pharmacy to achieve the decoupling of environmental impacts from our continuous business growth. This is why we steer the amount of materials used in relation to parcels shipped to our customers.

In 2025, we launched several internal and location-specific initiatives to further enhance circularity across our warehouses:

- We increased the share of recycled input of packaging materials, to 94% while keeping the weight of packaging materials per order below 0.160 kg.
- Following the 2024 introduction of a new protective paper-based material for fragile goods replacing the plastic bubble wrap foil, we achieved not only a reduction in material use per order, but also lower breakage rates and an improved net promoter score. In 2025, this approach was extended to Sevenum and fully implemented in the Milan and Pilsen warehouses.
- We optimized the carton sizes for shipping packaging at our logistics location in Pilsen. This step reduces material consumption for cartons and filling material, enhances logistics efficiency, and strengthens customer perception of Redcare's sustainability efforts.
- We reassessed the categorization of fragile and cold-chain products, which resulted in fewer items requiring special packaging conditions. This change contributes to material and energy savings throughout the supply chain.

Waste management:
To minimize waste, we hold regular employee sales with attractive discounts on products no longer suitable for customer sale. Additionally, we have a waste separation system in place at all logistics locations as another step to increase our waste recycling shares.

Planned actions and targets.

In the past years, we have made significant progress in waste management and circular packaging initiatives, including the reduction of waste and material use, as well as the increase of recyclable content and recycled input material in our packaging. To further enhance environmental performance across all sites, Redcare aims to achieve ISO 14001 certification for the Sevenum logistics location by 2026 and to implement the same environmental management standards in Milan and Pilsen.

The development of Redcare-specific policies, actions and targets is planned for 2026. In 2025, the framework for this approach was drafted, including an action plan for circularity initiatives and for compliance with the EU Packaging and Packaging Waste Regulation for our own brands and warehouses. In the coming years, Redcare will deepen the collaboration with suppliers to gather reliable product and packaging data in line with the EU Packaging and Packaging Waste Regulation (PPWR). This will improve data transparency, strengthen internal processes, and support joint progress in circular packaging. Currently, such data is not yet available.

Sustainable packaging: *protecting* products and the planet.



Our packaging approach helps support our circularity objectives. We have transitioned our packaging cartons to recycled materials, achieving a 96% recycled packaging material input (resource inflow) across all packaging materials and a recyclability rate of materials used (resource outflows) of 97%. For fragile goods, we replaced plastic bubble wrap with a protective paper-based material at all logistics locations, significantly reducing breakage rates while enhancing customer satisfaction. Additionally, we have optimized our carton sizes in Pilsen, saving a significant amount of packaging and filling material. Through these initiatives, we are delivering products safely while protecting the planet.

96 PERCENT — recycled material input of packaging materials.

97 PERCENT — recyclable material input of packaging materials.

Results.

The quantitative results and related mitigation actions are presented below. In line with ESRS transitional provisions, Redcare focuses on data from own operations, while reporting on product packaging is omitted as value chain data systems are still being developed.

Resource inflows - Materials used per order

	Unit	2025	2024
Total weight of materials used	t	6,069	5,426
Materials used per order	**kg / order**	**0.145**	**0.152**

The Resource inflows table shows 2025 material inflows by type 2–4 (refer Material flow and waste stream); type 1 is excluded in line with ESRS Annex I transitional provisions for supply chain data. Reported reused and recycled materials refer solely to recycled inputs, avoiding double counting.

Resource inflows

	Unit	2025	2024
Total weight of shipping materials used	t	5,120	4,501
Total weight of consumable materials used	t	126	130
Total weight of marketing materials used	t	822	795
Total weight of materials used	**t**	**6,069**	**5,426**
Total weight of sustainable biological materials used	t	184	167
Total weight of materials used	t	6,069	5,426
Share of sustainable biological materials used	**%**	**3.0**	**3.1**
Total weight of reused & recycled materials	t	5,005	4,459
Total weight of materials used	t	6,069	5,426
Share of reused / recycled materials used	**%**	**82.5**	**82.2**
Share of reused / recycled input of shipping packaging materials	**%**	**95.8**	**94.4**

A detailed overview of waste generated in 2025 with a category breakdown and treatment methods attributed is presented in the table Resource outflows - waste.

The total waste generated is used in order to determine the total Redcare-wide per order waste disposal. The order amount total includes information from Redcare entities related to parcel shipping to the customers (order fulfilment). Orders fulfilled outside of our own operations by third parties (orders stemming from marketplace) are also excluded.

Resource outflows - waste

		2025			2024		
	Unit	**Hazardous**	**Non-hazardous**	**Total**	**Hazardous**	**Non-hazardous**	**Total**
Total waste generated	t			2,674			2,264
Waste generated per order	**kg / order**			**0.064**			**0.063**
Recycled waste	**t**	**0**	**2,178**	**2,178**	**0**	**1,838**	**1,838**
Disposed waste	**t**	**37**	**459**	**496**	**18**	**408**	**426**
Incinerated waste	t	37	459	496	18	408	426
Landfilled waste	t	0	0	0	0	0	0
Other disposal of waste	t	0	0	0	0	0	0
Total waste generated	**t**	**37**	**2,637**	**2,674**	**18**	**2,246**	**2,264**
Total non-recycled waste	t			496			426
Total recycled waste	t			2,178			1,838
Non-recycled waste share	**%**			**18.6**			**18.8**

The table below provides an overview of the total amount of recyclable parcel packaging material utilized in 2025 and its share of the total parcel packaging used for order fulfilment within own-stock business. Packaging materials utilized in parcel preparation and delivery are in scope for reporting.

The resource outflows for 2025 show that 97% of total parcel packaging material is recyclable. This value represents our commitment to responsible sourcing of materials across the value chain, taking into consideration not only the materials we buy for internal use, but also their end-of-life potential for recycling.

Resource outflows - share of recyclable content in parcel packaging

	Unit	**2025**	**2024**
Total weight of recyclable parcel packaging	t	5,009	4,408
Overall total weight of parcel packaging	t	5,166	4,552
Recyclable content in parcel packaging share	**%**	**97.0**	**96.8**

EU Taxonomy disclosure.

Introduction.

The EU Taxonomy identifies a list of environmentally sustainable economic activities. The main aim is to provide companies, policymakers and investors with a common definition for directing investments towards sustainable projects and activities in order to reach the European Green Deal's objectives. The taxonomy therefore serves as a classification system to assess whether economic activities contribute towards one of the following six environmental objectives:

1. Climate change mitigation.
2. Climate change adaptation.
3. Sustainable use and protection of water and marine resources.
4. Transition to a circular economy.
5. Pollution prevention and control.
6. Protection and restoration of biodiversity and ecosystems.

The EU Taxonomy sets out reporting requirements, including the disclosure of information on the eligibility and alignment of a company's activities relative to the objectives, using key performance indicators (KPIs) for the proportion of sustainable turnover, capital expenditure (CapEx) and operational expenditure (OpEx). It also provides a list of activities which are relevant for reporting the aforementioned KPIs for the six different environmental objectives. The taxonomy regulation is supplemented by delegated acts which contain detailed technical screening criteria for determining when an economic activity can be considered sustainable. For Taxonomy-alignment two criteria need to be fulfilled: the technical screening criteria (a substantial contribution to the topic and that the activity does no significant harm to any other objective) and the guarantee of minimum safeguards.

As a company with more than 500 employees, Redcare Pharmacy falls into the scope of companies which are required to report eligibility and alignment for all six objectives. In order to do this, we performed a bottom-up analysis. Firstly, all activities were screened by the Sustainable Development and Finance departments to identify those that are relevant. Subsequently, all activities were discussed with several departments in the Company to determine which are eligible. Finally, the eligible activities were analyzed for alignment to the EU Taxonomy.

According to Articles 3 and 18 of the EU Taxonomy Regulation (EU 2020/852), all eligible activities were screened to determine whether they make a substantial contribution by meeting the technical screening criteria, do no significant harm to any other objective and guarantee the minimum safeguards, including respect for human rights. Only activities fulfilling all criteria mentioned in Article 3 were selected as aligned activities. The discrepancy between eligibility rates and alignment rates comes from activities where we could not substantiate the assessment on the "do no significant harm criteria" and / or minimum social safeguards.

Screening Redcare Pharmacy's activities for eligibility to the environmental objectives resulted in the conclusion that certain activities match the activity description of climate change mitigation, while no activities which contribute to the remaining taxonomy objectives were identified.

Calculation process KPIs.

Turnover, CapEx and OpEx were calculated using the Company's existing accounting and reporting structures. Business activities are labelled and posted by the Finance department as either turnover, CapEx or OpEx, so that the differentiation between the three is guaranteed. The different ledger accounts allocate expenditure and income to the various reporting categories. The Company has only identified eligible activities for Climate Change Mitigation, which means that there are no activities that could contribute towards multiple objectives. Therefore, it can be guaranteed that no double counting between the different objectives takes place.

In 2025, the taxonomy accounting was fully integrated into the ESRS reporting process. Continuous improvements to the taxonomy-reporting process and the development of controlling mechanisms keep the risk of errors to a minimum. The analysis for EU Taxonomy has been performed for the scope of entities equal to the scope of the consolidated financial reporting. No CapEx plans are in place. No CapEx or OpEx is planned for implementing actions for EU Taxonomy KPIs. Climate actions and resources will be planned and steered within the company's transition plan.

Our EU Taxonomy KPIs.

Based on the information currently available and a thorough analysis, Redcare Pharmacy has determined the 2025 EU Taxonomy-eligible and aligned economic activities per KPI as follows. None of the Company's activities are enabling activities and transitional activities as described in Section 2 of Article 10.

EU Taxonomy turnover assessment.

For Redcare Pharmacy's revenue streams, the EU Taxonomy-eligible revenue is determined to be 0.004%, namely EUR 0.1 million of the total revenue of EUR 2.9 billion.

Reference is made to note 5 of the notes to the consolidated Financial Statements. Since Redcare Pharmacy's main revenue streams are not outlined in the delegated regulations, there is a high non-eligibility rate. The most valid classification according to the statistical classification of economic activities in the European Community (NACE) on which the EU Taxonomy relies, would be as follows: G47 – Retail trade, except for motor vehicles and motorcycles, since retail of pharmaceuticals and beauty and personal care products is the core business of an online pharmacy. For NACE G47, however, no eligibility is defined yet.

The EU Taxonomy-eligible revenue of Redcare Pharmacy is marginal and related to the following economic activity:
- the collection and transport of non-hazardous waste in source-segregated fractions, which covers waste management practices at the two main warehouse and distribution facilities in Sevenum and Milan.

EU Taxonomy CapEx assessment.

For Redcare Pharmacy's CapEx streams, the EU Taxonomy-eligible CapEx is determined to be 29.3%, namely EUR 48.4 million of the total CapEx stream of EUR 166.2 million. Reference is made to the amounts presented as Additions in Note 13 and Note 14 of the Notes to the consolidated Financial Statements.

EU Taxonomy-eligible CapEx of Redcare pharmacy is related to the following economic activities:
- leasing of buildings as right-of-use assets for office and warehouse activities. EU Taxonomy-eligible CapEx in this category contained an error as it was not reported in 2024 and has since been restated for comparability. This restatement resulted in an increase in Taxonomy-eligible CapEx from EUR 42.15 million as previously reported in 2024, to EUR 47.95 million. The 2024 restated figure for category 7.7 (Acquisition and ownership of buildings) equates to 12.1% of overall CapEx.
- hardware investment for storing and processing of data through data centers with 100% renewable electricity.

EU Taxonomy OpEx assessment.

In general, the KPI OpEx as defined under the EU Taxonomy only covers direct, non-capitalized costs that relate to research and development, building renovation measures, short-term lease, maintenance and repair and any other direct expenditures relating to the operation of property, plant and equipment, e.g. cleaning costs. For Redcare Pharmacy, the sum of these costs results in overall operating costs of EUR 6.4 million, a share of 1.04% of our total selling and distribution and administrative expenses. The proportion of total OpEx that relates to taxonomy-eligible activities is determined by assessing the economic activities of the costs that are not capitalized but directly relate to assets on the balance sheet. In total, EUR 0.3 million and thus a share of 4.7% are eligible activities.

The EU Taxonomy-eligible OpEx costs can be linked to the following economic activities:
- data-driven solutions for GHG emissions reductions, including costs for software solutions to account and steer carbon emissions in line with Redcare Pharmacy's emissions reduction targets;
- the installation, maintenance and repair of energy efficiency equipment, which are costs for the maintenance of a heat pump at the Milan location;
- Storing and processing of data through data centres with 100% renewable electricity.

Proportion of turnover from products or services associated with taxonomy-aligned economic activities - 2025

				Substantial contribution criteria						Does not significantly harm									
Economic activities	**Code(s)**	**Absolute turnover (in EUR x 1.000)**	**Proportion of turnover**	**Climate change mitigation**	**Climate change adaptation**	**Water and marine resources**	**Circular economy**	**Pollution**	**Biodiversity and ecosystems**	**Climate change mitigation**	**Climate change adaptation**	**Water and marine resources**	**Circular economy**	**Pollution**	**Biodiversity and ecosystems**	**Minimum safeguards**	**Proportion of Taxonomy-aligned (A.1.) or -eligible (A.2.) turnover, 2024**	**Category enabling activity**	**Category transitional activity**
		EUR	%	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY ELIGIBLE ACTIVITY																			
A.1. Environmentally sustainable activities (Taxonomy aligned)																			
6.4. Operation of personal mobility devices, cycle logistics	N77.21	0	—%	N	N	N	N	N	N	N	N	N	N	N	N	N	— %		
5.5. Collection and transport of non-hazardous waste in source segregated fractions	E38.11	0	—%	N	N	N	N	N	N	N	N	N	N	N	N	N	— %		
Turnover of environmentally sustainable activities (Taxonomy-aligned)		0	—%	—%	—%	—%	— %	—%	—%								— %		
Of which enabling		0	—%														— %	E	
Of which transitional		0	—%														— %		T
A.2. Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL										
6.4. Operation of personal mobility devices, cycle logistics	N77.21	0	—%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.010 %		
5.5. Collection and transport of non-hazardous waste in source segregated fractions	E38.11	115	0.004%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.004 %		
Turnover of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		115	0.004%														0.005 %		
Total A.1. and A.2.		115	0.004%														0.005 %		
B. TAXONOMY NON-ELIGIBLE ACTIVITIES																			
Turnover of Taxonomy non-eligible activities		2,940,808	99.996%																
Total (A+B)		2,940,923	100.00%																

Proportion of CapEx from products or services associated with taxonomy-aligned economic activities - 2025

				Substantial contribution criteria						Does not significantly harm									
Economic activities	**Code(s)**	**Absolute CapEx (in EUR x 1.000)**	**Proportion of CapEx**	**Climate change mitigation**	**Climate change adaptation**	**Water and marine resources**	**Circular economy**	**Pollution**	**Biodiversity and ecosystems**	**Climate change mitigation**	**Climate change adaptation**	**Water and marine resources**	**Circular economy**	**Pollution**	**Biodiversity and ecosystems**	**Minimum safeguards**	**Proportion of Taxonomy-aligned (A.1.) or -eligible (A.2.) turnover, 2024**	**Category enabling activity**	**Category transitional activity**
		EUR	%	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY ELIGIBLE ACTIVITY																			
A.1. Environmentally sustainable activities (Taxonomy aligned)																			
6.4. Operation of personal mobility devices, cycle logistics	N77.21	0	—%	N	N	N	N	N	N	N	N	N	N	N	N	N	— %		
6.13. Infrastructure for personal mobility, cycle logistics	F43.32	0	—%	N	N	N	N	N	N	N	N	N	N	N	N	N	— %		
7.7. Acquisition and ownership of buildings	L68		—%	N	N	N	N	N	N	N	N	N	N	N	N	N	— %		
8.1 Data processing, hosting and related activities	J63.11		—%	N	N	N	N	N	N	N	N	N	N	N	N	N	— %		
CapEx of environmentally sustainable activities (Taxonomy-aligned)		0	—%	—%	—%	—%	—%	—%	—%								— %		
Of which Enabling		0	0.000%														**— %**	**E**	
Of which Transitional		0	0.000%														**— %**		**T**
A.2. Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL										
6.4. Operation of personal mobility devices, cycle logistics	N77.21	0	—%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								— %		
6.13. Infrastructure for personal mobility, cycle logistics	F43.32	0	—%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								— %		
7.7. Acquisition and ownership of buildings	L68	47,620	28.700%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								12.10 %		
8.1 Data processing, hosting and related activities	J63.11	818	0.500%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								— %		
CapEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		48,438	29.300%														12.10 %		
Total A.1. and A.2.		48438	29.300%														12.10 %		
B. TAXONOMY NON-ELIGIBLE ACTIVITIES																			
CapEx of Taxonomy non-eligible activities		117,727	70.70%																
Total (A+B)		166,165	100.00%																

Proportion of OpEx from products or services associated with taxonomy-aligned economic activities - 2025

				Substantial contribution criteria						Does not significantly harm									
Economic activities	**Code(s)**	**Absolute OpEx (in EUR x 1.000)**	**Proportion of OpEx**	**Climate change mitigation**	**Climate change adaptation**	**Water and marine resources**	**Circular economy**	**Pollution**	**Biodiversity and ecosystems**	**Climate change mitigation**	**Climate change adaptation**	**Water and marine resources**	**Circular economy**	**Pollution**	**Biodiversity and ecosystems**	**Minimum safeguards**	**Proportion of Taxonomy-aligned (A.1.) or -eligible (A.2.) turnover, 2024**	**Category enabling activity**	**Category transitional activity**
		EUR	%	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y; N; N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY ELIGIBLE ACTIVITY																			
A.1. Environmentally sustainable activities (Taxonomy aligned)																			
6.4. Operation of personal mobility devices, cycle logistics (short-term bike lease)	N77.21	0	—%	N	N	N	N	N	N	N	N	N	N	N	N	N	— %		
8.2. Data-driven solutions for GHG emissions reductions	J62	0	—%	N	N	N	N	N	N	N	N	N	N	N	N	N	— %		
7.3. Installation, maintenance and repair of energy efficiency equipment	F43.32	0	—%	N	N	N	N	N	N	N	N	N	N	N	N	N	— %		
8.1 Data processing, hosting and related activities	J63.11	0	—%	EL	N/EL	N/EL	N/EL	N/EL	N/EL										
OpEx of environmentally sustainable activities (Taxonomy-aligned)		0	—%	—%	—%	—%	—%	—%	—%								— %		
Of which Enabling		—	—%														— %	E	
Of which Transitional		—	—%														— %		T
A.2. Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL	EL; N/EL										
6.4. Operation of personal mobility devices, cycle logistics (short-term bike lease)	N77.21	0	—%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								0.90 %		
8.2. Data-driven solutions for GHG emissions reductions	J62	51	0.8%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								1.40 %		
7.3. Installation, maintenance and repair of energy efficiency equipment	F43.32	63	1.0%	EL	N/EL	N/EL	N/EL	N/EL	N/EL								1.10 %		
8.1 Data processing, hosting and related activities	J63.11	185	2.9%	EL	N/EL	N/EL	N/EL	N/EL	N/EL										
OpEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		299	4.7%														3.40 %		
Total A.1. and A.2.		299	4.7%														3.40 %		
B. TAXONOMY NON-ELIGIBLE ACTIVITIES																			
OpEx of Taxonomy non-eligible activities		6,079	95.3%																
Total (A+B)		6,378	100.0%																

Redcare does not carry out, fund or have exposures to the construction, operation or research and development of nuclear installations or fossil gas fuels generation, for none of the KPIs.

Row		2025
Nuclear energy related activities		
1.	The undertaking carries out, funds or has exposures to research, development, demonstration and deployment of innovative electricity generation facilities that produce energy from nuclear processes with minimal waste from the fuel cycle.	NO
2.	The undertaking carries out, funds or has exposures to construction and safe operation of new nuclear installations to produce electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production, as well as their safety upgrades, using best available technologies.	NO
3.	The undertaking carries out, funds or has exposures to safe operation of existing nuclear installations that produce electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production from nuclear energy, as well as their safety upgrades.	NO
Fossil gas related activities		
4.	The undertaking carries out, funds or has exposures to construction or operation of electricity generation facilities that produce electricity using fossil gaseous fuels.	NO
5.	The undertaking carries out, funds or has exposures to construction, refurbishment, and operation of combined heat/cool and power generation facilities using fossil gaseous fuels.	NO
6.	The undertaking carries out, funds or has exposures to construction, refurbishment and operation of heat generation facilities that produce heat / cool using fossil gaseous fuels.	NO



Social information.

At the core of our mission is a commitment to make medication and pharmaceutical services accessible to everyone. Equally important to us is the well-being of our employees, and workers in our value chain. Through targeted policies and actions, we strive to create lasting value for individuals, our team and society as a whole.

Insights into our strategic sustainability pillars, "Patient care" and "Employee care", are provided in the social section of the sustainability report.

Employee care: Starting everything with people.

We provide an empowering workplace with open doors for everyone.

The health and well-being of our employees is one of our top priorities. That's why we not only pay attention to safe working practices, but also offer company-wide health initiatives, such as ergonomics training, medical health scans and flu vaccinations.

But true health goes beyond the obvious and physical – it starts with a healthy mind. Therefore, we are committed to providing an inclusive environment that offers equal opportunities for learning, growth, and development. In addition, anti-stress seminars and online counseling services support the mental well-being of our employees. Because when you feel your best, you can do your best.

6 Culture of trust and integrity.

We strive to uphold ethical standards at every level of the company. This topic is reported in chapter G1, Business Conduct.

7 People development and equal opportunities.

We offer personal and professional growth opportunities for everyone.

5 Healthy, safe and satisfied employees.

We prioritise both physical and mental well-being by offering comprehensive health programmes, including anti-stress seminars and online counselling.

- Our *health initiatives* offer sports, vaccinations and free health scans.
- We go beyond physical health by offering *psychological counseling* and support.
- We *monitor employee satisfaction* through the employee net promoter score.
- Our *"pulse check" surveys* give us valuable insights into employee satisfaction.

8 Fair treatment of workers in the value chain.

We build a due diligence approach to ensure ethical working practices among suppliers.



7 EVENTS
focusing on physical health offered to employees at different locations.

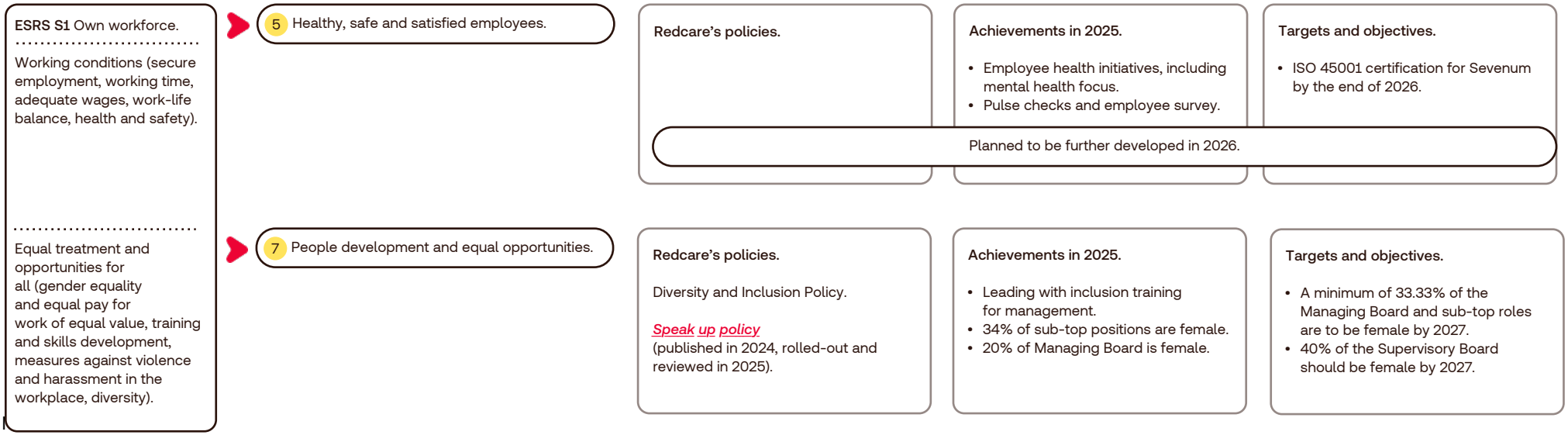
212 EMPLOYEES
used the mental health - online platform for counseling.

134 EMPLOYEES
office employees took part in webinars about good practices for mental health.

Empowering people and thriving together.

Own workforce.

Caring is at the core of our culture. Looking after our employees' health is our top priority – this includes caring about an inclusive culture where everyone can grow. The disclosures on own workforce include the following two material topics from the employee care pillar: Healthy, safe and satisfied employees and people development and equal opportunities and all related ESRS S1 Own workforce disclosures. Both material topics are linked to Redcare's dependency on human and intellectual input capital in delivering the best pharmaceutical, digital retail and delivery experience – until every human has their health. Due to EU Quick Fix Regulation, Redcare decided to focus on other material topics in 2025 and postponed the further development of policies, actions and targets for this material topic to 2026.



Impacts, risks and opportunities.

For detailed information on the process of identifying the material risks and opportunities please refer to the sections on Materiality assessment and stakeholder engagement. During the double materiality assessment, the risks and opportunities listed in the table below were identified as material and as a dependency of Redcare's strategy and business model. Yet, no negative or positive impacts crossed the materiality threshold during the assessment. Risks and potential impacts on workers arising from the implementation of climate mitigation objectives, are disclosed and addressed within Redcare's Climate Transition Plan.

Healthy, safe and satisfied employees.

Working conditions (secure employment, working time, adequate wages, work-life balance, health and safety).

Material impact or opportunity	Description	Time horizon
Risk | Own operations Loss of productivity and retention through poor working conditions.	Unsatisfied, unhealthy or unsafe employees tend to be less productive and retention rates decrease.	Short-term

People development and equal opportunities.

Equal treatment and opportunities for all (gender equality and equal pay for work of equal value, training and skills development, measures against violence and harassment in the workplace, diversity).

Material impact or opportunity	Description	Time horizon
Opportunity | Own operations Improved performance through the establishment of a great, diverse and inclusive workplace.	Fairly treated employees, working in a place that promotes inclusiveness and diversity, might stay longer, be more creative and perform better.	Long-term
Opportunity | Own operations Easier recruiting due to a broader talent pool	Good DEI practices help in recruiting talent, as Redcare becomes attractive to a broader talent pool.	Long-Term
Risk | Own operations Loss of employer attractiveness & competitiveness through lack of equal opportunities.	Failing to be an attractive employer in terms of gender equality and equal pay for work of equal value could risk employer attractiveness and negatively impact talent retention and acquisition.	Short-term
Opportunity | Own operations Retain and attract people and increase performance through people development.	People development drives innovation and productivity and fosters employee retention. It is moreover an employee and talent attraction factor.	Short-Term
| Own operations Loss of employer attractiveness & competitiveness through lack of people development.	Can lead to decreased employee productivity and employee attraction and retention. Creates a skills gap risk, particularly for tech skills, increasing the cost of business.	Short-Term

According to the CSRD Quick-Fix, only employees, not non-employees, are considered for the subsequent disclosures in 2025. This definition is in alignment with ESRS, and considers those who have an employment relationship with Redcare, i.e. those with a permanent, temporary and non-guaranteed hours contract. The quantitative metrics disclosures in the result section include all entities.

The qualitative disclosures of this chapter are given for core entities as defined here. Respectively, 85% of FTEs are covered by our approach and policies and the actions and resources described. As part of the renewed DMA in 2026, we plan to further specify the IROs related to our own workforce to enable a more precise definition of policies, actions, targets and KPIs.



Our approach and policies.

At Redcare, we are aware that our people are the key driver of value creation. By engaging with our employees, we recognize the opportunity to foster a positive work environment, enhance productivity and encourage innovation. We engage with our employees in various ways to enable their continuous growth, striving to offer them a safe environment where they feel free to express their views and make sure their voices are heard. Redcare commits to the UN Universal Declaration of Human Rights Article 19 to provide the right to freedom of opinion and expression. To facilitate this, several key rights are granted under Dutch law:

- The right to meet.
- The right to receive information.
- The right to consent.
- The right of initiative.
- The right to be heard.

A key driver for employee engagement is our internal communication across all entities, which includes various formats and channels such as regular letters from the Managing Board, town hall meetings or the internal portal and mobile app RedLive, especially for employees not working at a desk with a computer. Our leadership principles express an open invitation for exchange regardless of position or function.

In addition to the above, a works council is in place in Sevenum that provides a platform for dialogue and collaboration between employees and management. Its role extends beyond advocacy for employees and encompasses responsibilities that contribute to the Company's economic and social well-being. It consults with the management or the Managing Board and expresses its views on various economic and social topics. The works council comes together every second week and meets with the CEO on a quarterly basis and with HR on a bi-monthly basis.

The Speak Up Policy encourages employees to report any breaches of values or responsible business conduct as outlined in the Code of Conduct. Concerns can be raised with managers, HR, trusted persons, the Corporate Compliance team, or through the Speak Up line, operated by an independent provider allowing anonymous, 24/7 reporting in all languages via phone, portal, or app. Redcare ensures confidentiality, anonymity, non-retaliation and thorough investigation procedures, as detailed in the policy on our corporate website. Our 2024 employee survey showed that 74% of office and 81% of shop floor staff were aware of the Speak Up line. Further information is disclosed in the Governance information section.

Healthy, safe and satisfied employees.

At Redcare we start everything with people. Care starts with our own people as we believe that we will only move forward and succeed, if we have taken care of our people's needs first.

Redcare measures employee satisfaction using the Employee Net Promoter Score (eNPS), covering topics such as working conditions, leadership, change and health. Our last significant survey was conducted in 2024, and in 2025 we shared the results on employee satisfaction internally, accompanied by a thorough concept of addressing the results and creating follow-up initiatives to increase satisfaction in areas with development opportunities. Company-wide initiatives regarding standard processes, change, leadership and stress and workload are currently being developed. The Director of HR has the operational responsibility to ensure that there is active engagement and dialogue with key decision makers and to adjust processes when needed. To strengthen health and safety, Redcare aims to achieve ISO 45001 certification for the Sevenum logistics site by 2026 and is developing a Risk Assessment and Evaluation framework to standardize safety and environmental procedures across all sites.

People development and equal opportunities.

At Redcare, we open doors for everyone to embrace an inclusive culture and create equal opportunities. The two main policies addressing risks and opportunities related to people development and equal opportunities are the following: Firstly, Redcare's Diversity and Inclusion Policy which is publicly available on the corporate website; secondly, our Protocol for Transgressive Behavior, which is more an internal guideline defining behavior which is not tolerated and what constitutes discrimination (covering any difference in treatment on the basis of gender, age, origin, marital status, religion, sexual orientation, disability, political affiliation or employment contract), harassment, bullying, physical aggression or verbal abuse. Both policies are applicable to all Redcare entities and embody Redcare's commitment to Article 23 of the UN Universal Declaration of Human Rights – namely, the right to equal pay for equal work, without any discrimination.

As part of a thorough DMA update every two years, starting in 2026, all policies affected by the DMA outcome will be updated in the same year, including the Diversity and Inclusion Policy. The current policies are not formally aligned to internationally recognized guidelines, including the UN Guiding Principles on Business and Human Rights. Our policy approach is compliant with all discrimination legislation applicable to Redcare at the time of publishing this report. Redcare adopts an unbiased approach when reviewing employee input via our "Pulse Check" surveys, treating all input equally.

Actions and resources.

The disclosures on actions and resources are prepared only for Redcare core entities, while MedApp, smartpatient, MediService, and nu3, have connected HR strategies. This approach is transitional, with Redcare planning to integrate these entities into our group HR strategy over the coming years. MediService is the exception to this, which will remain as a standalone operation. Redcare's HR department address risks and opportunities company-wide.

Healthy, safe and satisfied employees.

Redcare offers company-wide healthcare initiatives including sports and well-being benefits. Through different educational seminars, the Company has focused on stress reduction and resilience, providing information on how to deal with and overcome stress at work. Redcare has appointed trained colleagues in the logistics and warehouse department as ‘Ergonomic Ambassadors’ to promote ergonomic best-practices on the shop floor. Redcare Pharmacy has a localized approach to safety measures, adhering to legal national requirements. We adhere to regulations relating to emergency responses. For our logistics sites in Sevenum and Milan, Business Continuity Plans were completed in 2025. Compensation and benefit offers, as well as employee development and leadership programs, are tailored to location-specific needs and support overall employee health and satisfaction.

In 2025, we created an onboarding video on our Code of Conduct and reporting channels for all employees joining Redcare core entities. In addition, reporting channels were implemented at nu3, one of Redcare's non-core subsidiaries. The Speak Up line was also rolled out to our new warehouse and logistics location in Pilsen. We evaluated our Speak Up line on a continuous basis with our HR colleagues to ensure that we improve our internal processes related to the handling of reports, follow up actions and creation of awareness within the organization. Further information is disclosed in the Governance section.

A workplace that *cares:* supporting physical and mental wellbeing.



Our commitment to the physical and mental health of our employees is reflected in the wide range of initiatives we offer. They include free eye checks, flu vaccinations and ergonomic advice. In 2025, seven physical health events were offered to employees across all locations. These included, for example, running competitions, football matches and dragon boat races. We go beyond physical health by providing psychological support through anonymous counseling via the Nilo online platform. 212 users benefited from access to anonymous counseling in 2025. A cornerstone of our psychological health efforts is our annual Mental Health Week, featuring guided meditation workshops and live webinars, which are tailored to address the unique needs of different employee groups.

7
EVENTS

for physical health offered to employees at different locations.

212
EMPLOYEES

benefited from access to anonymous counseling.

People development and equal opportunities.

We offer programs to all employees that foster continuous learning and skill development, reflecting our commitment to employee growth, productivity, and talent retention. Department needs are taken into consideration when designing such programs. New leadership principles, replacing the former Servant Leadership model, will be introduced in early 2026.

- **Continuous Learning:** To foster a culture of continuous learning, Redcare Pharmacy offers both digital and in-person development opportunities, including language courses and on-demand platforms. An internal learning marketplace complements these options. Employee and manager feedback is used to align skills with roles and identify learning needs, which are currently being integrated into the continuous learning framework.

- **RISE – Redcare's career development loop:** In 2023, we rolled out our RISE career development program that offers two check-ins per year to stay close to our people and their needs and support their personal and professional growth.

- **Organization Development:** Our Human Resource Information System (HRIS) improves management efficiency and provides transparent learning and social-indicator data aligned with CSRD and ESRS. It manages mandatory trainings, tracks completion, and allows us to upload our own learning content.

Managers receive an inclusive briefing, and the pool of candidates for leadership positions is represented equally by women and men. This approach helps promote equal opportunities. Furthermore, Redcare is providing training on "Leading with inclusion".

Targets.

In 2026, Redcare aims to further develop policies, actions and targets regarding both material topics to ESRS requirements. We have set the following targets for people development and equal opportunities:

- By 2027, a minimum of 33.33% of the Managing Board, 40% of the Supervisory Board and 33.33% of sub-top roles are to be female.

- We aim to employ up to 0.5% of our workforce from groups distanced from the labor market, either directly or through subcontractors. This includes people with disabilities, long-term unemployed individuals, refugees, those with limited skills, and under-represented communities. Reporting will rely on voluntary employee disclosures, and relevant data for 2025 is not yet available. Work to develop this remains ongoing, as the topic is important to Redcare.

Results.

General characteristics to understand all material topics.

Employee data is represented in the average number of FTE and headcount as at year-end basis to ensure the reconciliation of financial statements.

The tables below provide information on the number of employees at Redcare broken down according to contract type, gender and age group. From 2024, Redcare has included the data from all entities for all metrics related to its own workforce. For reasons of transparency, in the disclosure of the definitions of Social (ESRS) indicators in this report, we explicitly explain what is included per indicator in the Definitions appendix.

Total number of employees by gender

	2025		2024	
Gender	**Number of employees (headcount)**	**Number of employees (FTE)**	**Number of employees (headcount)**	**Number of employees (FTE)**
Male	1,441	1,135	1,117	953
Female	1,769	1,459	1,455	1,238
Other	1	1	0	0
Not reported	62	54	87	75
Total	**3,274**	**2,649**	**2,659**	**2,266**

The number of employees is reconciled with the average number employed in FTE on note 8 in the financial statements.

Number of employees (headcount) by age groups

Age Group	**2025**	**2024**
Below 30	674	588
Between 30 and 50	1,995	1,535
Above 50	604	535
Total	**3,273**	**2,659**

Total number of employees by region, contract type and gender	2025				2024			
	Female	Male	Other	Not reported	Female	Male	Other	Not reported
Number of employees (headcount)	1,769	1,441	0	64				
The Netherlands	1,060	924	0	20	879	672	0	42
Germany	411	357	0	17	357	336	0	22
Other	298	160	0	27	219	109	0	22
Total	**1,769**	**1,441**	**0**	**64**	**1,455**	**1,117**	**0**	**87**
Number of permanent employees (headcount)	1,246	877	0	40				
The Netherlands	585	384	0	3	528	325	0	5
Germany	390	345	0	16	333	301	0	20
Other	271	148	0	21	198	96	0	21
Total	**1,246**	**877**	**0**	**40**	**1,059**	**722**	**0**	**47**
Number of temporary employees (headcount)	338	282	0	18				
The Netherlands	318	272	0	13	270	230	0	30
Germany	4	2	0	—	24	33	0	2
Other	16	9	0	5	10	9	0	1
Total	**338**	**282**	**0**	**18**	**304**	**272**	**0**	**33**
Number of non-guaranteed hours employees (headcount)	184	283	0	6				
The Netherlands	156	269	0	4	81	117	0	7
Germany	23	14	0	2	0	2	0	0
Other	5	—	0	1	12	4	0	0
Total	**184**	**283**	**0**	**6**	**93**	**124**	**0**	**7**

Turnover rate.
The turnover rate is calculated using the total number of leavers (heads) divided by the total average number of employees (heads) in the given period (2025). The total number of people who left the organization in 2025 is 880. The absolute number of leavers increased consistent with an increased number of employees, while the total turnover rate stayed stable compared to the previous year.

Turnover metrics

	2025		2024	
	Number	Percentage	Number	Percentage
Turnover rate - total	880	26.9	733	27.6
Turnover rate - shop floor	623	39.1	391	34.9

Collective bargaining agreements and social dialogue.
Redcare does not have any agreement with its employees for representation by a European Works Council (EWC), a Societas Europaea (SE) Works Council or a Societas Cooperativa Europaea (SCE) Works Council. In Sevenum, a works council is in place. For employees not covered by collective bargaining agreements, working conditions and terms of employment are determined by local laws and market practices.

The following table provides information on the percentage of employees covered by collective bargaining agreements and workplace representation in countries of significant employment as of the end of 2025:

Percentage of employees covered by collective bargaining agreements and workplace representation

Coverage rate	Collective bargaining coverage	Workplace representation in EEA
0 - 19 %	Germany & the Netherlands	Germany
20 - 39 %	—	—
40 - 59 %	—	The Netherlands
60 - 79 %	—	—
80 - 100 %	—	—

Health and safety
All Redcare employees are covered by health and safety management systems based on legal requirements. The number of fatalities in own workforce as well as for other workers are reported below. The number of recordable work-related accidents is defined as the accidents which are reported externally to the respective external authorities across countries, while the rate is accidents per 1,000,000 hours worked. We are pleased to see the absolute and relative number of accidents decreasing significantly. The number of hours worked is based on an estimate.

Health and safety performance metrics

	Unit	2025	2024
Percentage of people in its own workforce who are covered by health and safety management system	%	100.0	100.0
Number of fatalities in own workforce	#	0	0
Number of fatalities of other workers	#	0	0
Number of recordable work-related accidents for own workforce	#	5	12
Rate of recordable work-related accidents for own workforce	Accidents per 1,000,000 hours worked	1.14	3.16

People development and equal opportunities.

Social protection.
All employees are covered by social protection against the loss of income from the start of employment at Redcare. The coverage applies to major life events, such as sickness and unemployment, employment injury and acquired disability, parental leave and retirement.

Gender distribution in top management.
Redcare has defined its top management in two sub-groups. First, the Managing Board. Second, the group of employees that hold the position of Directors and Executive Directors, referred to here as sub-top management. We are dedicated to expanding opportunities for a more gender-balanced representation at the top levels and throughout our entire organization. The table below provides an overview of the gender distribution in the top management.

In May 2025, Michael Köhler and Stephan Weber succeeded Frank Köhler and Henriette Peucker as members of the Supervisory Board, causing the proportion of female members to decline by 20%. We maintain a female share target of 40%. Further information on the composition of the Supervisory Board and appointments can be found in the Corporate Governance section of this report (see Supervisory Board).

Number of employees by gender in top management

	2025						2024					
Gender	**Sub-top**	**%**	**Managing Board**	**%**	**Supervisory Board**	**%**	**Sub-top**	**%**	**Managing Board**	**%**	**Supervisory Board**	**%**
Male	50	66	4	80	4	80	50	65	4	80	3	60
Female	25	34	1	20	1	20	26	34	1	20	2	40
Other	0	0	0	0	0	0	0	0	0	0	0	0
Not reported	0	0	0	0	0	0	1	1	0	0	0	0
Total	**75**	**0**	**5**	**100**	**5**	**100**	**77**	**100**	**5**	**100**	**5**	**100**

In compliance with Dutch legislation contained in the Inclusion Quota and Target Figures Act, we formulated gender diversity targets for 2027 for members of our Managing Board, Supervisory Board and the sub-top management. Our objective is to have 33.33% females in our Managing Board and sub-top management and 40% females in the Supervisory Board. As of 31 December 2025, our Managing Board consists of 1 woman and 4 men (20% female) and the sub-top management consists of 25 women and 49 men (34% female). The Supervisory Board consists of 1 woman and 4 men (20% female).

Remuneration metrics.
An adequate wage is the minimum remuneration that an employee is entitled to receive, which Redcare defines according to the statutory (mandatory) minimum wage per country. Whether this amount is considered adequate is established by the EU Directive 2022/2041 (Article 5, Directive (EU) 2022/2041). In countries where there is no minimum wage prescribed by law, namely Italy, Belgium and Switzerland, the adequate wages are determined by collective agreements. All employees at Redcare are paid adequate wages, in line with applicable benchmarks that are included in the Definitions section. The remuneration ratio between the highest paid employee and the median remuneration, excluding the highest paid individual, is shown in the table Remuneration metrics. This number indicates that the highest paid employee is paid 28.43 times the base salary of the median pay salary of all employees. In 2025, Redcare's previous CFO, Jasper Eenhorst, received a payout of outstanding incentives in connection with his departure from Redcare. As a result, the remuneration ratio comparing the CFO's total compensation to the median pay salary amounted to 41.30. This figure reflects a one-time payment related to his departure and does not represent regular annual compensation.

For 2025, Redcare discloses an average pay gap across all entities and all levels and functions equal to 2024. We are currently preparing the rollout of a new job architecture project which includes standardized definitions of salary bands for grades and functions. This was piloted within one of the Managing Board departments in 2025 and will be launched in 2026. The architecture will enable a like-for-like comparison of salaries per function from 2027 onwards. Currently, this structured approach with salary bands for grades and functions is in place for shop-floor employees in logistics. The results indicate a marginal pay gap below 5%, which is below the threshold that triggers a joint pay assessment under the EU Pay Transparency Directive.

Remuneration metrics

	Unit	**2025**	**2024**
Remuneration ratio	#	28.43	27.72
Gender pay-gap	%	10.4	16.3
Gender pay-gap shop-floor	%	2.5	4.1

Incidents, complaints and severe human rights impacts.
Redcare's definition of discrimination and undesired behavior as well as the channels to report these incidents and the complaints procedures can be found in Redcare's Code of Conduct, Speak Up Policy and in the Protocol for Transgressive Behavior.

During the reporting period, in total 12 complaints were raised through Redcare's reporting channels. Redcare had one reported incident of discrimination and zero complaints filed to National Contact Points for OECD Multinational Enterprises. There were no incidents of severe human rights incidents during the reporting period. No fines, penalties or compensation for damages related to any such complaints were imposed on Redcare.

Workers in the value chain.

This section reports on the potential negative impacts on workers in the value chain and related risks for Redcare related to ESRS S2 Workers in the Value Chain and Redcare's material topic fair treatment of workers in the value chain. Redcare's policy, strategy and actions regarding workers in the value chain remain under development.

ESRS S2 Workers in the value chain.

Working conditions, equal treatment, and other work-related rights.

8 Fair treatment of workers in the value chain.

Redcare's policies.

- Supplier code of conduct (dedicated policy planned to be developed in 2026).

Achievements in 2025.

- 75.6% of sourcing spend for core entities committed to our Supplier Code of Conduct.

Targets and objectives.

- Expanded due diligence approach by end of 2026.
- Continued engagement on our Supplier Code of Conduct.

Planned to be further developed in 2026.

Impacts, risks and opportunities.

Details on the process to assess materiality can be found in the sections on Materiality assessment and stakeholder engagement. In 2025, Redcare completed a comprehensive analysis of its social impacts, risks and opportunities in its value chain, which informed updated IROs, presented below.

Fair treatment of workers in the value chain.

Working conditions in the value chain.

Material impact or risk	Description	Time horizon
Negative Impact | Upstream and downstream VC Working conditions in the value chain.	Workers in manufacturing, logistics, and services may face unsafe conditions, long hours, or insecure jobs, affecting their health and wellbeing.	Short-term
Risk | Upstream and downstream VC Reduced supplier performance or non-compliance	Weak labor and safety practices among suppliers may cause business disruptions, legal risks, and reputational damage for Redcare.	Mid-term

Equal treatment and opportunities for all in the value chain.

Material impact or risk	Description	Time horizon
Negative Impact | Upstream and downstream VC Equal treatment and opportunities for value chain workers.	Limited oversight of suppliers may lead to unequal treatment or discrimination, especially against women, migrants, or people with disabilities.	Short-term

Other work-related rights in the value chain.

Material impact	Description	Time horizon
Negative Impact | Upstream and downstream VC Human rights of workers in value chain.	Weak oversight and limited transparency in apparel, personal protective equipment and cosmetics supply chains may expose workers to excessive hours, low pay, or forced and child labor.	Short-term
Risk | Upstream and downstream VC Non-compliance with labor regulation.	Manufacturing of textile medical goods and personal protective equipment may involve low wages or forced and child labor, posing compliance, legal, and reputational risks for Redcare.	Long-term

Our approach, policies, actions and resources.

In 2024, we launched our Supplier Code of Conduct (SCoC), which is our policy to manage material impacts, risks and opportunities related to workers in the value chain. Available on our website and governed by our Executive Director, Procurement, it sets out the principles and standards we expect along our value chain and aims to foster partnerships that benefit people and the planet. In defining these principles, we set expectations on established standards such as the Principles of the UN Global Compact, the Universal Declaration of Human Rights, the OECD Guidelines for Multinational Enterprises and the Principles of the Pharmaceutical Supply Chain Initiative. The provisions governing material impacts are to be found in the sections "Ethics and Compliance", "Health and Safety" and "Human Rights and Labor" of the SCoC.

During 2025, we engaged with suppliers across our markets to foster commitment to our Supplier Code of Conduct, aiming to have suppliers representing at least 75% of our total buying volume committed by year-end. Progress towards this target is reported in the Business Conduct chapter of this report. The target was developed through business consultation and market research, and applies to Redcare core entities and suppliers of products sold in our retail business.

In 2025, Redcare also conducted a social impact assessment for value chain workers, informed by human-rights due diligence requirements, to understand where potential impacts on value chain workers lie and resultant business risks. This assessment was conducted to prepare for upcoming due diligence regulation and followed three steps:

- Value chain mapping: We conducted a detailed mapping exercise to understand the various stakeholders and business relationships within our upstream and downstream suppliers. This included identifying relevant stakeholder groups, determining risk levels per product segment (e.g., PPE products) and supplier types (e.g., logistics, security services, etc.), classifying our business relationship (cause, connected to, contributing to), before mapping our suppliers accordingly.
- IRO identification and stakeholder engagement: Based on the findings of our value chain mapping, we conducted desktop research to derive supplier- and business-specific IROs. This was followed by interviews with internal business departments, and external suppliers to inform and verify the IRO assessment. We also assessed the effectiveness of existing controls, such as our SCoC.
- Social IRO register: We assessed the identified IROs in line with our DMA assessment methodology and criteria, based on the findings of desktop research and stakeholder feedback. This led to the development of a Social Impact Register, which we will use as the starting point to identify and develop mitigation measures, linked to our plan to develop an ESRS-aligned approach to human rights due diligence. The outcomes of our review of existing controls will also inform this, including any potential policy updates.

Planned actions and targets.

Next year, Redcare plans to continue its supplier engagement on the Supplier Code of Conduct, building on the successful steps made in 2025. We also plan to review and update our Supplier Code of Conduct to align with our Climate Transition Plan and other sustainability-related topics, using this to further our supplier engagement. To prepare for compliance with the EU Corporate Sustainability Due Diligence Directive and EU Forced Labor Directive, Redcare plans to develop ESRS aligned policies, actions and targets to effectively prevent, mitigate and remediate the above-mentioned impacts and risks by the end of 2026. This approach will be guided by the OECD Guidelines for Multinational Enterprises and will include processes and channels for engaging with value chain workers, and for value chain workers to raise concerns and processes to remediate negative impacts.

Results.

Share of sourcing spend that is covered by suppliers' commitment to the Supplier Code is reported in the results section of the Business Conduct chapter of this report.

Patient care: Providing access to healthcare for everyone.

We strive to improve the lives of patients.

We are committed to making medicines and pharmaceutical services affordable and accessible to all. With our expertise in pharmacy, retail and fulfilment, we're breaking down the barriers to healthcare for immobile people and those living in remote areas.

Through strong industry partnerships*, we are working to bring electronic prescriptions, electronic health records (EHR) and digital wallets to communities across Europe to improve access to healthcare. Our apps increase adherence, promote health literacy and empower patients to have informed discussions with their doctors.

1 Inclusive access to healthcare.

Removing barriers to good healthcare is the cornerstone of both our sustainability strategy and our overall corporate strategy.

Specifically, we have four objectives:

- *Accessibility:* Providing access for immobile people or those living in remote areas.
- *Availability:* Ensuring constant availability through optimized logistics.
- *Affordability:* Making medicine affordable for all income groups.
- *Awareness:* Contributing to health literacy through information.

2 Patient health and pharmaceutical excellence.

Strict pharmaceutical standards and quality control ensure the health of patients.

3 Responsible marketing.

Our communication to customers and patients builds trustful relationships.

4 Robust data privacy and security.

We protect personal and health data and customers' privacy.



13.5 MILLION
active customers served, with consistently high satisfaction rates.

100 PERCENT
of our marketing team trained in line with our Responsible Marketing Policy.

ISO 27701
Certification achieved

Innovating **to empower patients.**

*For more information on our industry associations and interest groups, see the Business Conduct chapter of this report.

Consumers and end-users.

We start everything with people. This section highlights the (potential) positive and negative impacts on consumers and end-users, as well as the associated financial opportunities and risks linked to ESRS S4 Consumers and end-users, covering the material topics: inclusive access to healthcare, patient health and pharmaceutical excellence, responsible marketing, robust data privacy and security. All consumers and end-users that could be materially impacted are included in the scope of this chapter. For Redcare, this means all patients and customers using the Redcare webshop, its products or pharmaceutical services. Furthermore, our disclosure details the various consumer segments affected by our operations and value chain – including those exposed to products that may pose health risks or increase the risk of chronic disease; consumers whose rights to privacy, data protection, freedom of expression, and non-discrimination might be compromised through our services; individuals who rely on accurate and accessible information to safely use our products; and particularly vulnerable groups such as children, rural residents, and financially disadvantaged individuals.

ESRS S4 Consumers and end-users.

Social inclusion of consumers and / or end-users (non-discrimination, access to products and services).	1 Inclusive access to healthcare.	**Redcare's policies.** *Inclusive access to healthcare policy* (updated in 2025)	**Achievements in 2025.** • Continuation of e-Rx and CardLink. • Further expansion of NOW! Network. • Increased adherence via MyTherapy app. • Leading test of EU (cross-border) e-prescriptions redemption in 2029.	**Targets and objectives.** • Rx online, digital EU wallet, connection to MyHealth@EU and access to electronic health records and medication plans across Europe for all RDC customers. • Activities to ensure that no one is left behind.
Personal safety of consumers and / or end-users (health and safety, protection of children).	2 Patient health and pharmaceutical excellence.	**Redcare's policies.** *Quality and safety practices* (extended in 2025).	**Achievements in 2025.** • Served over 13.5 M customers in accordance with our patient health and pharmaceutical excellence standards.	**Targets and objectives.** • Provide excellent quality and safety of products and services to Redcare's customers.
Social inclusion of consumers and / or end-users (responsible marketing practices).	3 Responsible marketing.	**Redcare's policies.** *Responsible marketing policy* (published in 2024).	**Achievements in 2025.** • Development and roll-out of responsible marketing policy.	**Targets and objectives.** • Responsible marketing training for all marketing employees.
Information-related impacts for consumers and / or end-users (privacy).	4 Robust data privacy and security.	**Redcare's policies.** *Information security practices*.	**Achievements in 2025.** • Maintained ISO 27001 certification. • Obtained ISO 27701 certification. • Established governance for AI compliance.	**Targets and objectives.** • Maintain ISO certificates. Substantiate NIS2 compliance with external assessment.

Impacts, risks and opportunities.

For detailed information on the process of identifying the material risks and opportunities please refer to the sections on Materiality assessment and stakeholder engagement.
The below risks, opportunities and negative and positive impacts were identified to be material in Redcare's Double Materiality Assessment.

Inclusive access to healthcare.

Social inclusion of consumers and / or end-users (non-discrimination, access to products and services).

Material impact, risk or opportunity	Description	Time horizon
Positive Impact | Downstream value chain Provision of access to healthcare.	Providing access to healthcare through medications and services can significantly improve customers' livelihoods.	Short-term
Negative Impact | Downstream value chain Failure to provide access to healthcare to disadvantaged patients.	There are patients who have limited access to quality medications due to poverty, remoteness, a lack of education or other factors. The consequences for such consumers can be severe.	Mid-term
Opportunity | Own operations, downstream value chain Provision of access to healthcare products and services.	Expanding access to healthcare through digital solutions can reach people who would otherwise lack access, benefiting both customers and sales, therefore influencing our potential revenue growth.	Short-Term

Patient health and pharmaceutical excellence.

Personal safety of consumers and / or end-users (health and safety, protection of children).

Material impact, risk or opportunity	Description	Time horizon
Negative Impact | Own operations Quality of pharmaceutical products and services.	Contaminated, counterfeit, or low-quality medications can harm patients' health and safety.	Short-term
Negative Impact | Downstream value chain Abuse or misuse of medications.	Redcare clearly communicates information regarding products in its assortment and their correct use, in order to ensure customers' health and safety.	Short-term
Negative Impact | Downstream value chain Harm to children from false medication.	Access to inappropriate or incorrect medications can pose severe risks to the health and safety of children.	Short-Term
Risk | Own operations, downstream value chain Quality of pharmaceutical products and services.	Quality of pharmaceutical products and services not only affects people's lives and health, failing to ensure the highest quality standards poses significant risks. Potential errors in dispensing medication, such as missed interaction checks, must be prevented to safeguard patient safety. Failure to ensure quality of these products and services may result in financial costs to Redcare through fines and / or litigation.	Short-Term

Robust data privacy and security.

Information-related impacts for consumers and / or end-users (privacy).

Material impact or risk	Description	Time horizon
Negative Impact | Own operations, downstream value chain Customer data privacy and security breaches.	Data privacy and security breaches, e.g. from credit card or prescription information, may significantly harm customers' interests. This extends to customer concerns regarding the use of personal information for secondary purposes or targeted advertising.	Short-term
Risk | Own operations Litigation and fines due to data privacy and security breaches.	Data privacy and security breaches can result in significant fines, litigation from affected customers or partners, as well as loss of reputation, increasing business costs.	Short-term

Responsible marketing.

Social inclusion of consumers and / or end-users (responsible marketing practices).

Material impact, risk or opportunity	Description	Time horizon
Positive Impact | Own operations, downstream value chain Responsible and educational marketing of medications and health services.	Effectively educating and informing customers about medications and their use, as well as associated services, can have positive health effects.	Short-term
Negative Impact | Downstream value chain Irresponsible marketing of drugs	For patients, drug overuse or misuse can cause injury or in some cases, death. If these practices happen at scale, they can have a large impact on patients and the public at large.	Short-term
Risk | Downstream value chain Loss of reputation or fines due to irresponsible marketing.	Irresponsible marketing, especially to vulnerable groups, may harm people and damage Redcare's reputation; it could also result in fines or litigation, increasing business costs.	Short-term
Opportunity | Downstream value chain Responsible and educational marketing of medications and health services as a driver of sales.	Effectively educating and informing consumers about medications and their proper use, as well as associated services, can drive brand recognition, customer retention and, ultimately, sales, driving revenue growth.	Short-Term

Our approach and policies.

At Redcare, we aim to contribute to better healthcare in line with 4As - Accessibility, Availability, Affordability and Awareness. This ambition is guided by four strategic objectives:
- Rx online availability across Europe, enabling us to serve prescription (Rx) markets;
- An EU digital identity wallet accessible throughout Europe;
- Cross-border access to electronic health records (EHRs) for patients across the EU; and
- Initiatives to ensure no one is left behind in accessing healthcare services.



Our approach aligns with international frameworks that uphold human rights and consumer interests, guided by:
- Article 25 of the Universal Declaration of Human Rights (UDHR) on health;
- Article 12 of the UDHR and Article 8 of the European Convention on Human Rights (ECHR) on privacy;
- Principle 11 on the UN Guiding Principles on Business and Human Rights; and
- Chapter VIII of the OECD Guidelines for Multinational Enterprises on consumer interests.

Our approach is implemented through four key policies, each addressing material impacts, risk and opportunities related to the 4As. These policies are applicable to all entities excluding MediService and ensure responsible, sustainable practices consistent with international standards.

Inclusive access to healthcare.
Our Inclusive Access to Healthcare Policy, revised in 2025, defines how Redcare intends to deliver accessible, available and affordable healthcare services and products - especially for disadvantaged consumers - while raising awareness[15]. Leadership lies with the CEO, while the Director of Public Affairs is responsible for the implementation and monitoring through annual board reviews and quarterly evaluations. Customer engagement is facilitated through Net Promoter Score (NPS) surveys and a robust complaint mechanism. The policy is available on our website.

Patient health and pharmaceutical quality.
Our 'Health, Quality and Safety (HQ&S)' policy outlines Redcare's commitment to achieving pharmaceutical excellence across the entire supply chain through the implementation of a comprehensive Quality Management System (QMS).

Under the leadership of the COO and Executive Director of Pharma Operations and Quality, our QMS is monitored quarterly to ensure continued alignment with industry best practices, including Good Distribution Practice (GDP) for Human and Veterinary Medicines and ISO 9001:2015 standards. Customer feedback is actively gathered through Net Promoter Score (NPS) surveys and direct service interactions, helping us continuously enhance the safety, quality and reliability of our services. The full policy is available on our corporate website.

15 See the Definitions section for how we define this.

Robust data privacy and security.
Furthermore, the Information Security Practices highlight Redcare's commitment to safeguarding customer data privacy and security, proactively preventing breaches, violations, and potential associated litigation or fines. The document further outlines Redcare's dedication to protecting the confidentiality, integrity and availability of data and information, while effectively managing risks through adherence to ISO/IEC 27001:2022, ISO/IEC 27701, GDPR and other international standards. Overseen by the CIO and Director of Corporate Compliance and Governance, implementation is monitored daily by certified data protection officers. Customer engagement is enhanced through NPS feedback and responsive customer service teams, with the Information Security Practices available online for public access.

Responsible marketing.
Lastly, the Responsible Marketing Policy, applicable to all Redcare core entities, aims to ensure that all communications align with our mission. It reflects Redcare's approach to promote responsible and educational marketing of medications and health services to enhance better health for everyone, but also improve Redcare's sales reputation and avoid potential fines. Oversight is provided by the Chief Commercial Officer (CCO) and Executive Director of Commercial Operations, with legal, compliance and marketing teams conducting thorough checks. Customer feedback is continuously gathered via NPS surveys, while any concerns are addressed promptly by customer service. The policy is aligned with the ICC Code and publicly accessible online.

By anchoring these policies into our operational model, we aim to ensure that every step we take reflects the overall objective to provide inclusive and high-quality healthcare services. We are committed to continuously evaluating and improving these policies, aligning them with internationally recognized standards and best practices to uphold our dedication to good healthcare.

We are not aware of incidents which equate to a failure to respect the UN Guiding Principles on Business and Human Rights, ILO Declaration on Fundamental Principles and Rights at Work, or OECD Guidelines for Multinational Enterprises that involve consumers and / or end-users.

Redcare's approach to engaging customers and addressing concerns.

Redcare Pharmacy integrates customer perspectives into its operations through structured mechanisms such as the Net Promoter Score (NPS) in real-time, daily customer service interactions and complaint management systems. External arbitration options, such as the European Commission's Dispute Resolution platform and the Dutch Consumer Arbitration Board, further support transparency. Complaints are tracked and analyzed systematically to identify trends and improve processes, with oversight by senior roles such as the Executive Director of Quality and the Director of Public Affairs. Potential negative impacts are addressed through structured processes and robust governance mechanisms detailed in the policies. Other feedback from these channels directly informs decisions and improvements in healthcare services, marketing strategies, and safety practices. Awareness of these channels is promoted through communication on Redcare's website and consistent engagement. Redcare also requires business partners to maintain equivalent complaint-handling systems aligned with its commitment to consumer trust and safety.

Engagement occurs across all stages of the customer journey, from product development to post-sale service, using direct feedback and collaboration with external bodies like patient advocacy groups. The Executive Director of Marketing, Director of Public Affairs and Executive Director of Quality oversee and ensure the operational and strategic implementation of these engagements.

The effectiveness of actions, engagement and whether customers are aware of and trust structures is assessed through NPS scores and regular reviews of customer concerns. Steps to address vulnerable groups include enhancing digital accessibility and advocating for policies to expand access to healthcare.

Planned actions and targets.

Inclusive access to healthcare.
To achieve our objectives, Redcare undertook the following actions in 2025:
- Analysis for potential opportunities to improve inclusivity; and
- External evaluation of the accessibility of our online shops.

Considering the accessibility of our online shops, all customer service inquiries are now resolved in both national and dominant migrant community languages, maintaining a 100% resolution rate year over year. The Company's digital channels (apps, webshop, newsletters) have achieved full WCAG 2.1 AA accessibility compliance, verified through external evaluation and continuous improvement initiatives.

In terms of geographic access, online pharmacies now deliver to 100% of German postal codes, ensuring national coverage based on IEGUS benchmarks[16]. According to the *Versorgungsmonitor*, which gathers data on 19 online pharmacies active in Germany - amongst them Redcare Pharmacy, over 30% of the German population are active customers of online pharmacies (ordering at least once per year). Redcare Pharmacy also leads in stakeholder collaboration, having built the OnHOME Alliance, now comprising 35 patient organizations, with plans to add 15 more annually.

[16] EGUS: The role of online pharmacies in the supply of medicines in Germany (link).

Informed by the results of this analysis and evaluation, Redcare will develop an action plan by the end of 2026 to further its positive impact on the health system. This analysis will consider the actions that Redcare could take to demonstrate tangible progress toward our overall goal of "Until every human has their health".

While no specific quantitative targets have yet been set, Redcare has established action plans and resources to address material impacts, risks and opportunities related to customers, centered around the 4As.

- **Accessibility**: Redcare actively engages in legislative advocacy, providing input to consultations for delegated and implementing actors for the European Health Data Space (EHDS) Regulation for cross-border e-prescriptions and patient summaries.To this end, it is involved in two EU projects to ensure online pharmacies are connected to the necessary infrastructures. The Company also collaborates with local pharmacies to extend online prescription services, especially in remote and underserved areas. In addition, Redcare advocates for the Digital EU Wallet to streamline healthcare access and continuously improves app usability with features such as language support and tools for visually impaired users.
- **Availability**: Redcare enhances service availability through 24/7 online shops, same-day and next-day delivery options and partnerships with healthcare systems to expand digital service offerings across Europe.
- **Affordability**: Affordability is promoted through advancement in capacity, automation and technology solutions, and the expansion of affordable in-house brands and loyalty programmes such as RedPoints that reward customer engagement and retention.
- **Awareness**: Through awareness and education initiatives, Redcare supports e-prescription literacy and health management via the MyTherapy app, which provides medication plans, pill reminders and treatment information to promote better health literacy.

Redcare Pharmacy remains committed to transparency, continuous improvement and inclusive access to healthcare—ensuring equitable health opportunities for all Europeans.

Patient health and pharmaceutical quality.
Redcare Pharmacy's Health, Quality and Safety approach promotes the responsible and educational marketing of medicines and health services to support better health for all. Continually improving the controls and processes that support this is particularly important as Redcare continues to grow its business presence across Europe. Progress is monitored through key performance metrics, including falsified medication alerts to ensure safe distribution, a quality score – a confidential measure of customer trust and satisfaction assessed by YouGov's BrandIndex – and a set of annually reported quality indicators that track the ongoing development and performance of our pharmacy operations. There are no targets adopted except the objective to provide excellent quality and safety of products and services to Redcare's customers.

To track and mitigate risks of falsified medications along the supply chain, Redcare strictly adheres to the Falsified Medicine Directive (FMD). All medicinal products are verified and decommissioned in a European database, with trends monitored through a real-time dashboard that tracks alert rates and scan accuracy. Alerts are analyzed for improvement opportunities. The Quality Team supports these initiatives, including systematic monitoring, advanced scanning technology and data-driven enhancements to the verification process. The objective of the European Medicines Verification System (EMVS) countries is to reach an alert rate of less than 0.05%; we are well below this target with an average of 0.01% in 2024 and 2025.

Customer trust, as measured by the BrandIndex score, is supported through strict quality assurance processes and customer-centric initiatives. The Pharma Compliance department is responsible for product assessments to ensure compliance with national and international standards, robust recall and defect-handling protocols and accessible product information. Additionally, customer complaints are meticulously logged, analyzed and addressed to drive service improvements, while independent internal and external audits validate quality and safety. Moreover, Redcare provides an annual overview of important quality and safety indicators to the Royal Dutch Pharmacists Association (KNMP). Full digitalization and monitoring of these indicators provide continuous insights and data on the quality and safety of our pharmaceutical services. These are used to continuously improve the care provided by our pharmacy and to serve our customers in accordance with our patient health and pharmaceutical excellence standards.

As part of our holistic approach to patient care, we have introduced a pilot for a repeat prescription service for patients with chronic conditions who have provided their consent. Through this service, Redcare ensures that prescriptions are obtained directly from the patient's doctor, helping to enhance medication adherence and reduce the burden on patients managing long-term therapies. Looking ahead, we will continue to expand our pharmaceutical guidance services in 2026, building on our commitment to reliable and patient-centered pharmaceutical care.

Robust data privacy and security.
The General Data Protection Regulation (EU) applies to all business lines and entities. However, being a pharmacy at its core, Redcare Pharmacy has a special responsibility to ensure exceptional data privacy and security that goes beyond legal requirements. Detailed information regarding the Company's comprehensive data privacy and security policies, processes and commitments can be found in Redcare Pharmacy's Information Security Practices, published on the Company's corporate website. Redcare's practices are audited in a combined ISO/IEC 27001 and ISO/IEC 27701 audit and have been validated without conditions, ensuring the confidentiality, integrity and availability of information the Company handles. The scope of the certification covers Redcare Pharmacy's risk assessment and risk mitigation practices and security controls. In addition, the Company maintains compliance with the NIS2 Directive's cybersecurity risk-management and incident-reporting requirements. The objective for 2026 is to maintain both ISO/IEC 27001 and ISO/IEC 27701 certifications and substantiate NIS2 compliance with an external assessment. No target has been defined.

To enhance transparency on data breaches in 2025, Redcare expanded reporting on personal data breaches in alignment with the GDPR to the respective Data Protection Authorities. In 2025, two substantiated breaches were reported to the relevant authority, one induced by a subcontractor. Consistent with 2024, no enforcement actions were taken. In case of a breach affecting human rights, Redcare would assess whether remediation needs to be taken.

Each employee receives training on data protection and security, privacy and cybersecurity, at a minimum once a year in an annual awareness campaign, with all new employees receiving security-awareness training as part of their onboarding. Additionally, an annual security awareness campaign ("Security Awareness Month") contributes, among other things, to a continuous increase in awareness of security topics among employees. A particular focus in 2025 was placed on phishing awareness, supported by a specialized phishing learning-management platform that provides targeted education and simulated exercises. Further, Redcare took steps to ensure AI compliance, including the hiring a full-time role dedicated to the topic, and establishing processes to adhere to the EU AI Act.

Redcare Pharmacy has concluded data protection agreements or addenda with its service providers to require that the same level of confidentiality and data security is implemented by its subcontractors. A service provider management system has been implemented. Redcare Pharmacy has the right to perform audits to monitor subcontractors' compliance with the agreed technical and organizational measures for data use and data security. Dedicated resources within the Corporate Compliance and Governance department are allocated to support these activities, including a newly established focus on AI compliance with dedicated personnel to ensure the responsible and lawful use of AI technologies.

Responsible marketing.
Redcare Pharmacy's Responsible Marketing (RM) approach to promote responsible and educational marketing of medications and health services to enhance better health for everyone focuses on ethical practices aligned with brand values and compliance with legal requirements. Our approach to implementing ethical marketing principles continues to be strengthened through a series of initiatives. These include:

- Holistic guidance for patients: Our webshop offers complementary advice and products that may be beneficial when used together. This approach helps patients achieve optimal therapy outcomes — for example, by highlighting products that can help reduce or manage potential side effects — thereby supporting informed, safe and responsible purchasing decisions.
- Implementation of safeguards in our online shops: For certain sensitive products, purchase limits have been introduced to prevent misuse or potential abuse and promote the responsible use of medicines, reflecting our commitment to patient health and well-being.
- Improved patient transparency: We proactively inform patients of important updates — such as medicine substitutions — at the earliest opportunity. This approach reduces unnecessary communication, minimizes product returns and improves medication adherence, ultimately supporting efficiency and a better overall experience.
- Training of marketing team members of the new Responsible Marketing Policy (RM). We're educating our own workforce on our expectations on responsible marketing. We set a target to achieve a 100% training rate for all marketing team members on the new RM policy and RM principles by the end of 2025. In 2025, we were able to meet this target. For 2026, all new starters in our marketing team will be required to complete this training as part of their onboarding.

The budget for these initiatives is covered as part of the personnel costs of the marketing and pharmaceutical compliance teams, ensuring that the necessary resources are allocated to training, awareness campaigns and the implementation of safeguards.



Governance information.

Sustainable business practices need strong governance as a foundation. By establishing clear policies, robust risk management processes and effective oversight, we aim to drive responsible growth and long-term value creation.

This section contains disclosures related to the ESRS standard on Business Conduct. Broader disclosures on the roles of management and supervisory bodies can be found in the section “Strategy and governance for sustainable growth”.

Business conduct.

Redcare identified one governance topic as material, namely a culture of trust and integrity. The material IROs for this topic include the respective sub-topics - on business conduct policies, corporate culture and whistleblower protection (G1-1), prevention and detection as well as incidents of corruption and / or bribery (G-3 and G1-4) - material. Furthermore, political influence and lobbying activities (G1-5) is assessed to be material. Although in Redcare's business it is closer to our material topic of inclusive access to healthcare, with respect to the structure of the ESRS this topic is reported in this governance section and mainly deals with transparency aspects of these disclosure requirements.

ESRS G1 Business conduct.

Corporate culture, protection of whistle-blowers, political engagement and lobbying activities, corruption and bribery.

6 Culture of trust and integrity.

Redcare's policies.

- Code of Conduct.
- Speak Up Policy (published in 2024).
- Public Affairs Policy.
- Stakeholder Engagement Policy.
- Anti-bribery and Corruption Policy.

Achievements in 2025.

- Awareness building around Speak Up Policy.
- Roll-out of anti-bribery and corruption training to at-risk functions.

Targets and objectives.

- Continue policy engagement at EU and national level.

Impacts, risks and opportunities.

For detailed information on the process of identifying the material risks and opportunities please refer to the sections on Materiality assessment and stakeholder engagement.
The below risks, and negative and positive impacts were identified to be material in the 2024 materiality assessment.

Culture of trust and integrity.

Corporate culture.

Material impact or risk	Description	Time horizon
Negative Impact | Upstream value chain, own operations, downstream value chain Impacts of non-compliance on stakeholders.	A poor compliance culture would lead to stakeholders being negatively affected by fraudulent activity, intentional misinformation or insider dealings.	Short-term
Risk | Upstream value chain, own operations, downstream value chain Costs and reputational damage from compliance incidents.	Poor compliance culture and compliance incidents, such as bribery or corruption, or negligence towards business regulation, can result in significant fines, loss of business and diminished trust from investors, impacting cost of business and reduced financial performance.	Short-term

Protection of whistleblowers.

Material impact or risk	Description	Time horizon
Negative Impact | Upstream value chain, own operations, downstream value chain Failure to protect whistleblowers.	Failure to protect whistleblowers from retribution may result in significant and irreversible career damage for an individual	Short-term

Political engagement and lobbying activities.

Material impact	Description	Time horizon
Positive Impact | Own operations, downstream value chain Political engagement that advances digital health system.	Political engagement may unlock the benefits of digital healthcare and e-commerce for consumers and society, including reduced costs, improved access, and better information.	Mid-term
Negative Impact | Own operations Political engagement that fails to advance digital health system.	Failure of political engagement to unlock the healthcare benefits of digital healthcare for customers may result in missed opportunities or increased influence from stronger lobbying by established industry players.	Mid-term

Corruption & bribery.

Material impact	Description	Time horizon
Negative Impact | Upstream value chain, own operations, downstream value chain Impacts of corruption and bribery on stakeholders.	Corruption and bribery may negatively impact stakeholders through fraudulent activities, deliberate misinformation, or insider dealings	Short-term

Our approach, policies and actions.

Business conduct policies and corporate culture.
The success of Redcare is built on the trust and confidence the Company enjoys among patients, customers, suppliers, investors and employees. Accordingly, high standards of behaving with integrity and responsibility are set for the Company as a whole and for each individual employee. In addition, compliance with relevant laws, regulations and best practices is a matter of highest priority for us and forms the foundation for everything we do. This includes, among other things, the respect and protection of workers' and human rights, providing a safe work environment, the avoidance of cartel violations, corruption and bribery or the acceptance of advantages and other illegal business practices, as well as compliance with all pharmaceutical requirements. The below disclosures address the material IROs on Corporate Culture.

At Redcare we are committed to upholding the principles of integrity and correct behavior. These principles are laid down in our Code of Conduct, and together with our Speak Up Policy, form the foundation of our Company culture.

Our Code of Conduct is intended to help employees implement our key principles and values in their everyday working life and to give guidance on responsible business conduct. The Code of Conduct is published on our website and provides a framework where internally available sub-policies and principles are defined to cover a specific topic such as Labor Principles, an Anti-bribery and Corruption Policy, as well as an Anti-Trust Policy. Our corporate policies are all approved by the Managing Board and those published on our corporate website are also approved by our Supervisory Board.

Our compliance program (including training) is designed to raise awareness of everyone's responsibility to uphold Redcare's business principles and to speak up in case of any irregularities. We tailor our compliance training and communication to the different roles with the aim to reach full coverage and understanding across the whole organization, preferably in our employee's own language. The frequency and depth of coverage depends on the subject matter and the target audience. Examples of our undertakings to create awareness and training on business conduct are: all-hands meetings, workshops and trainings, flyers, posters and wiki-pages. In 2026, we are planning to continue our awareness building around Speak Up, and our Code of Conduct. Our Code of Conduct and reporting channels are integrated in our onboarding program for all employees joining Redcare.

Our employees and external stakeholders are provided with the opportunity to speak up about any (potential) misconduct or (alleged) irregularities without fear of retaliation. In addition, reports can also be submitted to internal and external trusted counsels. All reports are diligently assessed and, where needed, investigated by relevant experts. Quarterly reports are submitted to the Managing Board and bi-annual updates to the Audit Committee, covering cases, actions and effectiveness. Appropriate actions are taken if and where needed. The Speak Up Policy and Code of Conduct can be found on the Company's website.

In 2025, 12 reports were addressed through our Speak Up Line, giving us confidence that our employees are aware and know how to use our Speak Up reporting channels. Outside of Speak Up reports, no other concerns related to the Code of Conduct were reported to the Managing Board or the Supervisory Board. The process is owned by the Director, Corporate Compliance & Governance. There were no significant instances of non-compliance with laws and regulations, and no significant fines were paid or non-monetary sanctions incurred during the reporting period.

Prevention, detection and incidents of corruption and bribery.
Redcare's Code of Conduct defines the general guidelines regarding anti-bribery and corruption. As part of its anti-bribery and corruption compliance program, Redcare published a dedicated policy on preventing and detecting corruption and bribery in November, which replaced the existing Gift and Hospitality Policy. Within Redcare, certain functions, including members of the Managing Board, pose elevated risks for corruption and bribery due to their involvement in critical financial transactions, interactions with the public sector and sensitivity to regulatory compliance. These functions at risk, were enrolled in an anti-bribery and corruption training program. Allegations and incidents of corruption and bribery can be reported through the existing channels as set out in the Speak Up policy. The CFO is accountable for Corporate Compliance including anti-corruption and bribery. There is no separate investigation committee from the chain of management involved in the matter. The Director Corporate Compliance and Governance and the General Counsel support business and functional teams on a continuous basis in their activities and relationships. Anti-bribery and corruption risks are managed in accordance with our risk management system. Redcare has not been convicted for any violations of anti-corruption and anti-bribery laws.

Political influence and lobbying activities.
Redcare's political engagement and public affairs activities aim to unlock the positive potential for people and their health by supporting an improved and fully digital patient journey. At the same time, these efforts embrace the opportunities inherent in Redcare's business model while addressing the material IROs related to political influence, as described in the Inclusive access to healthcare chapter.

We have established clear principles to ensure that all political engagement is conducted in an ethical, fair, open, transparent and accountable manner. These principles are set out in our Public Affairs Policy, which applies to all employees. Redcare is listed in the EU Transparency Register (ID Number: 337860539739-52) as well as in the German 'Lobbyregister' (ID Number: R001374). Responsibility for political engagement and public affairs lies with Redcare's Director of Public Affairs, under the oversight of the CEO, who serves as the accountable representative on the Managing Board. None of the members of Redcare's Managing Board or Supervisory Board held a comparable position in public administration in the two years preceding their appointment.

Redcare is an active member of several associations that represent the collective interests of like-minded organizations. Through these memberships, Redcare contributes to shared efforts that achieve greater impact than individual lobbying activites could deliver. In 2025, Redcare was a member of the following associations and interest groups:

- European association of e-pharmacies (EAEP)
- Allianz für Cyber-Sicherheit des Bundesamtes für Informationstechnik
- Bitkom – Bundesverband Informationswirtschaft, Telekommunikation und neue Medien e.V.
- Wirtschaftsrat der CDU e.V.
- Bundesverband Deutscher Versandapotheken (BVDVA)
- The Dutch Employers' Federation VNO-NCW
- Deutsch-Niederländische Handelskammer (DNHK)
- Bundesverband Managed Care e.V. (BMC)
- Bundesverband Gesundheits-IT e.V. (bvitg)
- Qualitätsring Medizinische Software e.V. (QMS)
- E-Rezept Enthusiasten
- Associazione di rappresentanza della distribuzione primaria farma e salute (ASSORAM)
- Verein der Schweizerischen Versandapotheken (VSVA)

Redcare did not engage in political contributions by means of financial or in-kind support provided directly to political parties, their elected representatives or persons seeking political office. Indirect financial political contributions, including sponsoring of political organizations in the DACH and international region are as disclosed in the Results section.

Results.

The table Breakdown of political contributions showcases the breakdown of the total monetary amount of political contributions made by all Redcare controlled entities in 2025. The results are split between DACH (comprising of business activities in Germany, Austria and Switzerland) and International (comprising of business activities in France, Italy, Belgium and the Netherlands) segments.

Redcare reports the progress towards the target of 75% of the net sourcing spend for Redcare core entities being spent with suppliers that have committed to our Supplier Code of Conduct by 2025. Core entities are defined in line with our sustainability reporting boundary, detailed in the Definitions chapter. Among other topics, this code covers rights and working conditions along our value chain, please refer to the Workers in the value chain section of this report for more specific information on this. As of end of 2025, the result achieved is 75.6%. This table further details the spend of Redcare that is covered by the supplier's commitment to the Supplier Code of Conduct, split into Redcare total spend and spend at Redcare core entities. The results showcase the commitment that Redcare has in order to ensure that the suppliers within the value chain are committed to sustainability in a measurable manner.

Breakdown of political contributions

in EUR x1,000			2025			2024
Beneficiary Type	**DACH**	**International**	**Total**	**DACH**	**International**	**Total**
Healthcare associations	194	333	527	323	111	434
Digitalization associations	38	154	192	31	100	131
Party-affiliated associations	8	0	8	8	0	8
Trade associations	1	11	12	1	6	7
Event sponsoring	32	0	32	69	0	69
Total	**273**	**498**	**771**	**433**	**217**	**650**

Supplier Code of Conduct

	Unit	**2025**	**2024**
Sourcing spend Redcare	MEUR	2,440.0	1,919.0
Sourcing spend Redcare core entities	MEUR	1,836.0	1,448.0
Sourcing spend Redcare by Supplier Code of Conduct	%	56.9	21.6
Sourcing spend Redcare core entities by Supplier Code of Conduct	**%**	**75.6**	**30.1**

Reference table.

The following tables list all of the ESRS disclosure requirements in ESRS 2 and Redcare's material topical standards. We have omitted all the disclosure requirements in the topical standards E3 and S3 as these are below our materiality thresholds. The tables can be used to navigate to information relating to a specific disclosure requirement in the sustainability statements. The tables also show where we have placed information relating to a specific disclosure requirement that lies outside of the sustainability statements and is 'incorporated by reference' to other sections in this Annual Report. In cases where a topical standard is material and a certain disclosure requirement was omitted, an explanation for this is provided below.

Cross-cutting standards

Disclosure requirements		Reference	Explanation
ESRS-2 – General disclosures			
BP-1	General basis for preparation of sustainability statements	Basis for preparation	
BP-2	Disclosures in relation to specific circumstances	Basis for preparation	
GOV-1	The role of the administrative, management and supervisory bodies	Strategy and governance	
GOV-2	Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies	Strategy and governance	
GOV-3	Integration of sustainability-related performance in incentive schemes	Strategy and governance	
GOV-4	Statement on due diligence	Statement on sustainability due diligence	
GOV-5	Risk management and internal controls over sustainability reporting	Strategy and governance	
SBM-1	Strategy, business model and value chain	Strategy and governance	
SBM-2	Interests and views of stakeholders	Materiality assessment and stakeholder engagement	
SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	Materiality assessment and stakeholder engagement; Additionally see chapters on respective disclosures (Environmental, Social, Governance)	Additional entity-specific disclosures are provided for certain material IROs at a topic level (specific chapters)
IRO-1	Description of the processes to identify and assess material impacts, risks and opportunities	Materiality assessment and stakeholder engagement	
IRO-2	Disclosure requirements in ESRS covered by the undertaking's sustainability statement	Reference table;	

Disclosure requirements		Reference	Explanation
ESRS E1 – Climate change			
ESRS 2 GOV-3	Integration of sustainability-related performance in incentive schemes	Strategy and governance	
E1-1	Transition plan for climate change mitigation	Environmental - Climate change	
ESRS 2 SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	Environmental - Climate change	
ESRS 2 IRO-1	Description of the processes to identify and assess material climate-related impacts, risks and opportunities	Materiality assessment and stakeholder engagement	
E1-2	Policies related to climate change mitigation and adaptation	Environmental - Climate change	
E1-3	Actions and resources in relation to climate change policies	Environmental - Climate change	
E1-4	Targets related to climate change mitigation and adaptation	Environmental - Climate change	
E1-5	Energy consumption and mix	Environmental - Climate change	
E1-6	Gross Scopes 1, 2, 3 and total GHG emissions	Environmental - Climate change	
E1-7	GHG removals and GHG mitigation projects financed through carbon credits	Environmental - Climate change	Not applicable for reporting year 2025
E1-8	Internal carbon pricing	Environmental - Climate change	
E1-9	Anticipated financial effects from material physical and transition risks and potential climate related opportunities		Phase-in omission option used for all data points in DR E1-9 in line with ESRS Annex I to Delegated Regulation (EU) 2023/2772

Disclosure requirements		Reference	Explanation
ESRS E2 – Pollution			
ESRS 2 IRO-1	Description of the processes to identify and assess material pollution-related impacts, risks and opportunities	Materiality assessment and stakeholder engagement	
E2-1	Policies related to pollution	Environmental - Pollution	
E2-2	Actions and resources in relation to pollution	Environmental - Pollution	
E2-3	Targets related to pollution	Environmental - Pollution	
E2-4	Pollution of water	Environmental - Pollution	
E2-5	Substances of concern	Environmental - Pollution	
E2-6	Anticipated financial effects from pollution-related impacts, risks & opportunities		Phase-in omission option used for all data points in DR E2-6 in line with ESRS Annex I to Delegated Regulation (EU) 2023/2772

Disclosure requirements		Reference	Explanation
ESRS E3 - Water and marine resources			**Not a material topic**
ESRS 2 IRO-1	Description of the processes to identify and assess material pollution-related impacts, risks and opportunities	Materiality assessment and stakeholder engagement	

Disclosure requirements		Reference	Explanation
ESRS E4 – Biodiversity and ecosystems			
E4-1	Transition plan and consideration of biodiversity and ecosystems in strategy and business model	Environmental - Biodiversity	
ESRS 2 SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	Environmental - Biodiversity	
ESRS 2 IRO-1	Description of processes to identify and assess material biodiversity and ecosystem-related impacts, risks and opportunities	Materiality assessment and stakeholder engagement	
E4-2	Policies related to biodiversity and ecosystems	Environmental - Biodiversity	
E4-3	Actions and resources related to biodiversity and ecosystems	Environmental - Biodiversity	
E4-4	Targets related to biodiversity and ecosystems	Environmental - Biodiversity	
E4-5	Impact metrics related to biodiversity and ecosystems change	Environmental - Biodiversity	
E4-6	Anticipated financial effects from biodiversity and ecosystem-related risks and opportunities		Phase-in omission option used for all data points in DR E4-6 in line with ESRS Annex I to Delegated Regulation (EU) 2023/2772

Disclosure requirements		Reference	Explanation
ESRS E5 – Resource use and circular economy			
ESRS 2 IRO-1	Description of the processes to identify and assess material resource use and circular economy-related impacts, risks and opportunities	Materiality assessment and stakeholder engagement	
E5-1	Policies related to resource use and circular economy	Environmental - Circularity	
E5-2	Actions and resources related to resource use and circular economy	Environmental - Circularity	
E5-3	Targets related to resource use and circular economy	Environmental - Circularity	
E5-4	Resource inflows	Environmental - Circularity	
E5-5	Resource outflows	Environmental - Circularity	
E5-6	Anticipated financial effects from resource use and circular economy-related impacts, risks and opportunities		Phase-in omission option used for all data points in DR E5-6 in line with ESRS Annex I to Delegated Regulation (EU) 2023/2772

Disclosure requirements		Reference	Explanation
ESRS S1 – Own workforce			
ESRS 2 SBM-2	Interests and views of stakeholders	Social - Own workforce	
ESRS 2 SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	Social - Own workforce	
S1-1	Policies related to own workforce	Social - Own workforce	
S1-2	Processes for engaging with own workers and workers' representatives about impacts	Social - Own workforce	
S1-3	Processes to remediate negative impacts and channels for own workers to raise concerns	Social - Own workforce	
S1-4	Taking action on material impacts on own workforce, and approaches to mitigating material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions	Social - Own workforce	
S1-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	Social - Own workforce	
S1-6	Characteristics of the undertaking's employees	Social - Own workforce	
S1-7	Characteristics of non-employee workers in the undertaking's own workforce		Phase-in omission option used for all data points in DR S1-7 in line with ESRS Annex I to Delegated Regulation (EU) 2023/2772
S1-8	Collective bargaining coverage and social dialogue	Social - Own workforce	
S1-9	Diversity metrics	Social - Own workforce	
S1-10	Adequate wages	Social - Own workforce	
S1-11	Social protection		Phase-in omission option used for all data points in DR S1-11 in line with ESRS Annex I to Delegated Regulation (EU) 2023/2772
S1-12	Persons with disabilities		Phase-in omission option used for all data points in DR S1-12 in line with ESRS Annex I to Delegated Regulation (EU) 2023/2772
S1-13	Training and skill development		Phase-in omission option used for all data points in DR S1-13 in line with ESRS Annex I to Delegated Regulation (EU) 2023/2772
S1-14	Health and safety metrics	Social - Own workforce	Phase-in omission option used for all data points in DR S1-14 in line with ESRS Annex I to Delegated Regulation (EU) 2023/2772
S1-15	Work-life balance metrics		Phase-in omission option used for all data points in DR S1-15 in line with ESRS Annex I to Delegated Regulation (EU) 2023/2772
S1-16	Compensation metrics (pay gap and total compensation)	Social - Own workforce	
S1-17	Incidents, complaints and severe human rights impacts	Social - Own workforce	

Disclosure requirements		Reference	Explanation
ESRS S2 – Workers in the value chain			
ESRS 2 SBM-2	Interests and views of stakeholders	Materiality assessment and stakeholder engagement	
ESRS 2 SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	Social - Workers in the value chain	
S2-1	Policies related to value chain workers	Social - Workers in the value chain	
S2-2	Processes for engaging with value chain workers about impacts	Social - Workers in the value chain	
S2-3	Processes to remediate negative impacts and channels for value chain workers to raise concerns	Social - Workers in the value chain	
S2-4	Taking action on material impacts on value chain workers, and approaches to managing material risks and pursuing material opportunities related to value chain workers, and effectiveness of those actions	Social - Workers in the value chain	
S2-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	Social - Workers in the value chain	

Disclosure requirements		Reference	Explanation
ESRS S3- Affected communities			**Not a material topic**
ESRS 2 SBM-2	Interests and views of stakeholders	Materiality assessment and stakeholder engagement	
ESRS 2 SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model		not material, no chapter on this needs to be published

Disclosure requirements		Reference	Explanation
ESRS S4 – Consumers and end-users			
ESRS 2 SBM-2	Interests and views of stakeholders	Materiality assessment and stakeholder engagement	
ESRS 2 SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business mode	Social - Consumers and end-users	
S4-1	Policies related to consumers and end-users	Social - Consumers and end-users	
S4-2	Processes for engaging with consumers and end-users about impacts	Social - Consumers and end-users	
S4-3	Processes to remediate negative impacts and channels for consumers and end-users to raise concerns	Social - Consumers and end-users	
S4-4	Taking action on material impacts on consumers and end-users, and approaches to managing material risks and pursuing material opportunities related to consumers and end-users, and effectiveness of those actions	Social - Consumers and end-users	
S4-5	Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	Social - Consumers and end-users	

Disclosure requirements		Section / report	Explanation
ESRS G1 – Business conduct			
ESRS 2 GOV-1	The role of the administrative, supervisory and management bodies	Strategy and governance	
ESRS 2 IRO-1	Description of the processes to identify and assess material impacts, risks and opportunities	Strategy and governance	
G1-1	Corporate culture and business conduct policies	Governance - Business conduct	
G1-3	Prevention and detection of corruption and bribery	Governance - Business conduct	
G1-4	Confirmed incidents of corruption or bribery	Governance - Business conduct	
G1-5	Political influence and lobbying activities	Governance - Business conduct	

Statement on sustainability due diligence.

Redcare Pharmacy is committed to ensuring comprehensive due diligence in line with the European Sustainability Reporting Standards (ESRS) to enhance accountability, transparency and sustainable practices across our operations and value chain. Following a double materiality approach, we assess the social, environmental and governance impacts of our business, starting our practices with the principles of the EU Corporate Sustainability Due Diligence Directive (CSDDD). Our due diligence approach is embedded across governance, strategy and operations, with specific processes outlined below.

1. Embedding due diligence in governance and strategy. Our governance framework integrates sustainability risk management. Our aim is that each aspect of due diligence – from identifying risks to mitigating impacts – is aligned with our corporate strategy. Key responsible internal stakeholders, including Redcare's Managing Board, the Sustainability Steering Committee, oversee these processes, prioritizing sustainable growth and adherence to environmental, social and governance standards across all business units (see RDC's ESRS Report on GOV-2, GOV-3 and SBM-3).

2. Stakeholder engagement. We prioritize transparent engagement with stakeholders through active consultations and surveys for stakeholder inclusivity. This aims at ensuring that perspectives from employees, customers, business and healthcare partners, suppliers and regulatory bodies are incorporated into our due diligence assessments. In line with Redcare's Stakeholder Engagement Policy, we continue to leverage these insights to address risks, align with international standards, e.g. relevant UN Guiding Principles and the OECD Due Diligence Guideline, and foster relationships based on trust and shared sustainability goals (see RDC's ESRS Report on GOV-2, SBM-2, IRO-1).

3. Impact, risk and opportunity assessment. Redcare's due diligence includes identifying and assessing adverse impacts across the value chain. Utilizing a comprehensive 360° analysis in DMA, we identify potential risks related to both upstream and downstream activities and adopt preventive measures to mitigate these risks effectively (see RDC's ESRS Report on SBM-3, IRO-1).

4. Mitigating risks and adverse impacts and implementing corrective actions. To address identified risks, Redcare continuously develops its policies and defines actions and targets. With regard to upstream value chain impacts, it has introduced a Supplier Code of Conduct to make sure our partners comply with sustainability standards. Suppliers representing 75.6% of our net sourcing volume for core entities have committed to this code, with plans to continue to supplier engagement and commitment (see RDC's ESRS Report on current and planned actions in topical ESRS).

5. Tracking, reporting and continuous improvement. Our due diligence includes quarterly internal tracking and reporting of sustainability metrics as well as transparent external reporting integrated in our Annual Report, in line with ESRS standards. We have implemented a robust monitoring system to track progress against sustainability goals and ensure compliance with our policies. We prioritize transparency and continuous improvement, leveraging data and stakeholder feedback to refine our due diligence practices and adapt to evolving regulatory requirements (see RDC's ESRS Report on Topical ESRS: regarding metrics and targets).

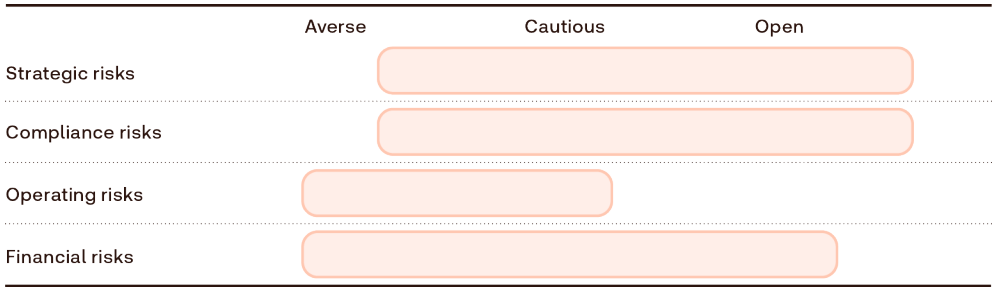
Risk management.

Risks and opportunities.

Redcare Pharmacy is exposed to various risks and opportunities. Given the size of the Company, it is deemed important to have the best possible and systematically updated overview of the risks that we run as a company and how those risks can be mitigated. There are company-specific risks and external risks regarding natural capital such as climate risks and social capital. Furthermore, there are other external risks as well as the impact of Redcare Pharmacy's business model on third parties. Risk-based thinking enables our organization to proactively determine factors that could lead to deviations from planned results and the execution of our strategy. In addition, it enables our organization to implement preventive control measures or take actions to minimize the likelihood and magnitude of possible negative effects. A risk-based thinking process reveals opportunities on which the Company could act. The risk management system of Redcare Pharmacy applies to all areas of the Group and considers the standards of ISO 31000, Good Distribution Practice (GDP) for human and veterinary medicines and the Corporate Governance Code. With its risk management system and the Enterprise Risk Management (ERM) framework, Redcare Pharmacy can identify, analyze, evaluate and treat risks that it is entering into as a company.

Risk appetite.

Risk appetite expresses the aggregate level of risk that Redcare Pharmacy is willing to accept within the risk capacity to pursue its strategy of becoming Europe's one-stop pharmacy of the future. Risk capacity is defined as the maximum level of risk that can be assumed before breaching laws and regulatory constraints and obligations to stakeholders. Risk appetite is an integral element in the business planning process to promote the appropriate alignment of risk, capital and performance targets, while at the same time considering risk capacity and appetite constraints from both financial and non-financial risks. The figure qualitatively shows Redcare Pharmacy's risk appetite in the main risk categories of strategic risks, compliance risks, operating risks and financial risks.



Managing risks with enterprise risk management.

The Enterprise Risk Management system (ERM) cycle continued in 2025. The primary objectives of ERM within the Company are:

- To gain insight into risks and opportunities. This is achieved by a structured inventory process of the risks that Redcare Pharmacy runs as a company.
- To create a framework to classify the risks and to mitigate them in an appropriate way.
- To gain insight into and clarify the degree of risk management and the degree of risk appetite.
- To realize a dynamic process with periodic reporting and dialogue across the Group.

In order to reach these objectives, a comprehensive process was developed within the Company. Chaired by the CFO, the ERM process is managed by the ERM Group. Other members of the ERM Group are the COO and responsible pharmacist and the directors of the Accounting and Reporting, Controlling, Quality, Corporate Compliance and Governance departments. The ERM Group drives the ERM process within the Company, to make sure risks are identified and addressed in the right way. In the paragraphs that follow, the steps within the ERM process are described in more detail. The ERM Group reports directly to the Managing Board, which is responsible for the internal control and risk management systems.

Step 1) Establishing the context.

Redcare Pharmacy's strategic objectives, as well as external and internal parameters, need to be considered to establish the context. Strategic and operational events and actions with a significant impact on the existence and the economic position of the Group are considered. These also include external factors such as the competitive situation, the legal and regulatory framework, the economic environment and developments and other factors that can compromise the achievement of corporate goals.

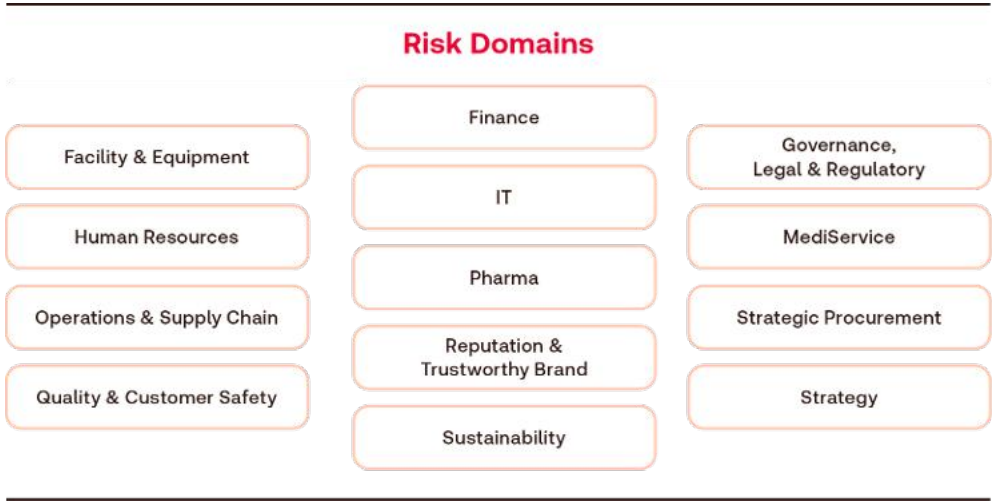
Step 2) Risk identification.

A two-sided approach is used for the risk identification process. Starting with a bottom-up process for risk identification, a risk questionnaire is sent to each significant function or department in the Group. In addition, a top-down process for risk identification is conducted by risk identification sessions with the ERM Group and with the Managing Board.

To create a framework for risk classification, a fixed risk identification format has been developed. After the risk description, the risk is classified into a risk domain. For Redcare Pharmacy, 15 relevant risk domains have been defined (see Figure 1). As the figure shows, the risk domains encompass a broad perspective of topics all relevant for Redcare as an online pharmacy. Subsequently, the risk domains are used to cluster risks into relevant categories and enable comparable risks or synergetic relationships between risks to become apparent and be clustered. The risk domains used are based on international risk management literature and supplemented with domains relevant for Redcare as an online pharmacy. For each domain, a domain owner from senior management has been appointed who is responsible for continuously monitoring the risks in their domain and initiating and measuring the mitigation actions for risks within the respective domain.

Step 3) Risk analysis.

To begin with, all risks identified are assessed on the basis of a risk score. The risk score is calculated by multiplying the probability of occurrence of the risks (likelihood) by the consequences should the risk occur (severity). Based on the risk score, we determine whether the risk is very high, high, medium or low. Both gross and net risk are considered, where the gross risk refers to the risk score without internal control and / or mitigating measures and the net risk score is the risk after implementation of actions.



Step 4) Risk evaluation.

Based on the outcome of the risk analysis, decisions need to be made about prioritization, including which risks need to be mitigated. All identified risks are discussed with the domain owners and, in consultation with the ERM Group, a proposal to prioritize risks is drafted and used as input for reporting to the Managing Board. Subsequently, the final prioritized risks for the Company per domain are determined by the Managing Board.
In 2023, the prioritized risks of the previous reporting years were re-assessed by the domain owners. Changes were documented in a risk management tool. Next to that, newly identified risks were evaluated by the domain owners and eventually prioritized in collaboration with the Managing Board.

Step 5) Risk treatment.

After final prioritization, risks per domain are allocated to the responsible domain owner, and appropriate control measures are implemented to mitigate the risk if possible. The choice of a control measure depends on the risk score and the risk appetite of the Company. A decision is made on whether an action is taken to eliminate or control the risk; if a risk is within the organization's risk appetite, a risk can be accepted.
In 2025, the domain owners took several actions to mitigate prioritized risks of previous years. Because of successful mitigation actions, several risk scores were reduced and deprioritized.

Internal control, risk monitoring and review.

The Managing Board is responsible for establishing and maintaining adequate internal risk management and control systems. An integral part of the ERM is to continuously run the process, monitor the risks and review the measures which are in place to manage the risks. While domain owners are responsible for reporting progress on mitigation actions, the overall process driven by the ERM Group ensures that this takes place in a systematic way. All risks that are prioritized in previous years are re-assessed by the domain owners in the following calendar year. The re-assessments are documented in our risk management tool.

During the 2025 financial year, the Managing Board reviewed the functioning of the risk management processes. The results of this assessment were discussed with the Audit Committee, the Supervisory Board, and the external auditor. The key risk developments that were discussed are those that help to identify overarching themes and areas that require further attention and / or improvements.

The Managing Board recognizes the inherent limitations of internal risk management and control systems. While the Company continuously works towards improving its processes and procedures, these systems cannot provide absolute certainty that all risks have been identified or are effectively managed. The level of certainty that they provide is influenced by, among other things, inherent limitations to risk management, business considerations such as the Company's risk appetite, the complexity of Redcare's operations and the dynamic nature of the business environment.

In 2025, three areas were identified for further improvement: i) systematic monitoring of mitigation actions and, in particular, the establishment of specific deadlines to ensure timely implementation; ii) the implementation of an integrated, administrative, internal control and risk management software tool to ensure an holistic approach to risk governance; and iii) the review of the allocation of domain owners to align it with the latest organizational design.

The internal risk management and control environment will continue to evolve and the Company will continue to work on strengthening the link between control effectiveness, risk mitigation and business performance. Among other things, an assurance mapping will be drawn up to strengthen the substantiation of our information provision on risk management.

External control.

Besides the internal control system, external institutions also provide assurance on compliance with the relevant regulatory standards, policies and norms within our Company.

External certifications.
Being a pharmacy, Redcare Pharmacy maintains strict pharmaceutical controls that are monitored by the Dutch Health and Youth Inspectorate, as well as several certifications including ISO 9001 certified by TÜV and Trusted Shops. The effectiveness of the Quality and Health, Safety and Environment (HSE) management systems is regularly audited internally and externally, alongside the continuous improvement process implemented for ongoing optimization of the pharmacy and administrative processes.

External auditor.
The Company’s independent external auditor Forvis Mazars Accountants N.V. in Rotterdam provides an independent auditors’ opinion on the Annual Report of the Group. The auditor has unrestricted access to the Group’s sites and documentation and communicates regularly with the Managing Board and the Supervisory Board. The Supervisory Board assesses the work of the external auditor at least once a year.

Overview of risks and opportunities.

This chapter provides an overview of the most important risks that Redcare Pharmacy currently identifies.

Strategic risks.

Risk – acquisition of businesses.

Risk description and its possible impact – Since being founded, we have prioritized organic growth, but over the years we have also executed several smaller and larger acquisitions. In 2021, two companies were acquired, smartpatient and MedApp. In 2022, the acquisitions of GoPuls and APS All Pharma GmbH were concluded and in 2023 Redcare entered a strategic partnership with Galenica AG in Switzerland, by acquiring 51% of the shares in MediService AG. In 2024, we acquired the company AustPharma GmbH. As part of the business strategy to further expand our offering across continental Europe, it is possible to engage in strategic and opportunistic acquisitions of other companies, businesses or assets. Acquisitions involve numerous risks, such as unanticipated difficulties associated with higher-than-expected costs for integrating the technologies, operations, existing contracts and personnel of acquired businesses, or difficulties associated with higher-than-expected costs for integrating and coordinating sales and marketing functions and other administrative functions.

Risk mitigation approach – Careful planning of the acquisition and integration, including proper due diligence. The management body of the acquired business forms part of our existing management structure and is integrated in our periodic internal management review and planning processes.

Risk – adverse judgments or settlements resulting from legal proceedings.

Risk description and its possible impact – We are or might become involved from time to time in private actions, investigations and various other legal proceedings by employees, suppliers, competitors, government agencies or others. Redcare Pharmacy is the subject of some court cases, mainly in the field of unlawful competition. The more significant ones are mentioned below.

In a procedure initiated against Shop-Apotheke B.V. by *IhreApotheken GmbH* at the *Landgericht Cologne, IhreApotheken* disputes the legitimacy of the fulfilment by Shop-Apotheke of electronic prescriptions from telemedicine provider Zava. In the same procedure, *IhreApotheken* disputes Redcare's exploitation of (also) a public pharmacy (*"Präsenzapotheke")* accessible to the public, which, pursuant to the German Health Ministry's so-called "country list" of countries having an equivalent pharmaceutical quality and security level with that of Germany, is a condition for pharmacies to be entitled to ship medicines to patients in Germany. Shop-Apotheke is confident that it will successfully rebut the claims and prove that it fulfils regulatory requirements with respect to the public pharmacy.

In several other procedures regarding earlier marketing actions of Shop-Apotheke, the *Apothekerkammer Nordrhein, IhreApotheken* and the *Freie Apothekerschaft* dispute the legitimacy of (certain aspects of) Shop-Apotheke's Rx bonus actions. None of these procedures is expected to have a material impact on Shop-Apotheke's current practice.

In a number of collective proceedings instigated in 2024, Shop-Apotheke and Europa Apotheek Venlo B.V. claim payment from some pharmaceutical manufacturers of the so-called *Herstellerrabatt* (manufacturer rebate). This is a rebate granted on reimbursable pharmaceuticals covered under statutory health insurance, that is to be reimbursed by manufacturers to the two pharmacies which are entitled to it on the basis of German social law. The proceedings were instigated to prevent time-barring of outstanding claims and in most cases amicable settlements have been concluded with the manufacturers concerned. Some of the procedures, however, are still pending.

Finally, in 2024 a German seller of food supplements launched a civil procedure against Shop-Apotheke B.V. at *Landgericht Hamburg*, claiming that the product label design of Shop-Apotheke's own-brand (Redcare) products violates its copyright. Shop-Apotheke has issued a statement of response, stating that this claim is unfounded. In an oral hearing on 8 January 2026, the court identified significant weaknesses in the claimant's position and even advised the claimant to withdraw its claim, which it refused to do.

Risk mitigation approach – Careful review and monitoring of applicable law and regulations. In case of legal proceedings, we have our own legal experts and also consult external specialized lawyers.

Compliance and regulatory risks.

Risk – change in legislation for e-commerce pharmacies and para-pharmacies.

Risk description and its possible impact – The pharmacy business is highly regulated. Failure to comply with laws and regulations, including but not limited to pricing, can damage our reputation and have negative financial and operational consequences. From a compliance perspective, we are allowed to sell both Rx and OTC medicinal products via mail to our customers in Germany.
Furthermore, a change in the legislation relating to pharmaceutical e-commerce deliveries can have a big impact on the business model of online pharmacies. In Germany, the so-called *Vor-Ort Apotheken Stärkungsgesetz* law came into force at the end of 2020. Among other things, this legislation prohibits offering Rx discounts. This applies equally to on-site and online pharmacies. We believe that by doing so, German lawmakers are circumventing a 2016 Supreme Court ruling by the ECJ (AZ C-148/15), in which the Court ruled that pharmacies from other EU countries are not bound by regulated prices in Germany for prescription drugs and may grant their customers discounts to compensate for a competitive disadvantage.

Risk mitigation approach – Our Legal and Public Affairs departments are closely monitoring all relevant European legislative developments. With the support of our compliance department, applicable laws and regulations are being embedded into our businesses. In addition, we cooperate with other companies in the online pharmaceutical industry to bundle our interests and we invest significantly in communicating with relevant stakeholders.

Risk – discrimination of online pharmacies.

Risk description and its possible impact – As an online pharmacy, Redcare is subjected to some regulatory discrimination in comparison to brick-and-mortar or local pharmacies. An important example regards access to the electronic patient record (ePA):
In 2025, the electronic patient record (ePA) was introduced for all statutory health insurance members. Via the ePA, a complete digital medication overview of patients is available and accessible to medical institutions and local pharmacies. At local pharmacies, the ePA is accessed through the insertion of the patient's electronic health card (eGK) into a terminal. This option, however, discriminates against online pharmacies, which have proposed that they be allowed to use eHealth-CardLink to access the ePA. This is something that would have to be approved and implemented by the German Federal Ministry of Health and *Gesellschaft für Telematikanwendungen der Gesundheitskarte mbH* (gematik).

Risk mitigation approach – Initiatives by Public Affairs to ensure that the interests of online pharmacies are considered and included in the German Federal Ministry of Health's decision-making process. Furthermore, with regard to access to the electronic patient record, we are in discussions with the German Federal Health Ministry, gematik and the German Center for Telematics.

Risk – continuation of our pharmacy license(s).

Risk description and its possible impact – We currently hold a pharmacy licence that allows us to ship into all member states of the European Union. If we fail to comply with relevant Dutch and other applicable European pharmacy laws, our pharmacy licences could be withdrawn and we would not be allowed to continue our current business. Our reputation would also be significantly harmed. Potential changes to government regulations for the healthcare and pharmacy industries expose us to the risk that we may be fined or exposed to civil or criminal charges, that we might receive negative publicity or be prevented from shipping products into one or all of our markets. This could have a material adverse effect on our business, financial position and operational results.

Risk mitigation approach – The Quality and Pharma Compliance departments closely monitor and review all the applicable legislation and perform internal audits to assess compliance with the law and regulations, as well as requirements for improvement. Furthermore, we cooperate with other online pharmacies in the industry that are facing similar regulatory requirements, to find common solutions.

Operating risks.

Risk – dependency on people.

Risk description and its possible impact – Without enough qualified staff our business would be disrupted and our strategic development would be hindered. As an online pharmacy we are highly dependent on IT, pharmaceutical and operational colleagues. In addition, we have a duty to deliver our parcels on time to our customers. When we do not have sufficient and qualified employees, this poses a risk to the quality of the care that we can deliver. Furthermore, our future success is heavily dependent on the continued service of our key, management-level employees. A lack of qualified and motivated personnel could impair our development and growth, increase our costs and harm our reputation.

Risk mitigation approach – For Redcare Pharmacy it is important to be an attractive employer for both current and prospective employees. We continue to develop our recruiting processes and capacity and are currently actively working with embedded recruiting organizations to hire personnel. In addition, we are initiating marketing campaigns and are internally promoting employer branding and the creation of brand ambassadors to become a more attractive employer for both potential and existing employees. Learning and development is an important topic for us as a company, as we want to offer professional and attractive training and development opportunities. Furthermore, we are continuously focusing on, where legally possible, automation opportunities in our labor-intensive processes to reduce the dependency on people in the future.

Risk – high dependency on automation and IT systems.

Risk description and its possible impact – As an e-commerce pharmacy platform we are highly dependent on our webshops, both on the front- and back-ends. Furthermore, we are highly dependent on automated systems and their related software in our warehouse. Failures or bugs in IT systems can have a major impact on our business continuity.

Risk mitigation approach – Changes in our webshops or IT environment are thoroughly tested prior to implementation. An emergency power generator is installed for IT systems as a back-up measure in the event of power outages. In addition, we have a team of technical engineers that is responsible for maintaining all the automated systems and fixing technical issues.

Risk – data security risks and unauthorized use of one or more systems.

Risk description and its possible impact – In our company, personal data is processed to ensure that the right parcels are sent to the right customer. To deliver high-quality pharmaceutical care, sensitive customer health data need to be analyzed by our pharmaceutical staff. Threats to information security, intentional misuse of confidential data or breaches in one of our systems are therefore risks that need to be mitigated. This risk is also considered for activities that are outsourced, such as our external call centers.

Risk mitigation approach – To control all the threats to data security within our company, an information security management system has been implemented, which integrates the procedures for mitigating risks to data security issues. Penetration testing, access management, bug bounty programs and two-factor authentication are some examples of technical data security measures, which are well described in our cybersecurity guidelines. Furthermore, we continued to provide the mandatory data security training and awareness program during 2025 to all our employees.

Risk – management of our inventory levels.

Risk description and its possible impact – We must maintain sufficient inventory levels to operate our business through our online webshops successfully. However, many of our products have limited shelf-life dates and we seek to avoid accumulation of excess inventory, while at the same time minimizing out-of-stock levels and maintaining in-stock levels across all product categories. If we do not accurately anticipate the time it will take to obtain new inventory or sell existing inventory, our inventory levels will not be appropriate and this may result in a loss of sales, a loss of customers who are unsatisfied with our delivery times or increased costs of maintaining inventory. Furthermore, we could incur additional costs for the disposal of expired products, which is a regulatory requirement for e-Rx products.

Risk mitigation approach – We have specialized staff and departments working on this. In addition, we have an automated purchasing tool in place that calculates the required purchase volumes for the right inventory levels. Furthermore, via various information dashboards we monitor stock levels per country and specific article information for articles with a potential future inventory risk.

Financial risks.

Risk – financial consequences due to environmental pollution.

Risk description and its possible impact – We are aware of negative environmental impacts that occur across our operations and our supply chain. These impacts are disclosed in the Environmental Information section of our Sustainability Statements. As an e-commerce player, we have a large volume of parcels that are sent to customers with different carriers daily. As such, our products and packaging may be exposed to carbon taxation and upcoming packaging and packaging waste regulation. This could impact the costs of transportation for our parcels in the future.

Risk mitigation approach – To manage our climate-related impacts, risks and opportunities, we have launched our Climate Transition Plan. This sets clear emissions reduction targets for our operations (Scope 1 & 2 emissions) and our value chain (Scope 3 emissions). We have also assessed our transition-related climate risks and are continuously monitoring the policy landscape to align our strategy with evolving climate goals. Regarding circularity, We are working hard to eliminate waste, and replace plastic with recyclable materials in our operations. We now use 95.8% recycled content in our parcel packaging. As an indicator of our environmental management, we've been rated AAA by MSCI ESG ratings, and achieved a 'Low Risk' rating from Sustainalytics.

Risk – dependency on advertising partners.

Risk description and its possible impact – A significant part of our marketing and advertising activities is conducted via online advertising platforms, such as Google AdWords. In the past, Google stipulated country-specific rules to use their platform for advertising pharmaceutical products or pharmacies. It cannot be excluded that in the future either Google, affiliated marketing partners or other advertising platforms will increase similar restrictions, which could limit our ability to launch marketing activities related to us, our websites or our product offering in the countries in which we are already active or in the countries which we plan to enter in the future. Furthermore, it cannot be ruled out that Google or other advertising platforms will be unable to adapt their terms and conditions for advertising in line with ongoing factual changes on the certification of online pharmacies in a timely fashion, or even unable do so at all. In that case, we would not be able to use these advertising platforms in compliance with their respective terms and conditions and might be prohibited from using them. No assurance can be given that we could find new advertising platforms or develop other forms of advertising at the same costs and / or with the same reach.

Risk mitigation approach – Continue to monitor the rules stipulated by Google and build our brand value and customer loyalty.

Risk - risk of financing and cost of financing to execute growth strategy.

Risk description and its possible impact - The current strategy of fast growth requires investments in capacity for logistics, pharmaceutical and other operational specialized assets and services, marketing, working capital and information technology. The potential need or wish for and availability of external financing in whatever shape or form and the costs of it are a risk. For instance, under certain scenarios, it could slow down the execution of a most-preferred strategy trajectory or lead to higher cost or the issuance of shares.

Risk mitigation approach - *We* maintain a robust financial management framework, including short-term, mid- and long-term planning processes to track and model future liquidity levels and requirements. We actively manage and maintain our investor relations and relations with other stakeholders and keep legal documents up to date. We also actively safeguard flexibility in our operations to adjust the balance of growth and cash generation or requirements. We diversify funding and manage options to do so. We closely monitor and steer cash flow, margins, working capital and capital allocation to ensure a sustainable business model, as well as continuously monitor external capital and debt market developments.

Opportunities.

Macroeconomic and market conditions.
According to market information, the market for medications and pharmacy-related beauty and personal care products is expected to continue to grow. As a first mover and one of the leading pharmacies in Europe, Redcare Pharmacy has a good chance to benefit strongly from this general growth opportunity.

Trend towards switch from offline to online e-commerce.
While many retail stores were temporarily closed during the Covid–19 pandemic, certain areas of e-commerce recorded significant growth. Over the years, e-commerce has become a sustainable additional supply infrastructure for many business and retail channels. In most if not all continental European countries, the online penetration of pharmacies is still at a low level compared to other retail verticals.

We believe that the pharmacy, pharmacy-related beauty and personal care and related healthcare e-commerce market in most of the countries we currently operate in will continue to grow above average over the coming years, and that we should continue to benefit strongly from this development because of our market-leading position. In addition, the increased use of mobile devices and general digitalization have contributed to the growth of online retail. This also applies to the sale of medications and pharmacy-related beauty and personal care and related healthcare products, because patients and customers have convenient access to the products anywhere and anytime.

Shareholder information.

The Redcare Pharmacy share.

Redcare Pharmacy N.V. has been listed on the Prime Standard of the Frankfurt Stock Exchange since October 2016. The share is classified under the retail sector and the retail internet sub-sector. The share has been included in the MDAX since June 2023. The MDAX comprises the fifty Prime Standard shares that rank in size below the forty companies included in the DAX index.

Redcare Pharmacy N.V. (RDC-XE) 2025



Share information

In EUR	2024	2025
Share price at start of year	131.55	131.30
Highest share price	170.50	137.40
Lowest share price	98.00	60.05
Average share price	133.96	99.07
Share price at year end	131.70	65.1
Free float	82.6 %	79.1 %
Average number of shares traded (per day)	77014	117322
Market capitalization at year end (EUR billion)	2.7	1.3

Share price performance.

Financial markets faced some headwinds in the first half of the year, with geopolitical risk and rising trade frictions fuelling market volatility and economic uncertainty. The unresolved conflict between Russia and Ukraine, as well as the Israeli and Palestinian conflict in the Middle East kept safe-haven assets such as gold in favor. Meanwhile, economic growth expectations were shaped by the US's hard line on trade tariffs with the rest of the world. During the course of the year, tariff-related uncertainty partially waned. European stock markets responded favorably to declining interest rates and signals of looser fiscal policies from major European governments, particularly regarding investments to increase defense readiness and upgrade ageing infrastructure. Besides defense and infrastructure spending, artificial intelligence was another key theme that partly drove stock markets in 2025. Against this backdrop, financial, technology and industrial stocks performed well. Although the fiscal spending narrative partly weakened towards year-end, the economic outlook softened and risk-off sentiment increased, major European indices such as the STOXX Europe 600 and DAX still reported solid gains.

In Germany, the MDAX, which comprises companies with significant domestic revenue exposure, advanced by close to 20% during the year, gaining support from the new government's more expansionary fiscal stance and lower interest rates. The Redcare Pharmacy share, however, lost 50% of its value, with market capitalization declining to a year-end value of EUR 1.3 billion (2024: EUR 2.7 billion). For most of H1, the share price fluctuated in a 20-euro band, between EUR 110 and EUR 130, while underperforming the

MDAX. In June, triggered by an analyst report that inaccurately cast doubts over the future of Redcare's CardLink solution for Rx in Germany, the share price lost 24% over a two-week period[17]. It subsequently recovered to over EUR 100 at the beginning of August, but then resumed its downward trend for the remainder of the year.

By far the most significant driver of the share's weakness was the increase in short positions by a number of hedge funds since May. An analysis of this activity shows the involvement of multiple quantitative and momentum-driven funds, resulting in self-reinforcing downward pressure on the share.

Notwithstanding the Company reported earnings and performance that was on track to meet guidance during the course of the year, negative momentum triggers were both endogenous and exogenous. Among the former: disappointment with the pace at which Redcare's Rx online penetration progressed; doubts over the Company's operating cash generation; the need for a defined path to sustained profitability in the medium-term; and management changes. External factors that increased uncertainty were: the level of perceived regulatory risk; speculation regarding the impact of new entrants in the non-Rx market on Redcare's market share; rumours regarding large investor exits; confusion regarding the implications of court decisions in cases involving online pharmacies and the use of the Rx "bonus"; delays at gematik in implementing the new technology stack to replace the one supporting CardLink, as well as delays in migrating other systems affecting e-prescriptions.

After hitting an annual high of EUR 137.4 in March and a low of EUR 60.05 in November, the share price ended the year at EUR 65.10. By the end of 2025, the Redcare Pharmacy share was ranked at 90 within the MDAX. The share fell out of the STOXX Europe 600 index in September, after nine months of inclusion.

Shareholder structure.

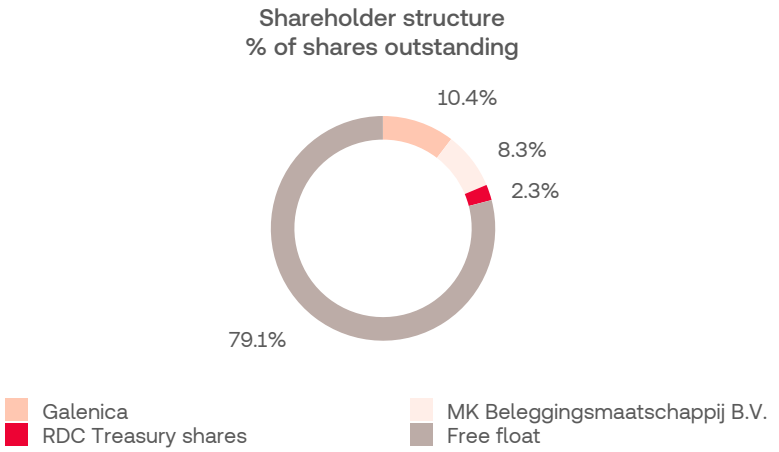
Redcare Pharmacy's shares are held by an international shareholder base that is diversified in terms of geography, investor type and investment strategy. Based on information obtained from banks and custodians in October 2025, institutional holdings amount to 41% and are concentrated predominantly in North America, followed by Germany, the rest of continental Europe and the United Kingdom and Ireland. The share attracts particular interest from growth-orientated investors who recognize the potential for the Group's further expansion across Europe and in the Rx market. Redcare Pharmacy also has a significant retail shareholder base.

In March 2023, following the conclusion of a strategic partnership with Redcare in the Swiss company MediService, Galenica AG acquired a shareholding of 6% in Redcare, plus an additional ~2% through the outright purchase of shares. This holding was increased by Galenica in 2024 and 2025, through the purchase of additional Redcare shares in the market. Besides Galenica, MK Beleggingsmaatschappij B.V., a private financial holding, management and investment company holds 8.3% of the share capital of the Company. Free float is 79.1% of issued shares.

Other institutions holding long positions in Redcare Pharmacy amounting to 3% or more of the shares outstanding are:

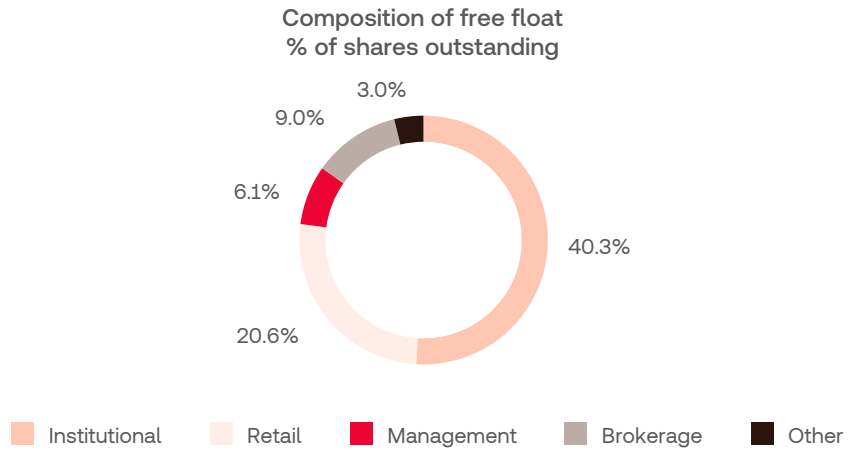
Institution / Investor	% shares outstanding	Reported date
T. Rowe Price Group	4.7%	25/11/2025
Capital Research and Management (Smallcap World Fund)	4.4%	n/a
Allianz Global Investors	3.7%	n/a
BlackRock Inc.	3.3%	23/12/2025

Sources: The Netherlands' Authority for Financial Markets (AFM); Forensic Shareholder Audit, December 2025.



[17] Calculated as the change from the close price of EUR 116 on 03/06/2025 to the close price of EUR 88.1 on 17/06/2025.

Free float is defined as the freely tradable shares that are not held in Treasury or fixed ownership. Holdings by an owner of at least 5% are considered non-free float; this does not include shareholdings of asset managers, trust companies, funds and pension funds and investment companies.



Sources: The Netherlands' Authority for Financial Markets (AFM); Forensic Shareholder Audit, October 2025.

Research coverage.

The Redcare Pharmacy share is covered by many sell-side analysts, with whom the management and Investor Relations engage regularly. Besides these, other research agencies also monitor and report on the Company's performance and outlook. Although sell-side coverage of Redcare Pharmacy declined in 2025 due to restructuring and mergers within the brokerage industry, by the end of the year the share was covered by ten brokers. Among these, Barclays, which initiated coverage in September and Cantor Fitzgerald Europe, which initiated coverage in November. Two of the ten analysts had a "neutral" recommendation by year end, while the remainder had either "buy" or "overweight". An overview of the recommendations is provided in the table that follows.

Institution	Date of last update as at December 2025	Recommendation	Target price (in EUR)
Baader Helvea	5 November 2024	Buy	175
Barclays	30 October 2025	Overweight	130
Berenberg	4 November 2025	Buy	165
Cantor Fitzgerald Europe	19 November 2025	Overweight	125
Deutsche Bank	11 March 2025	Buy	214
Jefferies	28 August 2025	Buy	150
Kepler Cheuvreux	3 November 2025	Buy	144
Bankhaus Metzler	30 October 2025	Buy	160
Oddo BHF	1 September 2025	Neutral	90
UBS	10 November 2025	Neutral	74

Closed periods.

To ensure market integrity and regulatory compliance, Redcare Pharmacy observes closed periods before the publication of quarterly statements, as well as half-year and annual reports. During closed periods, which at a minimum start thirty days before the publication of financial information, the Company's management and Investor Relations refrain from engaging with investors and analysts, unless the engagement is required to clarify or discuss previously published company information. In the interest of fair disclosure, the Company does not hold pre-close calls with any parties. Within days of the end of each reporting period, the Company publishes a trading update that provides preliminary sales information simultaneously to the broader market.

Closed periods are also observed to prevent insider trading. All employees on the insider list and with access to sensitive company information or material, non-public information, are therefore prohibited from buying or selling the Company's shares during closed periods. Redcare's closed periods are published on the Investor Relations website.

Investor relations.

Redcare Pharmacy strives to forge good relationships with all stakeholders. The Investor Relations team's primary task is to maintain contact with the Company's current and potential shareholders and with sell-side analysts who advise shareholders. Through bilateral contacts, roadshows and participation at investor conferences, the team aims to ensure the thorough understanding of Redcare's investment case and its operational performance.

Every year, Redcare Pharmacy is represented at a number of European conferences. In 2025, the team met with investors in London, Stockholm, Frankfurt and Munich at conferences hosted by sell-side brokers. It also held numerous virtual one-on-one investor calls and participated in virtual group events, among which various fireside chats moderated by the sell-side. Besides this, Redcare organized two virtual post-earnings roadshows. In total, Redcare Pharmacy held 266 meetings.

Throughout the year, financial and strategic information is disclosed to investors and other stakeholders in a transparent and non-discriminatory manner, principally via publication on the Company's website and newswires. Interactive, live webcasts are held every quarter to present and clarify Redcare's earnings.

Corporate governance.

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Corporate governance.

The Managing Board and the Supervisory Board of Redcare Pharmacy N.V. are firmly committed to the principles of transparent, responsible corporate governance and supervision. Redcare recognizes the importance of clear rules on corporate governance and, where appropriate, we have adapted our internal organization and processes to these rules.

An outline of our corporate governance structure is provided below.

Governance structure.

Redcare is a Dutch public limited liability company listed on the Prime Standard segment of the Frankfurt Stock Exchange.

Our corporate governance practices are principally derived from our Articles of Association, the provisions of the Dutch Civil Code, the Dutch 2025 Corporate Governance Code ("Corporate Governance Code") and complemented by our Code of Conduct and our internal policies and procedures. Given our stock listing in Germany, Redcare also complies with the German capital market law and intends to also comply – on a voluntary basis and where possible – with the recommendations of the German Corporate Governance Code.

Redcare has a two-tier board structure. It is managed by a Managing Board consisting of executive directors acting under the supervision of a Supervisory Board (consisting of non-executive directors). Both boards are composed of members who have the knowledge, skills, experience and ability to properly fulfil their roles and tasks. For a competence matrix, reference is made to the Supervisory Board Report.

By means of an amendment to its articles of association, as of May 16, 2025 Redcare has implemented the full large company regime which is mandatorily applicable to the Company due to it meeting the relevant thresholds set by Dutch law. This Corporate Governance chapter describes Redcare's governance structure as per May 16, 2025.

Since 2021, a Works Council for employees at the Sevenum location has been in place.

Capital structure.

On December 31, 2025 Redcare had a total of 20,578,391 ordinary bearer shares with voting rights. Each share has a nominal value of EUR 0.02. The share capital of the Group amounts to EUR 402,231.08 divided into 20,111,554 shares which have been issued and fully paid, 466,837 shares are held in trust for stock option plans. There are no share types other than the ordinary bearer shares.

There are no shares with special rights conferring powers of control.

Managing Board.

Responsibilities.

The Managing Board is entrusted with the management of the Company and is responsible for creating long-term value by establishing and achieving Redcare's strategic objectives, managing an adequate risk management and internal control system, managing compliance with laws and regulations and embedding its sustainability strategy into operations. In doing so, the Managing Board takes the interests of all stakeholders into account.

The Managing Board consults with the Supervisory Board on important matters and submits certain decisions to the Supervisory Board for approval. The Managing Board Rules are defined in consultation with the Supervisory Board.

The Managing Board is accountable for its actions to the Supervisory Board and the annual General Meeting of Shareholders ("General Meeting").

Composition and appointment.

The Supervisory Board determines the number of Managing Directors. Managing Directors are appointed by the Supervisory Board. The Supervisory Board will inform the General Meeting of the proposed appointment.

The full procedure for the appointment and dismissal of members of the Managing Board is explained in Article 14 of the Company's Articles of Association.

No Managing Board member holds more than two supervisory board positions at Dutch 'large companies' in accordance with Article 2:132a DCC.

A Managing Director is appointed for a term ending not later than the day on which the annual General Meeting is held in the fourth calendar year after the calendar year in which such Managing Director was last (re-)appointed. A retiring Managing Director can be re-appointed for a term ending not later than the day on which the annual General Meeting is held in the fourth calendar year after the calendar year in which such Managing Director was last (re-)appointed.

The Supervisory Board may suspend and dismiss a Managing Director at any time. The Supervisory Board may only dismiss a Managing Director after consulting the General Meeting on this matter. The Supervisory Board will give the Managing Director, who they plan to dismiss, the opportunity to render account to the General Meeting, while the General Meeting is being consulted by the Supervisory Board on the envisaged dismissal.

If a Managing Director has been suspended, the Supervisory Board shall decide within three (3) months of the start of the suspension either to dismiss the Managing Director or terminate or continue the suspension. If the Supervisory Board does not take a decision on the termination or the continuation of a suspension in time, the suspension shall cease to have effect. A resolution to continue the suspension may be passed only once and the suspension may be continued for a maximum of three (3) months starting the day on which the Supervisory Board passes the resolution to continue the suspension. If the Supervisory Board has not decided within this period, the suspension shall cease to have effect. A suspended Managing Director shall be given the opportunity to account for his actions at the meeting of the Supervisory Board and to be assisted by counsel at such a meeting.

Jasper Eenhorst (CFO) stepped down as Managing Director on 26 September 2025 to pursue new career opportunities. His successor Hendrik Krampe has been designated by the Supervisory Board as acting member of the Managing Board and CFO effective December 1, 2025. His appointment will be on the agenda of the annual General Meeting in 2026 for consultation.

The Managing Board currently consists of four members: Olaf Heinrich (CEO), Theresa Holler (COO), Dirk Brüse (CCO), Lode Fastré (CIO). For their profiles, reference is made to the section Meet our Managing Board.

Diversity.

The composition of the Managing Board is based on diversity of experience, personality, gender and ethnicity, background, skills, knowledge and insights. Redcare currently has one female Managing Board member (20%). Our Board competence matrix highlights key areas of expertise, skills and diversity of our members of the Managing Board.

Redcare believes in the strengths of diversity and inclusion and will further enhance diversity across all management levels, including the Supervisory Board and Managing Board, but without compromising our commitment to hiring the best individuals for positions without any discrimination. The more we make use of the differences between us and learn from each other, the stronger we will be as a company in serving a highly diverse society and creating value for our stakeholders.

Our Diversity and Inclusion Policy, published in 2022, sets out our specific and ambitious targets. The Company has set a target for 2027 to increase the number of women on the Managing Board and the number of women in sub-top management positions (consisting of Executive Director and Director roles) to 33%.

The gender composition within the Company is shown in the Social information section in the Sustainability statements.

The male / female ratio of our sub-top management level remained at the same level as last year (34% in 2025 and in 2024) even after the inclusion of the sub-top management positions of our acquisitions in scope.

Our Managing Board currently comprises 20% female and 80% male, which is not in line with our internal target that states 33,3% of the members of the Managing Board should be female.

We will further evaluate our Diversity and Inclusion Policy in 2026 including our targets and target date.

Conflict of interest.

The Managing Board members are obliged to disclose any conflicts of interest to the Chairperson of the Supervisory Board without delay and to inform the other Managing Board members accordingly. The Supervisory Board shall decide whether a conflict of interest exists as soon as possible after such notice.

Members who have a conflict of interest shall refrain from participation in the consultation and decision-making of the Managing Board with respect to the relevant subject. In case of a conflict of interest in respect of all members of the Managing Board, the decision shall be adopted by the Supervisory Board. Decisions to enter transactions under which members of the Managing Board have a conflict of interest that is of material significance to the Company and / or to relevant members of the Managing Board, require the prior approval of the Supervisory Board. No such transaction was concluded in 2025.

Risk management and internal control framework.

We have a comprehensive Enterprise Risk Management framework in place to ensure that we have a systematically updated overview of the risks that we run as a company and how those risks can be mitigated by appropriate controls. Risk-based thinking enables our organization to proactively determine factors that could lead to deviations from planned results and the execution of our strategy, and to implement preventive measures to minimize the likelihood and magnitude of possible negative effects.

Strategic, operational, financial and compliance risks are structurally monitored as part of our Enterprise Risk Management framework. Our risk profile is considered when establishing our strategy and financial plans. The Managing Board determines to what level of certainty the operational and compliance risks are effectively managed and identifies areas for improvements.

The Audit Committee assists the Supervisory Board in its responsibility to oversee the risk management and internal control system. Reference is made to the Risk management section.

Internal Audit function.

In 2025, the Company further strengthened its governance structure by establishing an independent Internal Audit function. Internal Audit operates under an approved Internal Audit Charter and an annual audit plan approved by the Supervisory Board. The function reports directly to the Audit Committee, with a dotted reporting line to the CEO, ensuring organizational independence. Based on a risk-based audit approach and internal risk assessment, Internal Audit performed selected audits during 2025 in prioritized areas. These audits included evaluation of risk management processes and, where relevant, review and testing of specific control activities within the audited scope. Audit results and recommendations were reported to the Managing Board and the Audit Committee.

Remuneration.

The Supervisory Board determines each Managing Board member's remuneration in line with our Remuneration Policy. The Managing Board Remuneration Policy is subject to a binding vote of the General Meeting once every four years. This vote last occurred in 2022, which means that our Managing Board Remuneration Policy must be submitted for approval to the General Meeting in 2026.

For the application of the Remuneration Policy in 2025, reference is made to the Remuneration report, which is subject to an advisory vote of the General Meeting in 2026. The remuneration of the members of the Managing Board can be found in the 2025 Remuneration report. The Remuneration Policy can be found on our corporate website.

Supervisory Board.

Responsibility.

The Supervisory Board oversees and supervises the Managing Board in terms of how it executes its strategic objectives and the general course of business and provides the Managing Board with solicited and unsolicited advice. In fulfilling its duties, the Supervisory Board shall act in accordance with the interests of the Company and all its stakeholders. In practice, this means supervising the corporate strategy, the achievement of Redcare's operational and financial objectives, the design and effectiveness of the internal risk management and control systems, the main financial parameters, compliance with applicable laws and regulations and risk factors.

Composition and appointment of Supervisory Board members.

The General Meeting determines the number of members of the Supervisory Board. The Supervisory Board members are appointed by the General Meeting based on a non-binding nomination to be drawn up by the Supervisory Board. The Supervisory Board shall announce its nomination simultaneously to the General Meeting and the Works Council. The nomination will not be presented to the General Meeting until the Works Council has been given the opportunity to determine a position on this before the date of the convocation of the General Meeting. The General Meeting and the Works Council may recommend to the Supervisory Board persons to be included in the nomination for the appointment as Supervisory Director. In addition, the Works Council shall have a special right of recommendation of one-third (1/3) of the number of Supervisory Directors and the Supervisory Board must take over such nomination, unless the Supervisory Board objects to the recommendation based on its expectation that the recommended individual will not be capable to perform the task and duties of a Supervisory Director or that the Supervisory Board upon the appointment of the recommended individual will not be composed properly.

The General Meeting may reject the nomination with an absolute majority of the votes cast representing at lease one-third (1/3) of the issued share capital. If this majority does not represent at least one-third (1/3) of the issued share capital, a new meeting may be convened in which the recommendation can be rejected with an absolute majority of the votes cast regardless of the represented share capital.

Michael Köhler is considered the representative of the Company's Dutch Works Council for the duration of his first four-year term, for which the Works Council has used its enhanced recommendation right in accordance with article 21.4 of the Company's Articles of Association.

The full procedure for the appointment of Supervisory Directors is explained in Article 21 of the Company's Articles of Association.

Upon a specific request, the Enterprise Chamber may dismiss a Supervisory Director on grounds of neglect of his duty, other serious reasons or a fundamental change of the circumstances as a result of which the continuation of the Supervisory Director cannot be expected from the Company, acting reasonably. The request can be made by the Company in this matter represented by the Supervisory Board or by a representative appointed thereto by the General Meeting or the Works Council.

A Supervisory Director may be suspended by the Supervisory Board. The suspension will terminate if the Company has not filed a request with the Enterprise Chamber within one (1) month after the suspension having taken effect.

The full procedure for the dismissal and suspension of Supervisory Directors is explained in Article 24 of the Company's Articles of Association.

The General Meeting may decide it has lost confidence in the Supervisory Board with a resolution adopted with an absolute majority of the votes cast representing at least one-third (1/3) of the issued share capital. Such resolution cannot be made before the Managing Board has notified the Works Council, which notification must have been made within thirty (30) days before the day of the General Meeting in which such proposal will be dealt with. A resolution shall result in the immediate resignation of all Supervisory Directors. Subsequently, the Managing Board shall request the Enterprise Chamber to appoint one (1) or more temporary Supervisory Directors, after which the Supervisory Board shall procure that within a time set by the Enterprise Chamber a new Supervisory Board will be composed. This full process is described in article 25 of the Company's Articles of Association.

Each Supervisory Board member is appointed for a term ending not later than the day on which the annual General Meeting is held in the fourth calendar year after the calendar year in which such Supervisory Board member was last (re-)appointed. A Supervisory Board member may be reappointed one or more times. A Supervisory Board member may serve for a maximum term of 12 years.

Members may retire periodically in accordance with a rotation schedule, as published on our corporate website.

The Supervisory Board of Redcare consists of five members: Björn Söder, Jaska de Bakker, Jérôme Cochet, Michael Köhler and Stephan Weber (not-independent). For their profiles, reference is made to the Supervisory Board Report. 80% of our Supervisory Board members are deemed to be independent. Stephan Weber is not deemed to be independent; he stepped down as Managing Director of the Company at the 2024 General Meeting (reference is made to article 2.1.8 sub i of the DCGC).

Diversity.

The Supervisory Board currently comprises 20% female and 80% male, which is not in line with our internal target that 40% of the members of the Supervisory Board should be female.

The Supervisory Board acknowledged that the two male nominations for the appointment as member of the Supervisory Board, which were approved by the General Meeting in 2025 did not contribute to the target set by the Company. It is envisaged that future appointments will contribute to such targets.

Our Board competence matrix highlights key areas of expertise, skills and diversity of our members of the Supervisory Board.

Remuneration.

The General Meeting determines the remuneration of the Supervisory Board members, including the members of its committees. The Supervisory Board Remuneration Policy is subject to a binding vote of the General Meeting of shareholders every four years. This vote last occurred in 2024.

For the application of the Remuneration Policy in 2025, reference is made to the Remuneration report, which is subject to an advisory vote of the General Meeting in 2026. The remuneration of the members of the Supervisory Board can be found in the 2024 Remuneration report. The Remuneration Policy can be found on our corporate website.

Conflict of interest.

The Supervisory Board members are obliged to inform any (potential) conflicts of interest to the chairperson of the Supervisory Board without delay. The Supervisory Board shall decide whether a conflict of interest exists as soon as possible after such notice. Members who have a conflict of interest shall refrain from participation in the deliberation and decision-making of the Supervisory Board with respect to the relevant subject. If all members of the Supervisory Board have a conflict of interest, the Supervisory Board may nevertheless decide on the relevant subject. All transactions of the Company in which there are conflicts of interest with members of the Supervisory Board shall be agreed upon on terms that are at least customary in the market. Decisions to enter into transactions under which members of the Supervisory Board have a conflict of interest that is of material significance to the Company and / or to the relevant member of the

Supervisory Board, require the prior approval of the Supervisory Board. This also applies to transactions between Redcare Pharmacy and a person or entity that holds at least 10% of the shares in the Company and that are of material significance to the Company and / or to such persons. No such transaction was concluded in 2025.

Committees of the Supervisory Board.

In line with the Corporate Governance Code, the Supervisory Board has established an Audit Committee, a Remuneration Committee and a Nomination Committee. Each of these committees is staffed by members of the Supervisory Board. At least one of the members of the Audit Committee is a financial expert and the majority of the members of the committees are independent in accordance with the criteria of the Corporate Governance Code and the Decree Establishing an Audit Committee.

Audit Committee (in place since 2018): The Audit Committee's role is to oversee all material aspects of the organization's financial reporting, internal control and audit functions on behalf of the Supervisory Board. The three members of the Audit Committee are: Jaska de Bakker (Chairperson), Michael Köhler and Jérôme Cochet. Reference is made to the Audit Committee Rules.

Remuneration Committee (in place since 2022): This committee prepares the decisions of the Supervisory Board regarding the remuneration of the individual Managing Board members and the individual Supervisory Board members. It oversees the effectiveness, relevance and implementation of the Remuneration Policy. The three members of the Remuneration Committee are: Jérôme Cochet (Chairperson), Björn Söder and Stephan Weber. Reference is made to the Remuneration Committee Rules.

Nomination Committee (in place since 2022): This committee is responsible for the size and composition of the Supervisory Board and Managing Board, their succession planning and the functioning of the members. It also focuses on the Company's talent management and succession planning for key positions. The three members of the Nomination Committee are: Michael Köhler (Chairperson), Björn Söder and Jaska de Bakker. Reference is made to the Nomination Committee Rules.

Annual General Meeting.

The annual General Meeting of shareholders is held at least once a year and takes place in Sevenum, the Netherlands, where Redcare has its corporate seat, or in Venlo. The convocation of this meeting is done through public notice on our corporate website. Recurrent agenda items are the compilation of our Annual Report, the adoption of our annual accounts, the release from liability of Managing Board members and Supervisory Board members, the application of the Remuneration Policy in the previous calendar year and the Company's corporate governance. Once every four years the approval of the Remuneration Policy is an agenda item as well. An extraordinary General Meeting may be convened by resolution of the Managing Board or the Supervisory Board.

Voting rights.

Each share issued by Redcare entitles its bearer to one vote. There are no restrictions on voting rights. As far as is known to Redcare, there is no agreement involving a shareholder of Redcare that could lead to any restriction on the transferability of shares or of voting rights on shares.

Resolutions which require prior approval of the General Meeting or Supervisory Board and special resolutions.

Resolutions of the Managing Board having an important impact on the identity or nature of the Company or its business shall be subject to the prior approval of the General Meeting. The articles of association provide in article 16.3 a list of resolutions which in any event require such prior approval from the General Meeting. An example is the resolution to transfer the business of the Company to a third party.

Article 16.4 of the articles of association provide a list of resolutions of the Managing Board which require the approval of the Supervisory Board. Examples are resolutions in relation to the issue and acquisition of shares in the share capital of the Company, to reduce the issued share capital and investments which exceed one quarter (1/4) of the aggregate issued share capital and the reserves according to the balance sheet and the explanatory notes thereon. The Supervisory Board is, in addition, authorized to submit resolutions of the Managing Board other than referred to in this article 16.4 to its approval.

On a proposal of the Managing Board which has been approved by the Supervisory Board, the General Meeting is authorized to resolve to amend the Articles of Association, to dissolve the Company or to conclude a legal merger (*juridische fusie*) or a demerger (*splitsing*) as referred to in Title 7 of Book 2 DCC, unless Redcare acts as acquiring company. A resolution of the General Meeting to conclude a legal merger or a demerger as referred to in Title 7 of Book 2 DCC which has been proposed by the Managing Board and approved by the Supervisory Board, requires a majority of two-thirds of the votes cast if less than fifty percent (50%) of the issued capital is represented.

A resolution of the General Meeting as referred to above which has not been proposed by the Managing Board and given prior approval by the Supervisory Board, requires a majority of at least two-thirds of the votes cast in a meeting in which at least fifty per cent (50%) of the issued capital is represented.

If less than fifty per cent (50%) of the issued share capital is represented in a meeting, a second meeting should be convened, to be held no later than six weeks after the first meeting. In the second meeting, valid resolutions can be adopted with respect to the proposals placed on the agenda for the first meeting, regardless of the share capital represented in the second meeting, provided there is a majority of at least two-thirds of the votes cast. The notice convening the second meeting should indicate and set forth the reasons why a resolution may be adopted at such second meeting, irrespective of the share capital represented at the meeting.

Issue of shares.

At the annual General Meeting held on April 17, 2024 the General Meeting appointed the Managing Board as the corporate body authorized to, for a period of five years from the date of the meeting (i.e. up to and including 16 April 2029), or until such date on which the General Meeting revokes or again extends the authorization, if earlier to:

i. Issue shares and grant rights to acquire shares subject to the prior approval of the Supervisory Board and up to a maximum of 20% of the total number of issued shares on the date of the meeting (i.e. up to a maximum of 20% of 20,342,486 shares).
ii. Restrict and exclude the pre-emptive rights accruing to shareholders in respect of the issue of shares or the granting of rights to acquire shares.

“2024 Managing Board Designation”.

The 2024 Managing Board Designation allows for appropriate and sufficient flexibility for the Company to issue (or grant rights to acquire) shares for general purposes which include, among others, the acquisition of companies and / or their businesses in a competitive and high-growth market, financing activities or any other general corporate or commercial purpose.

The 2024 Managing Board Designation was granted under the explicit reservation that the General Meeting reserves its rights that it is at any time during such authorization also authorized to issue shares and grant rights to acquire shares in the share capital of the Company, and to restrict and exclude the pre-emptive rights accruing to shareholders in respect of the issue of such shares or the granting of rights to acquire such shares. The authorization for the Managing Board granted at the annual General Meeting on 21 April 2021 is no longer in force and effect and was revoked on 17 April 2024.

In addition, the Managing Board was designated by the General Meeting on May 15, 2025 as the corporate body authorized to grant rights to acquire shares, subject to the prior approval of the Supervisory Board, up to a maximum of 50,000 (rights to acquire) shares for the calendar year 2025, under, pursuant and in connection with the Employee Stock Option Plan that was implemented in 2019, pursuant to which certain employees of the Company can be granted (rights to acquire) shares in the share capital of the Company (“2019 ESOP”).

The Supervisory Board was designated during the 2023 annual General Meeting as the corporate body authorized to issue shares and / or grant rights to acquire shares, to members of the Managing Board up to a maximum of 130,000 (rights to acquire) shares for a period of 36 months (until April 26, 2026). In addition, on April 17, 2024 the General Meeting authorized the Supervisory Board as the corporate body to issue shares and / or grant rights to acquire shares, up to a maximum of 45,000 (rights to acquire) shares, for a period of 24 months as of the date of the annual General Meeting (until April 17, 2026), subject to and in connection with the 2023 Stock Option Plan of the Managing Board.

Repurchase of shares.

In 2025, the General Meeting authorized the Managing Board to repurchase shares on the stock exchange or otherwise for a period of 18 months and which period will end on November 14, 2026, up to a maximum of 10% of the total number of issued shares outstanding on the date of the meeting (i.e. up to a maximum of 10% of 20,578,391 shares), provided that the Company does not hold more shares in treasury than a maximum 10% of the issued and outstanding share capital at any given time. The repurchase can take place at a price between the nominal value of the shares and the weighted average price on the Xetra trading venue at the Frankfurt Stock Exchange for five trading days prior to the day of purchase plus 10%. The price range enables the Company to adequately repurchase its own shares, also in volatile market conditions. The authorization to repurchase shares granted to the Managing Board by the General Meeting in 2024 expired on October 16, 2025.

Anti-takeover measures.

According to the Corporate Governance Code, the Company is required to provide an overview of its actual or potential anti-takeover measures and to indicate under what circumstances it is expected they may be used.

In the event of a hostile takeover bid, or other action which the Managing Board and the Supervisory Board consider to be adverse to the Company's interests, the Company can use its statutory reflection period as laid down in article 2:114b DCC or invoke a response time in accordance with provisions 4.1.7 of the Corporate Governance Code while taking into account the relevant interests of the Company and its affiliate enterprise and stakeholders.

Substantial shareholdings and short positions.

Shareholders owning 3% or more of the issued share capital of a listed company (a substantial shareholding or short position) must report this to the Netherlands Authority for Financial Markets (AFM) as soon as the threshold is reached or exceeded. Subsequently, notifications to the AFM must be made as soon as a substantial shareholding or short position reaches, exceeds or falls below set thresholds.

The thresholds are 3%, 5%, 10%, 15%, 20%, 25%, 30%, 40%, 50%, 60%, 75% and 95% of a company's issued share capital. Shareholders' disclosures can be inspected in the register kept by the AFM.

For an overview of the substantial shareholdings which were recorded in the AFM register on December 31, 2025 reference is made to the section Shareholder information.

Non-compliance with Dutch Corporate Governance Code.

Redcare complies with all relevant best practice provisions of the Corporate Governance Code, except for provision 3.1.2 (v). The 2019 Stock Option Plan and the 2020 Stock Option Plan for the Managing Board did not include any performance criteria. However, performance criteria were introduced in the 2022 Remuneration Policy and respective 2023 Managing Board Stock Option Plan.

Corporate governance-related documents are available on our website, including, amongst others:

- Articles of Association
- Rules of the Managing Board
- Rules of the Supervisory Board
- Committee Charters
- Managing Board Remuneration Policy
- Supervisory Board Remuneration Policy
- Supervisory Rotation Schedule
- Supervisory Board Profile
- Code of Conduct
- Speak Up Policy
- Supplier Code of Conduct
- Diversity and Inclusion Policy
- Stakeholder Engagement Policy
- Policy on Bilateral and Other Contacts with Shareholders
- Anti-Bribery and Corruption Policy
- Public Affairs Policy
- Insider Trading Policy
- Quality and Safety Practices
- Information Security Practices

Compliance statements.

The management report (consisting of page 27 up to and including 137), and such parts of the financial statements as referred to in the management report, comprise *"Bestuursverslag"* within the meaning of Article 2:391 DCC.

Statement from the Managing Board.

The Managing Board states, in accordance with best practice provision 1.4.3 of the Corporate Governance Code, to the best of its knowledge:

- that the management report provides sufficient insights into failings in the effectiveness of the internal risk management and control systems;
- that these systems provide reasonable assurance that the financial reporting does not contain material inaccuracies;
- that these systems provide limited assurance that the sustainability reporting in section 2.2 does not contain material misstatements;
- that these systems provide an adequate level of certainty that the operational and compliance risks identified in section 2.3 of this management report are effectively managed, where adequate level of certainty is to be read as: certainty in line with our risk appetite, the maturity and complexity of our business, inherent limitations to these systems and other disclosures on these systems in our management report;
- that, based on the current state of affairs, it is justified that the financial reporting is prepared on a going concern basis; and,
- that the management report states the material risks, as referred to in best practice provision 1.2.1 of the Corporate Governance Code, and the uncertainties to the extent that they are relevant for the Company's continuity for the period of twelve months after the preparation of this report.

Due to inherent limitations to risk management and control systems, the above does not imply that these systems and procedures provide certainty as to the realization of strategic, operations, compliance and reporting objectives, nor that they can prevent all misstatements, inaccuracies, fraud, operational issues, and non-compliance with laws and regulations. The maturity and complexity of our business reflect a growth company that is still developing its organisational structure and its risk management and internal control systems to align them with its stage of development.

With regards to Article 5.25c paragraph 2c of the Financial Markets Supervision Act, the Managing Board states that, to the best of its knowledge:

- The annual financial statements give a true and fair view of the assets, liabilities, financial position and loss of the Company and the undertakings included in the consolidation taken as a whole.
- The Managing Board report provides a fair view of the development and performance of the business and the position of the Company and the undertakings included in the consolidation taken as a whole, together with a description of the principal risks faced by the Company.

Corporate governance statement.

The information required to be included in this Corporate Governance Statement, as described in Articles 3, 3a and 3b of the Dutch Decree on the contents of Director's Report (the Decree), are incorporated in the management report and the Supervisory Board report.

The main characteristics of Redcare Pharmacy's internal risk management measures and control systems connected to its financial reporting process, as required by Article 3a of the Decree, are described in the Risk and opportunities section.

Decree on Article 10 of the Takeover Directive *(Besluit Artikel 10 Overnamerichtlijn)*.

The Managing Board states that all information which must be disclosed pursuant to the Decree on Article 10 of the Takeover Directive (*"Besluit Artikel 10 Overnamerichtlijn"*) is included in the Corporate Governance section, the report of the Supervisory Board and the notes referred to herein, to the extent that it is applicable to Redcare.

Non-financial statement.

Redcare is required to publish a non-financial statement based on Directive 2014/95/EU on the disclosure of non-financial information, which is implemented into Dutch law through the Decree disclosure on non-financial information (*"Besluit bekendmaking niet-financiële informatie"*). The information regarding environmental, anti-corruption and bribery matters and respect for human rights, as well as the information regarding social and employee matters, as required by this Decree, is incorporated in the sustainability statements.

Sevenum, 3 March 2026

The Managing Board of Redcare Pharmacy:
Olaf Heinrich, Dirk Brüse, Lode Fastré, Theresa Holler.

Report of the Supervisory Board.

Dear Stakeholders,

On behalf of the Supervisory Board, I am pleased to present you with the Supervisory Board Report and the Remuneration Report for 2025.

With double-digit growth numbers in 2025, Redcare once again demonstrated strong progress in both the prescription (Rx) as well as the non-Rx businesses, reflecting its European leadership position as an online pharmacy. Automation and technology (including AI) are key levers to scale efficiency, and the Company will continue to strengthen its foundations while structurally reducing costs. The Supervisory Board fully supports the Managing Board's direction and focus.

In May this year, we welcomed two new members of the Supervisory Board, who are well known to Redcare Pharmacy. Both Michael Köhler and Stephan Weber have shaped the Company from the very beginning and are deeply familiar with its culture and DNA. Their considerable industry knowledge is and will be an invaluable addition in helping to drive Redcare's next growth phase.

We are very happy with the recruitment and designation of Hendrik Krampe as member of the Managing Board and Chief Financial Officer effective December 1, 2025 and look forward to his appointment in April 2026. Hendrik succeeded Jasper Eenhorst, who stepped down in September to pursue new professional opportunities.

We have spent ample time preparing a new Managing Board Remuneration Policy which will be submitted to our shareholders for approval at the General Meeting on April 15, 2026. A thorough review process was conducted, in which strategic alignment, remuneration competitiveness, as well as feedback from institutional investors and proxy advisors alongside current market practices played a large role.

We decided to retain the stock option plan as part of the long-term incentive (LTI) design, as we believe that it offers the best strategic fit for the Company by focusing on share price development and profitable growth. Nevertheless, it resulted in a comprehensive rework of the policy to provide a greater level of detail, transparency and precision for our investors, and to adjust for a slightly more balanced risk profile.

The Supervisory Board spent a considerable amount of time searching for and selecting three new Supervisory Board members. Jérôme Cochet, Jaska de Bakker and I have decided to step down at the end of our current term. We are grateful for the nominations of Mrs. Anja Hendel, Mr. Peter Schmid von Linstow and Mr. Max Müller as new Supervisory Board members, and we look forward to their appointment at the 2026 General Meeting.

We highly value the dedication, hard work and commitment of all employees, which continue to drive the Redcare Pharmacy's success. On behalf of the Supervisory Board, I would like to extend my heartfelt thanks to the members of the Managing Board, all employees and stakeholders for their trust and ongoing support.

Sincerely,

Björn Söder

Chairman of the Supervisory Board

Composition of the Supervisory Board.

Redcare's Supervisory Board consists of five members.

Biographies of the Supervisory Board members, as well as the information on them as prescribed by the Corporate Governance Code (2025) ("Code"), including information about the Supervisory Board's committees and its members, can be found below.



Björn Söder **Chairperson**	German nationality / Age 53 / Male
Date of first appointment:	23 September 2016
Term of office:	2024-2026
Current positions:	Founder of Parklane Capital Beteiligungsberatung GmbH and Parklane Capital Verwaltungsgesellschaft GmbH
Former positions:	Founder of several online companies (e.g. getgo.de), strategy consultant at McKinsey & Company
Committees:	Remuneration Committee, Nomination Committee



Jaska de Bakker **Vice-Chairman**	Dutch nationality / Age 55 / Female
Date of first appointment:	14 April 2022
Term of office:	2022-2026
Current positions:	Non-executive board positions at Prysmian Group, AkzoNobel, Nobian, The Ocean Clean-up
Former positions:	CFO at Royal Friesland Campina, CFO at Royal HaskoningDHV, strategy consultant at Boston Consulting Group
Committees:	Audit Committee (Chairperson), Nomination Committee



Jérôme Cochet	German nationality / Age 47 / Male
Date of first appointment:	23 September 2016
Term of office:	2023-2025
Current positions:	Co-founder of goodcarbon GmbH
Former positions:	Chief Solutions Officer at Dunnhumby Ltd., Managing Director at Zalando Marketing Services, strategy consultant at McKinsey & Company
Committees:	Remuneration Committee (Chairperson), Audit Committee



Michael Köhler	German nationality / Age 63 / Male
Date of first appointment:	15 May 2025
Term of office:	2025-2029
Current positions:	Private investor in several health care and blockchain companies
Former positions:	Co-founder of Europa Apotheke Venlo B.V., CEO of Shop Apotheke Europe N.V. (now Redcare Pharmacy N.V.), several business functions in Finance, Controlling, Business Development and Sales at Hoechst and Aventis (now Sanofi), former advisory board member of Zava.
Committees:	Nomination Committee (Chairperson), Audit Committee



Stephan Weber	German nationality / Age 47 / Male
Date of first appointment:	15 May 2025
Term of office:	2025-2029
Current positions:	Entrepreneur, private investor
Former positions:	Co-founder of Shop Apotheke Europe, CCO of Redcare Pharmacy N.V., Supervisory Board member of MediService AG
Committees:	Remuneration Committee

Term.

Each Supervisory Board member is appointed for a term ending not later than the day on which the annual General Meeting is held in the fourth calendar year after the calendar year in which such Supervisory Board member was last (re-)appointed. A Supervisory Board member may be reappointed one or more times. A Supervisory Board member may serve for a maximum term of 12 years.

The term for Jérôme Cochet expired in 2025 and a proposal was adopted at the General Meeting in 2025 to extend the term of re-reappointment of Jérôme with a term of one year, which term expires at the General Meeting of Shareholders ("General Meeting") in 2026. The reason for this reappointment was the high level of Jérôme's commitment and appreciation for his accumulated expertise and knowledge.

Overview of committees and terms of office of SB members:

	AC	RemCo	NomCo	Date of initial appointment	2025	2026	2027	2028	2029
Björn Söder (Chairperson)		X	X	23.09.2016	-----	----4			
Jaska de Bakker (Deputy Chairperson)	X		X	14.04.2022	-----	----1			
Jérôme Cochet	X	X		23.09.2016	-----	----4			
Michael Köhler	X		X	15.05.2025	-----	-----	-----	-----	----1
Stephan Weber		X		15.05.2025	-----	-----	-----	-----	----1

X – Chairperson X – member ---- – term

Independence of Supervisory Board and its members.

The Supervisory Board is composed in accordance with the criteria set out in best practice provisions 2.1.7 to 2.1.9 of the Code, which relate to independence. As of January 1, 2025, 80% of the members of the Supervisory Board are deemed to be independent.

Stephan Weber is deemed to be not-independent. He was a member of the Managing Board until his resignation on April 17, 2024, which is still within a period of five years prior to his appointment as a member of the Supervisory Board, and given as a condition for not being independent as per provision 2.1.8 sub i. of the Code.
Michael Köhler left the Managing Board of Redcare on December 31, 2018 and since Michael Köhler's shareholding in the Company no longer exceeds 10%, he is deemed to be independent.

All Supervisory Board members hold long-term share positions in Redcare Pharmacy except for Jaska de Bakker.

Conflicts of interest.

Supervisory Board members are alert to conflicts of interest, and the Rules of the Supervisory Board contain the process to follow in such events. Resolutions to enter into transactions under which members of the Supervisory Board could have a conflict of interest with the Company and which are of material significance to the Company and / or the relevant Supervisory Board member require the prior approval of the Supervisory Board. The respective member who has the conflict of interest will not participate in the deliberations and decision-making process regarding such a transaction. No such transactions were submitted to the Supervisory Board in 2025.

Diversity.

We aim for diversity across all management levels. We do not see diversity merely as a matter of gender or ethnicity, but also of personality, skills and knowledge. We need people from different backgrounds and cultures. Redcare Pharmacy will focus on further enhancing diversity across all management levels, including future appointments to its Supervisory Board and Managing Board, without compromising our commitment to hiring the best individuals for positions. The more we make use of the differences between us and the more we can cooperate and learn from each other, the stronger we will be as a Company in serving a highly diverse society and our diverse stakeholders. Currently, one out of five Supervisory Board members is female (20%) which is not in line with our internal target figures that 40% of the members of the Supervisory Board should be female.

Meetings and attendance.

Once per quarter, the Supervisory Board held a meeting to review the quarter in detail and to be provided with an operational update by the Managing Board. The Managing Board members attended all these meetings.

All members had sufficient time available for the duties related to their membership of the Supervisory Board, as demonstrated by their availability for ad hoc calls, prompt responses to e-mails, good meeting preparation and active participation in meeting discussions. Meetings were prepared in consultation with the Chairperson of the Supervisory Board, the Managing Board and the Company Secretary. The Chairperson of the Supervisory Board maintained regular contact with the CEO.

Board attendance	Supervisory Board		Audit Committee		Nomination Committee		Remuneration Committee	
No. of meetings:	Held*	Attended	Held	Attended	Held	Attended	Held	Attended
Björn Söder	9	9			5	5	6	6
Frank Köhler	5	5	3	3			5	5
Jérôme Cochet	9	9	3	3			6	6
Henriette Peucker	5	5	3	3	3	2		
Jaska de Bakker	9	9	6	6	5	4		
Michael Köhler	4	4	3	3	2	2		
Stephan Weber	4	4					1	1

*Six regular meetings and three additional meetings

In 2025, nine meetings of the Supervisory Board took place with an attendance rate of 100%. The members of the Managing Board took part in the Supervisory Board meetings unless otherwise determined by the Chairperson of the Supervisory Board. In addition, eleven meetings were held attended only by members of the Supervisory Board (attendance rate of 100%), and in the fourth quarter of the year, during which several meetings of the Remuneration Committee and the Nomination Committee were dealt with simultaneously.

Activities during the 2025 financial year.

Strategic oversight and business review.

The Supervisory Board oversees the Managing Board in how it executes the Company's strategic objectives and operations. The Supervisory Board performs its duties pursuant to the law, the Company's Articles of Association and the Supervisory Board Rules. The Supervisory Board receives reports from the Managing Board within the scope prescribed by law, charters, best practices and upon request, in particular on all issues of relevance for Redcare. These topics include, among others, Redcare's strategy, financial performance, planning, business development, compliance and risk management, organization and talent development, sustainability, market developments, stakeholder engagement and reputation.

Key subjects discussed with the members of the Managing Board were: the development of the e-Rx and non-Rx segments in Germany; customer satisfaction; progress of the building of a new distribution center in the Czech Republic and automation investments, the internal risk management and control system, HR and organisation, share price development and the annual operating plan for 2026. A strategy session was held with the Managing Board during which the Company's strategy and its strategic priorities were discussed and industry trends and developments were exchanged. Also, the long-term plan was discussed during this session. Every quarter, the Supervisory Board was updated on Redcare's business highlights. During these meetings, the Supervisory Board ensured that the Managing Board's ideas were challenged and tested to reach decisions that would underpin the Company's strategy.

Ample time was spent by the Supervisory Board on finding successors for Henriette Peucker and Frank Köhler, who decided to leave the Company at the end of their terms. The search for a successor to the CFO, Jasper Eenhorst, was also an important process on which the Supervisory Board members devoted considerable time.

The Supervisory Board engaged with Forvis Mazars Accountants N.V., who were appointed as auditors for the financial year 2025 by the General Meeting on May 15, 2025. Among other topics, the outcome of the audit procedures, including the findings regarding the Company's risk management and control systems, were discussed. The internal audit plan for 2025 and the internal audit charter were approved by the Supervisory Board. The auditors attended the meeting with the Supervisory Board at which the independent auditor's report and management letter were discussed.

In addition, the Supervisory Board supported the resolution by the Managing Board to engage Forvis Mazars Accountants N.V. for providing limited assurance on the sustainability reporting of the Company for the financial year ending on 31 December 2025, which decision was also supported by the General Meeting during its annual meeting on May 15, 2025.

The Supervisory Board was regularly updated on the Company's governance and compliance with laws and regulations and best practices, including the Dutch Corporate Governance Code and the reports submitted through the Speak Up Line.

The Supervisory Board consulted with and received the advice of external experts such as legal, auditing and remuneration experts.

Sustainability.

The Supervisory Board was updated on the progress made by the Company on the pre-determined sustainability KPIs and on the identified material topics that represent the Company's most significant impact on the economy, environment and people.

Supervisory Board effectiveness review.

The Supervisory Board assessed its performance and composition and that of its committees by means of the completion of an internal questionnaire. The aim of the continuous effectiveness review is to determine what measures could further improve the effectiveness of Supervisory Board work and its interaction with the Managing Board and its members. The consolidated feedback was discussed during a plenary session, where actions were defined. The Supervisory Board concluded, among others, that its composition could benefit from a Technology and IT profile. While the Supervisory Board members appreciated the increase of internal meetings in 2025, improvements points were identified to increase the effectiveness of the meetings by developing an annual planning cycle. The insights in the Company's talent development program for senior management were identified as one of the topics the Supervisory Board would like to receive more information from the Managing Board.

The Supervisory Board is considering the engagement of an external facilitator to perform its effectiveness review every three years (i.e. next one in 2027).

The Remuneration Committee.

The Remuneration Committee met six times in 2025, with an attendance rate of 100%.

The Remuneration Committee defined performance criteria linked to the stock options granted to all members of the Managing Board in 2025, in accordance with the 2023 Managing Board Stock Option Plan. The proposal for the 2025 grants under the 2019 Employment Stock Option Plan was submitted by the Managing Board to the Remuneration Committee for discussion and to the Supervisory Board for approval.

The Supervisory Board engaged with an independent advisor specialized in executive compensation to be supported in its review of the Managing Board Remuneration Policy which will be submitted for approval at the General Meeting in 2026, in accordance with Dutch law requirements. Ample time was spent to hand over this subject diligently to the new composition of the Supervisory Board as of May 15, 2025. A thorough review process was performed where strategy alignment, remuneration competitiveness and feedback from institutional investors and proxy advisors, as well as current market practices played a large role. In addition, a scenario analysis was carried out as part of this review.

After due deliberations on the subject matter, the Supervisory Board resolved to retain the Stock Option plan as part of the long-term incentive component, as it offers the best strategic fit for the Company and all its stakeholders by focusing on share price development and profitable growth. Nevertheless, it resulted in a comprehensive rework of the policy to provide greater level of detail, transparency and precision for our investors, and to adjust for a slightly more balanced risk profile.

Based on the benchmark performed in 2023, the Remuneration Committee prepared and discussed the remuneration package proposal for the new CFO which was submitted to the Supervisory Board for approval. In addition, the remuneration packages of the CCO, Dirk Brüse, and the CIO, Lode Fastré, were reviewed. This review resulted in the Supervisory Board's decision to increase their fixed base salaries and LTI-component effective January 1, 2026, effectively equalizing their salary level with that of the COO and CFO. For a full outline of the Remuneration Policy, its application in 2025 and the outlook for 2026, reference is made to the 2025 Remuneration report.

Nomination Committee.

The Nomination Committee met five times in 2025, with an attendance rate of 87% and updated the other Supervisory Board members regularly on its activities.

The Nomination Committee considered the succession plan for the Supervisory Board, specifically with regards to the three members whose term expired after the 2025 General Meeting (Frank Köhler, Jérôme Cochet and Henriette Peucker). Both Frank Köhler and Henriette Peucker decided to leave the Company at the end of their terms. The Nomination Committee suggested and the Supervisory Board resolved to extend the term of re-appointment of Jérôme Cochet as member of the Supervisory Board with a term of one year. In addition, Michael Köhler and Stephan Weber were proposed to the General Meeting on May 15, 2025 for appointment to the Supervisory Board. Michael and Stephan are co-founders of Redcare Pharmacy. Michael Köhler is independent while Stephan Weber is not-independent.

Considering the Company's implementation of the Dutch large company regime in 2025, by means of an adjustment to its articles of association, the Nomination Committee engaged with the Company's Dutch Works Council. The Dutch Works Council has used its enhanced recommendation right, in accordance with article 21.4 of the amended articles of association, and considered Michael upon his appointment as representative of the Dutch Works Council for the duration of his first four-year term. Several meetings have taken place between Michael and the Works Council to ensure close engagement with the employee representative body in the Netherlands.

After the General Meeting in 2025, the Nomination Committee started the process for the search of new members of the Supervisory Board. The search process was completed in 2026 with the decision of the Supervisory Board to nominate three new members of the Supervisory Board for appointment at the annual General Meeting in 2026. The Supervisory Board is grateful for the nominations of Mrs. Anja Hendel, Mr. Peter Schmid von Linstow and Mr. Max Müller and is looking forward to their appointment at the 2026 General Meeting.

The Supervisory Board acknowledges that its current and proposed new composition do not contribute to the target figures for the Supervisory Board set by the Company that 40% of the members of the Supervisory Board should be female. Also in this respect, the Nomination Committee reviewed the size of the Supervisory Board and concluded that the current size is still appropriate. With the three nominations as set out above, the Supervisory Board feels confident that its composition represents all necessary skills and competencies to perform its duties.

The Supervisory Board engaged an executive search firm for the search of Jasper Eenhorst's successor after he stepped down as CFO and member of the Managing Board on September 26, 2025. This resulted in the designation of Hendrik Krampe as acting member of the Managing Board and CFO effective as of December 1, 2025. The appointment of Hendrik Krampe will be on the agenda of the General Meeting in 2026 for consultation. His remuneration package is in line with the Managing Board Remuneration Policy.

Individual performance review meetings took place between each individual member of the Managing Board and the Chairperson of the Nomination Committee and the Chairperson of the Supervisory Board, where, among other things, the individual objectives were evaluated and the Managing Board member was invited to provide his / her view with regards to his / her individual remuneration package.

Audit Committee.

The Audit Committee is charged with overseeing the integrity and quality of the Company's financial and sustainability reporting and the effectiveness of its internal risk management and control systems. It supervises the audit process, the performance and findings of the auditor and its independence. The Audit Committee also monitors the Company's compliance with laws and regulations and it's application of technology.

Six meetings were held by the Audit Committee in 2025, with an attendance rate of 100%. The CFO, Executive Director, Accounting and External Reporting, and the Executive Director, Internal Audit, attended the quarterly Audit Committee meetings and subject experts were also invited depending on the specific topic appearing on the agenda.

The Audit Committee discussed a number of topics: the initial audit plan of the external auditor; the latest financial figures and budget; evaluation of the external auditor and the enterprise risk management and controls. Public Affairs updates were provided regularly to keep the members informed on the regulatory framework. Frequent updates were provided by the responsible department heads on internal control, ERP implementation, internal audit, legal, tax, public affairs, CSRD, IT and cybersecurity, insurances, Speak Up reports and compliance matters. The internal audit plan for 2025, which was drawn up by the internal auditor after consultation with the Managing Board and the external auditor, was discussed with the Audit Committee, as well as the Internal Audit Charter, and were recommended for approval to the Supervisory Board. Audit progress reports, including findings and identified improvements were shared and discussed with the Audit Committee regularly. The internal auditor also met the Audit Committee regularly without the attendance of the Company's representatives.

The Audit Committee discussed the unqualified audit opinion as well as the limited assurance opinion on Redcare's sustainability statements issued by Forvis Mazars Accountants N.V. for the financial year 2025. The financial statements, the combined management report (including sustainability statements) as well as the independent auditor’s report and management letter were discussed by the Audit Committee and the auditors. The Audit Committee also had a meeting with the auditor without members of the Managing Board present to independently discuss their findings.

2025 financial statements.

The Supervisory Board believes that the 2025 financial statements of Redcare Pharmacy N.V. meet all requirements for correctness and transparency. The Supervisory Board has approved the financial statements for 2025. All members of the Supervisory Board and Managing Board have signed the financial statements for 2025 pursuant to the statutory obligations under Article 2:101 (2) of DCC.

The Supervisory Board recommends to the General Meeting to be held in 2026 to adopt the financial statements for 2025 and requests the General Meeting to discharge the Managing Board members’ responsibility for the conduct of business in 2025 and the Supervisory Board members’ supervision in 2025. The Annual Report 2025 is available at the Company’s offices on request and on its website.

The Supervisory Board would like to thank Redcare’s shareholders for their trust in the Company and its management and expresses its appreciation to all Redcare employees and the Managing Board members for their continued dedication and commitment to Redcare Pharmacy.

Sevenum, March 3, 2026

The Supervisory Board:
Björn Söder, Jaska de Bakker, Jérôme Cochet, Michael Köhler, Stephan Weber.

Remuneration report.

Introduction.

In this Remuneration report an overview is provided of the remuneration awarded or due in the 2025 financial year to individual members of the Managing Board and Supervisory Board. It is the responsibility of the Supervisory Board and its Remuneration Committee to ensure that all remuneration elements comply with the remuneration policies of Redcare Pharmacy.

Remuneration policies of Redcare Pharmacy.

This report has been prepared in accordance with Article 2:135b of the Dutch Civil Code and the 2025 Dutch Corporate Governance Code. It will be subject to an advisory vote at the 2026 General Meeting, which allows the Company's shareholders to express an opinion on the application of the remuneration policies in 2025. The 2024 Remuneration Report was approved by the 2025 General Meeting with 85.21% of votes cast in favour.

The Managing Board Remuneration Policy was approved by the General Meeting in 2022 by 83.4% of the votes cast. The Managing Board Remuneration Policy will be submitted for approval to the General Meeting in 2026. The Supervisory Board Remuneration Policy was approved by the General Meeting in 2024 by 100% of the votes cast.

Objective of the Remuneration Policy.

The aim of the Managing Board and the Supervisory Board remuneration policy of Redcare Pharmacy ("Remuneration Policy") is threefold: i) it aims to attract, retain and reward highly qualified executives with the required background, skills, experience and entrepreneurial risk and return profile, in the context of competitive global labor markets for senior executives, ii) it fosters, incentivises and rewards the execution of the Company's strategy, and iii) it aligns the interests of the Managing Board with the interests of the Company's shareholders and other stakeholders (including its employees).

The Remuneration Policy is designed in the context of international competitive labor market trends, statutory requirements, corporate governance best practices and the stakeholders' opinion on remuneration at executive level.

The Company strives to make good choices to build an ethical and sustainable business and drive sustainable profitable growth for its shareholders and other stakeholders.

The overriding principle of this Remuneration Policy is to ensure fairness and transparency. Our Remuneration Policy is based on the firm belief that sustainable value creation is essential for the Company's long-term financial success. The link to long-term value creation and sustainability is created not only, but in particular, by allocating a significant portion of the remuneration package to share-based remuneration for the members of the Managing Board, i.e. granting of stock options, that:

i. Represents a fitting entrepreneurial risk and return profile.
ii. Fosters and rewards sustainable performance of the Managing Board.
iii. Provides an incentive for long-term commitment and retention of the members of the Managing Board.
iv. Is designed to incentivise and reward sound, long-term decision-making of the Managing Board.

The Remuneration Policy does not foresee a short-term incentive. The Supervisory Board aims to implement only medium- to long-term incentives for the members of the Managing Board at this stage of Redcare's development to promote a sustainable approach to performance-based remuneration. This enables the Supervisory Board to concentrate on ambitious and strategic target settings for the performance criteria, rather than short-term targets that may be more heavily influenced by market volatility and macroeconomic fluctuations. In addition to factoring in share price performance through the grant of stock options, the current long-term incentive includes a combination of financial targets – such as revenue growth, EBITDA margin, or similar profitability metrics – alongside ESG objectives. Therefore, it ensures the continuous improvement of internal financials through the implementation of Redcare's strategy, the achievement of key sustainability targets as well as capital market attractiveness, simultaneously.

Redcare Pharmacy aims for a fair balance between the remuneration of the members of the Managing Board and the remuneration of the Company employees. In this regard, the Company strives to use the same benchmarking methods (e.g. grading, market medians, industry sectors, company size) for both groups and takes internal remuneration ratios of Managing Board members' remuneration and the average remuneration per employee into consideration when reviewing its policies.

Managing Board remuneration – elements.

The remuneration package of the members of the Managing Board consists of the following elements:

1. Fixed compensation.

The annual base salary is a fixed compensation and determined by a variety of factors like the benchmark data. The fixed salary is evaluated periodically, considering factors such as (i) development, experience, capability and marketability of the individual member of the Managing Board, ii) nature of the roles and responsibilities and the historic salary levels, iii) remuneration levels within the Company, and iv) general market development relevant to the Company.

2. Long-term incentive plan.

Currently, there are three stock option plans applicable to the members of the Managing Board:

1. The stock option plan that was approved by the General Meeting on April 30, 2019 (the "2019 Stock Option Plan").
2. The stock option plan that was approved by the General Meeting on April 30, 2020 (the "2020 Stock Option Plan").
3. The stock option plan that was approved by the General Meeting on April 26, 2023 (the "2023 Stock Option Plan").

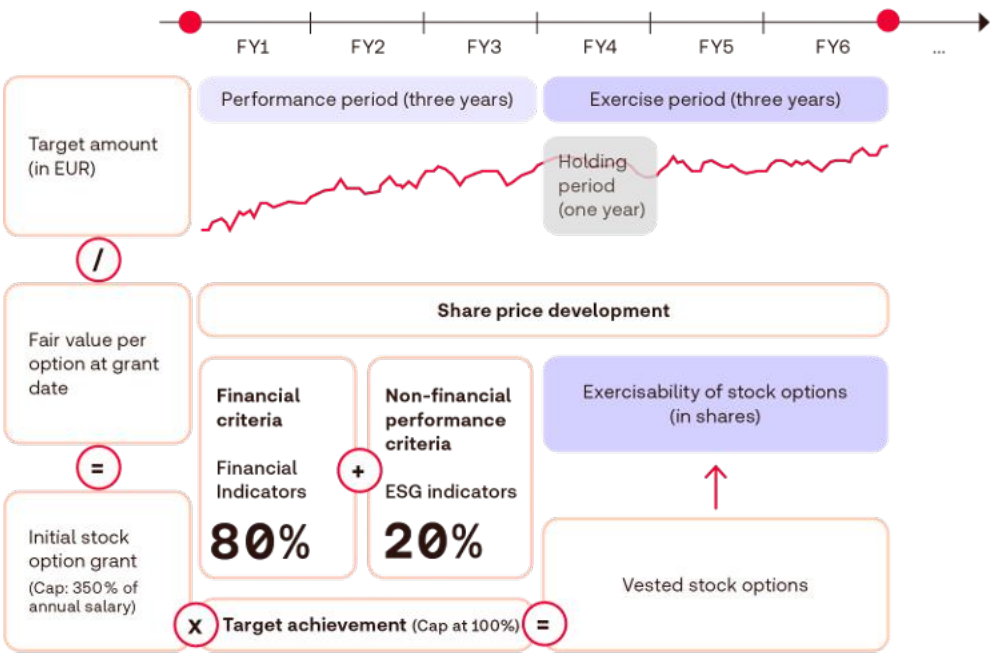
Both the 2019 Stock Option Plan and the 2020 Stock Option Plan did not include any performance criteria and therefore did not comply with the best practice 3.1.2 (v) from the Corporate Governance Code.

In October 2020, the Supervisory Board granted a total of 200,000 stock options to the members of the Managing Board. Such stock option grant was the first and only grant made to the members of the Managing Board under, pursuant to and in connection with the 2020 Stock Option Plan. On June 8, 2021 the Supervisory Board decided not to grant additional stock options to the members of the Managing Board under the 2020 Stock Option Plan. After due evaluation, the Supervisory Board proposed to the 2022 General Meeting amendments to the 2020 Stock Option Plan, which were all approved by the General Meeting ("2020 Stock Option Plan Amendments"). The 2020 Stock Option Plan Amendments retroactively apply to all stock options granted to the members of the Managing Board in 2020. The amendments were:

1. Change of the holding requirement of two years after the date of issue of the shares, to a holding requirement of one year after the respective vesting date of the stock options.
2. The period during which members of the Managing Board can exercise their options was retroactively shortened by one year until October 1, 2026.

The 2023 Stock Option Plan reflects the following key terms and conditions:

1. The maximum annual value of a grant, expressed as fair value (according to the Black-Scholes formula or similar methodologies to be determined by an external agency) on the grant date, will not exceed three-and-a-half times the annual base salary of a Managing Board member.
2. The financial gain realized with an exercise of stock options will not be capped.
3. Predetermined performance criteria will be applied which will reflect the Company's strategy and long-term goals that are linked to shareholders' value creation. These performance criteria will consist of weighted variables, covering both financial (weighted for 80%) and non-financial objectives (weighted for 20%), including revenue growth, EBITDA margin or similar profitability measure and an ESG-related target. A minimum and maximum threshold will be defined per criteria, which shall in any case be better than the status-quo at the time of the grant. The number of stock options that will vest will depend on the attainment of such predetermined performance criteria.
4. The performance period is three years from the grant date.
5. The duration of an award under the 2023 Stock Option Plan is six years from the grant date.
6. Stock options will not vest before the third anniversary of the grant date and only if predetermined performance criteria have been achieved.
7. Shares resulting from an exercise will be subject to a one-year holding requirement from the vesting date of such stock options, or the statutory holding period that may be applicable at the grant date if such a statutory holding period is longer than one year. During such holding period, shares are no longer contingent of any performance criteria.



3. Pension allowance and other benefits.

Individual pension allowances have been agreed with some members of the Managing Board by the Supervisory Board.

The members of the Managing Board may be awarded customary fringe benefits, such as relocation allowances, as determined by the Supervisory Board.

The Company does not provide any executive-type memberships. Other benefits in line with benefits provided to the Company employees will only be provided to the Managing Board members if explicitly confirmed by the Supervisory Board.

The Company does not pay any short-term incentives (e.g. bonuses or profit sharing) to its Managing Board members, which is reflective of its strong focus on its mid- to long-term value creation.

Managing Board remuneration – application 2025.

Internal alignment.

To ensure that the remuneration of the Managing Board members remains fair, reasonable and aligned with the Company's values and vision, the Supervisory Board considers the remuneration arrangements for the Company employees – the internal remuneration ratios – when determining the remuneration level of the members of the Managing Board.

Scenario analysis.

A scenario analysis of the possible outcome of the variable components and the impact on the remuneration of the Managing Board members is conducted regularly to minimize the risk of inappropriate outcomes. In 2025, the Supervisory Board assessed and concluded that the range of potential remuneration is within outcomes that are appropriate to attract and retain highly qualified executives.

External alignment.

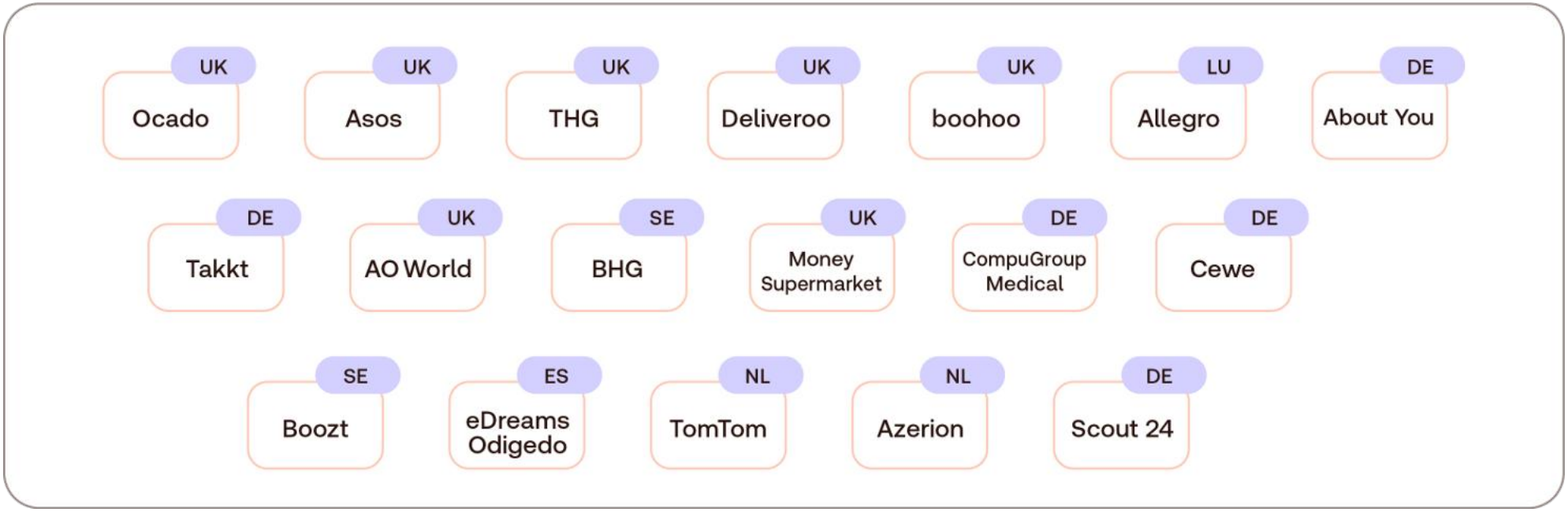
When implementing this Remuneration Policy, the Supervisory Board analyzes the possible outcomes of the variable remuneration and the impact on the total remuneration package. From time to time, the remuneration elements are benchmarked against external market data, primarily data of other relevant European-headquartered companies of similar scale on a European regulated market. In addition, the expectations of the Company's shareholders and the views within society on remuneration in general are considered by the Supervisory Board. The data serves to provide the Supervisory Board with the relevant information to determine and evaluate the remuneration of the Managing Board, rather than drive the Supervisory Board's decision-making process.

Although the external market data provides useful context, the Supervisory Board is ultimately responsible for determining the appropriate level of the remuneration packages of the Managing Board members.

Peer group and benchmark.

Supported by Korn Ferry, in 2023 the Supervisory Board reviewed the market reference group (as established in 2020) while considering corporate events and the scope parameters, after which seven companies were removed and five replacement companies were selected. The selection process of the reference companies was performed in line with GICS best practices and for its validation, the ISS best practice guidelines regarding size criteria were used. The new market reference group, which is shown below, formed the basis of a remuneration benchmark.

The outcome of the benchmark formed the basis for the remuneration package of the new CFO designated as of December 1, 2025 as a member of the Managing Board.



Managing Board remuneration – 2025.

The Remuneration Committee concluded that the current remuneration elements as well as their values are still fully aligned with the objectives of the Remuneration Policy and are appropriate to attract and retain highly qualified executives for Redcare Pharmacy's Managing Board.

Fixed compensation – 2025.

The base salary for the all members of the Managing Board remained unchanged in 2025.

Long-term incentive – 2025.

Stock options were granted to members of the Managing Board under the 2023 Stock Option Plan. As part of the remuneration package of the CEO, the Supervisory Board granted the third (out of four) tranche(s) of stock options. The CFO, COO, CCO and CIO were granted stock options as well.

The same performance criteria as defined in 2024 were pre-determined for the 2025 grants. Three financial performance criteria were defined: revenue growth (weighted for 45%), adjusted EBITDA margin (weighted for 20%) and cash flow from operations (weighted for 15%). A CO2 emission reduction per order (Scope 1, 2 and 3) was defined as ESG-related target (weighted for 20%). The number of stock options that vest will depend on the attainment against these pre-determined performance criteria. For more details and parameters of the share based payments, see note 27 in the notes to the consolidated financial statements of this Annual Report.

Pension allowance and other benefits – 2025.

Theresa Holler, COO, received pension benefits via payment of the employer's contribution to the statutory Dutch *Stichting Pensioenfonds Openbare Apothekers* (SPOA), which is a collective defined contribution plan with direct conversion into pension entitlement. Participants are entitled to a pension to the extent that a pre-determined premium is sufficient. During 2025, the contribution of Redcare amounted to 20.5% (2024: 20.5%) of the pensionable base.

Jasper Eenhorst, CFO, received pension benefits and related insurance via payment of the employer's contribution to a private pension fund of EUR 10,786 in 2025.

Olaf Heinrich (CEO) and Lode Fastré (CIO) participate in the Company pension scheme of ASR, which is a defined contribution plan. The contribution of Redcare amounted to 12% (2024: 12%) of the pensionable base. Dirk Brüse (CCO) did not receive any contributions towards pension plans or similar retirement benefits.

The members of the Managing Board benefit from directors' and officers' liability insurance coverage which are in line with market practice.

Adjustments to variable remuneration – including clawback.

Annual cash incentives as well as the long-term incentives for the Managing Board are subject to clawback provisions pursuant to Dutch law. No such clawback occurred during the financial year.

Severance payment.

Employment agreements of the members of the Managing Board do not contain any severance payment obligations of more than twelve monthly base salaries in the event of involuntary termination. For the CEO, CCO and CIO, a termination notice period of twelve months for the employer and six months for the employee apply. The employment agreement with the CFO includes a reference to the Dutch statutory notice period. A termination notice period of six months for the employer and three months applies for the COO.

Share ownership requirement.

New members of the Managing Board have five years from the date they join the Managing Board to reach the required share ownership stake of 125% of their respective base salary. By December 31, 2025, the COO continued to exceed the share ownership requirement of 125% of her individual annual base salary. The CEO, who joined the Company in August 2023, and the CCO, who was appointed as member of the Managing Board at the 2024 Annual General Meeting, have started to build up their stake in the Company but had not yet reached the required level by the end of 2025. The CIO already met the share ownership requirement as of his appointment date of April 17, 2024.

Other compensation including loans.

Neither Redcare Pharmacy nor any of its subsidiaries have granted loans, made advance payments or granted guarantees of any nature to members of the Managing Board. No compensation was paid to parties closely associated with members, i.e. related parties, of the Managing Board. Furthermore, the Company did not provide company cars to any of its Managing Board members.

Former Managing Board members.

Stephan Weber and Marc Fischer decided to step down and to resign as CCO and CIO, respectively, and as members of the Managing Board with effect of the 2024 General Meeting on April 17, 2024.

During the 2020 General Meeting of the Company (i.e. on April 30, 2020), the General Meeting adopted a stock option plan for the members of the Managing Board, which was subsequently amended by the 2020 Stock Option Plan Amendments. Each of Mr Weber and Mr Fischer was awarded 40,000 stock options under the 2020 Stock Option Plan on October 1, 2020, of which (i) 20,000 stock options per person vested on October 1, 2023, and (ii) 20,000 stock options per person, in case of continued Managing Board membership, would have vested on October 1, 2024. As Mr Weber and Mr Fischer resigned with effect of the date of the 2024 General Meeting, the unvested stock options vested early and in full as per the resignation date. Pursuant to the terms of the 2020 Stock Option Plan Amendments, such stock options need to be exercised within six months after the relevant resignation date (i.e. October 17, 2024). If the stock options are not exercised within such six months, the relevant stock options will lapse.

The General Meeting on April 17, 2024 approved an extension of the exercise period for the 40,000 stock options held by each of Mr Weber and Mr Fischer, from October 17, 2024 to October 1, 2026, the expiry date of their envisaged continued advisory role. The extension does not affect the applicability of any other terms and conditions of the 2020 Stock Option Plan and the 2020 Stock Option Plan Amendments for Mr Weber and Mr Fischer. These terms, amongst other, provide for a one-year holding period from the relevant vesting date in respect of any shares resulting from an exercise of the stock options held by Mr Weber and Mr Fischer. Such holding period in respect of each of Mr Weber and Mr Fischer expires (i) as per October 1, 2024 for the 20,000 stock options which vested on October 1, 2023 and (ii) as per April 17, 2025 for the 20,000 stock options that vested on April 17, 2024.

Mr Weber and Mr Fischer are co-founders of the Company and were members of the Redcare Pharmacy's leadership team from its foundation in 2001, and subsequently the Managing Board, as of the IPO in 2016.

The Company retained the expertise of Mr Weber and Mr Fischer, who continued to support Redcare with their extensive knowledge and experience in an advisory capacity until October 1, 2026. This was also the case for Mr Weber, but with his appointment as a member of the Supervisory Board on May 15, 2025, his advisory role ended. As part of their agreements, both will be subject to customary protective covenants, including a significantly extended non-compete covenant, which will only expire on October 1, 2026.

The extension of the exercise period of their stock options allows Mr Weber and Mr Fischer to demonstrate their confidence in the long-term value growth of the Company.

Jasper Eenhorst was appointed as a member of the Managing Board on April 30, 2020 and stepped down as CFO and member of the Managing Board on September 26, 2025. The terms and conditions of his employment agreement will continue until April 15, 2026, the date of the General Meeting, which ensures proper hand-over to his successor Hendrik Krampe who started on December 1, 2025 and will be appointed upon the consultation of the 2026 General Meeting. The costs of Jasper's departure (EUR 588,500) are included in the table below, under 'other benefits'. The costs related to his ongoing services up to April 15, 2026, which have been accounted for in 2025 and amounted to EUR 138,500, and a settlement amount of one year's salary of EUR 450,000. The stock options granted to Jasper Eenhorst during his tenure can be exercised in accordance with the terms and conditions of the respective 2019 Employee Stock Option Plan, the 2020 Stock Option Plan, the 2020 Stock Option Plan Amendments and the 2023 Managing Board Stock Option Plan.

Designated Managing Board member.

Hendrik Krampe was designated as member of the Managing Board and Chief Financial Officer effective as of December 1, 2025. The appointment of Hendrik is on the agenda of the General Meeting on April 2026 for consultation. Hendrik is assumed to be key management personnel in accordance with IFRS. His remuneration elements are in line with the Remuneration Policy, which will be submitted to the General Meeting for approval, and are reflected in below table as of the date of his employment on December 1, 2025. Next to his base salary and a relocation compensation, Hendrik has been granted stock options under the 2019 Employee Stock Option Plan.

Managing Board remuneration – 2025.

In the tables below, the total remuneration costs as well as the remuneration per individual member of the Managing Board are shown for the financial year 2025.

Board member	Period	Financial Year	Base salary	Pension	Other benefits	Total fixed	% Fixed	STI	LTI[1]	Total	% Variable	Total Remuneration
O. Heinrich, CEO	**01/01 - 31/12**	**2025**	**500,004**	**13,108**	**6,532**	**519,644**	**46 %**	**—**	**610,006**	**610,006**	**54 %**	**1,129,650**
	01/01 - 31/12	2024	500,004	13,060	6,532	519,596	56 %	—	410,010	410,010	44 %	929,606
J. Eenhorst, (former) CFO	**01/01 - 31/12[2]**	**2025**	**450,000**	**10,786**	**588,500**	**1,049,286**	**65 %**	**—**	**563,330**	**563,330**	**35 %**	**1,612,616**
	01/01 - 31/12	2024	450,000	25,000	—	475,000	57 %	—	364,874	364,874	43 %	839,874
T. Holler, COO	**01/01 - 31/12**	**2025**	**450,000**	**18,493**	**6,532**	**475,025**	**65 %**	**—**	**259,999**	**259,999**	**35 %**	**735,024**
	01/01 - 31/12	2024	450,000	9,921	6,532	466,453	56 %	—	360,888	360,888	44 %	827,341
D. Brüse, CCO	**01/01 - 31/12**	**2025**	**360,000**	**—**	**982**	**360,982**	**63 %**	**—**	**215,996**	**215,996**	**37 %**	**576,978**
	17/04 - 31/12	2024	254,000	—	736	254,736	— %	—	71,999	71,999	— %	326,735
L. Fastre, CIO	**01/01 - 31/12**	**2025**	**360,000**	**9,940**	**6,532**	**376,472**	**64 %**	**—**	**215,996**	**215,996**	**36 %**	**592,468**
	17/04 - 31/12	2024	253,637	7,020	4,602	265,259	— %	—	71,999	71,999	— %	337,258
S. Weber, (former) CCO		**2025**	**—**	**—**	**—**	**—**	**— %**	**—**	**—**	**—**	**— %**	**—**
	01/01 - 16/04	2024	74,306	—	125,572	199,878	45 %	—	241,725	241,725	55 %	441,603
M. Fischer, (former) CTO		**2025**	**—**	**—**	**—**	**—**	**— %**	**—**	**—**	**—**	**— %**	**—**
	01/01 - 16/04	2024	74,306	—	125,572	199,878	45 %	—	241,725	241,725	55 %	441,603
H. Krampe, (designated) CFO	**01/12 - 31/12**	**2025**	**28,846**	**965**	**15,000**	**44,811**	**91 %**	**—**	**4,396**	**4,396**	**9 %**	**49,207**
		2024	—	—	—	—	— %	—	—	—	— %	—
Total Managing Board		**2025**	**2,148,850**	**53,292**	**624,078**	**2,826,220**	**60 %**	**—**	**1,869,723**	**1,869,723**	**40 %**	**4,695,943**
		2024	2,056,253	55,001	269,546	2,380,800	57 %	—	1,763,220	1,763,220	43 %	4,144,020

Members of the Managing Board did not receive any additional compensation from companies of the Redcare Pharmacy Group. Moreover, no compensation for Managing Board members was charged to any Group company. Managing Board members did not receive any compensation from Supervisory Board memberships at other companies.

[1] The fair value according to IFRS of each year's grant is determined on the grant date and expensed on a straight-line basis over the vesting period. The fair value is determined by an external agency. The expense for 2025 reflects this year's portion of stock option grants which are not yet vested or which vested during 2025.

[2] Stepped down as CFO and member of the Managing Board on September 26, 2025.

Stock options of individual Managing Board members.

The table below provides an overview of the Redcare Pharmacy stock options of the Managing Board members, including the 2025 opening balance, changes during 2025 and the 2025 closing balance.

		The main conditions of the share option plans				Information regarding the reported financial year						
		Grant date	Vesting date	Expiry date	Strike price of the share	Outstanding at 01.01.2025	Awarded	Exercised	Forfeited	Outstanding 31.12.2025	Costs (IFRS) during the year)	Realized value of options exercised in 2025
O. Heinrich, CEO	14	1/8/2023	1/8/2026	1/8/2029	€ 116.50	9,984	0	0	0	9,984	€ 159,998	€ 0
	15	3/1/2024	3/1/2027	3/1/2030	€ 127.90	19,300	0	0	0	19,300	€ 250,012	€ 0
	19	3/1/2025	3/1/2028	3/1/2031	€ 125.60	0	15,850	0	0	15,850	€ 199,995	€ 0
J. Eenhorst, (former) CFO	7b	1/2/2020	1/2/2023	11/6/2027	€ 46.40	5,000	0	0	0	5,000	€ 0	€ 0
	7c	1/2/2020	1/2/2024	11/6/2027	€ 46.40	10,000	0	0	0	10,000	€ 0	€ 0
	9a	1/10/2020	1/10/2023	1/10/2026	€ 149.40	20,000	0	0	0	20,000	€ 0	€ 0
	9b	1/10/2020	1/10/2024	1/10/2026	€ 149.40	20,000	0	0	0	20,000	€ 0	€ 0
	16	2/2/2024	2/2/2027	2/2/2030	€ 133.15	9,608	0	0	0	9,608	€ 311,449	€ 0
	19	3/1/2025	3/1/2028	3/1/2031	€ 125.60	0	10,303	0	0	10,303	€ 251,881	€ 0
T. Holler, COO	9a	1/10/2020	1/10/2023	1/10/2026	€ 149.40	20,000	0	0	0	20,000	€ 0	€ 0
	9b	1/10/2020	1/10/2024	1/10/2026	€ 149.40	20,000	0	0	0	20,000	€ 0	€ 0
	16	2/2/2024	2/2/2027	2/2/2030	€ 133.15	9,608	0	0	0	9,608	€ 129,996	€ 0
	19	3/1/2025	3/1/2028	3/1/2031	€ 125.60	0	10,303	0	0	10,303	€ 130,003	€ 0
D. Brüse, CCO	18	17/4/2024	17/4/2027	17/4/2030	€ 136.20	7,773	0	0	0	7,773	€ 107,998	€ 0
	19	3/1/2025	3/1/2028	3/1/2031	€ 125.60	0	8,559	0	0	8,559	€ 107,997	€ 0
L. Fastre, CIO	18	17/4/2024	17/4/2027	17/4/2030	€ 136.20	7,773	0	0	0	7,773	€ 107,998	€ 0
	19	3/1/2025	3/1/2028	3/1/2031	€ 125.60	0	8,559	0	0	8,559	€ 107,997	€ 0
H. Krampe, (designated) CFO	21a	1/12/2025	1/12/2027	1/12/2032	€ 64.70	0	1,574	0	0	1,574	€ 1,765	€ 0
	21b	1/12/2025	1/12/2028	1/12/2032	€ 64.70	0	1,574	0	0	1,574	€ 1,274	€ 0
	21c	1/12/2025	1/12/2029	1/12/2032	€ 64.70	0	2,098	0	0	2,098	€ 1,356	€ 0

Stock options of former individual Managing Board members.

		The main conditions of the share option plans				Information regarding the reported financial year						
		Grant date	Vesting date	Expiry date	Strike price of the share	Outstanding at 01.01.2025	Awarded	Exercised	Forfeited	Outstanding 31.12.2025	Costs (IFRS) during the year)	Realized value of options exercised in 2025
S. Weber, (former) CCO	9a	1/10/2020	1/10/2023	1/10/2026	€149.40	20,000	—	—	—	20,000 €	— €	—
	9b	1/10/2020	1/10/2024	1/10/2026	€149.40	20,000	—	—	—	20,000 €	— €	—
M. Fischer, (former) CTO	9a	1/10/2020	1/10/2023	1/10/2026	€149.40	20,000	—	—	—	20,000 €	— €	—
	9b	1/10/2020	1/10/2024	1/10/2026	€149.40	20,000	—	—	—	20,000 €	— €	—

Pay ratio.

The pay ratio is calculated as the total remuneration of the respective Managing Board member, as published in this Remuneration Report, divided by the average remuneration per employee in 2025.

The average remuneration per employee is based on the total salaries, stock option expenses and pension costs divided by the average number of FTEs during the 2025 financial year, as published in note 8 of the consolidated financial statements.

The development of the pay ratio on a full-time equivalent basis over the last five years is shown in the table on this page. Using a standardized approach and the IFRS financial statements as a reference, the aim is to present and compare developments of the remuneration of Managing Board members and employees. In years where changes to the composition of the Managing Board occurred, the amount shown is the annualized remuneration of the most recent function holder.

	2025		2024		2023		2022		2021	
	Remuneration	Pay ratio[1]	Remuneration	Pay ratio	Remuneration	Pay ratio	Remuneration	Pay ratio	Remuneration	Pay ratio
Chief Executive Officer	1,129,650	18.5 8.7	929,606	15.8 9.0	665,962	13.2 10.2	911,845	19.7 5.9	911,597	20.7 6.4
Chief Financial Officer[2]	1,612,616	26.4 17.6	839,874	14.3 8.3	1,125,882	22.3 10.0	1,217,447	26.3 10.3	1,297,319	29.5 11.3
Chief Operating Officer	735,024	12.0 8.0	827,341	14.0 8.1	886,244	17.5 5.3	913,837	19.7 5.9	913,372	20.7 6.5
Chief Commercial Officer	576,978	9.4 6.0	461,273	7.8 6.3	880,764	17.4 5.2	909,182	19.6 5.8	909,320	20.7 6.4
Chief Information Officer	592,468	9.7 6.3	476,129	8.1 6.5	879,718	17.4 5.1	908,628	19.6 5.8	908,628	20.6 6.3

The pay ratio for the annualized remuneration including share-based payment costs have increased for the CEO, CCO and CIO because the 2025 stock option grants were added resulting in higher costs for 2025 compared to 2024. For the CFO, all costs related to his departure resulted in a significant increase of the pay ratio. Only the pay ratio for the COO decreased because the 2020 grants vested in 2024 resulting in a lower cost in 2025 compared to 2024.

The pay ratio for the annualized remuneration, excluding share-based payment costs significantly increased for the CFO for the same reason as set out above. The slight decrease of the pay ratio for the other members of the Managing Board is explained by the average merit increase for employees (2025: 3.8%) while the fixed salaries of the Managing Board members remained unchanged for 2025.

[1] Pay ratio is presented including (first line) and excluding (second line) share-based payments costs.

[2] Chief Financial Officer remuneration is related to the former CFO.

Comparative information.

To understand the relative performance of remuneration developments compared to the Company's performance developments, the table is included. It shows the changes in comparative remuneration and company performance over the last five financial years reported.

The increase of the remuneration costs for the Managing Board members are explained under the pay ratio development, as set out above. Only one member of the Managing Board showed a decrease resulting from the vesting in 2024 of stock options granted in 2020, resulting in lower costs in 2025. The grants performed in 2025 under the 2023 Managing Board Stock Option Plan are creating higher costs in 2025. The vesting of the grants under this plan are subject to the achievement of pre-defined performance criteria. The first vesting under this plan only takes place in 2026, after which insights can be provided of the remuneration performance development relative to the Company performance development.

Annual change	**2025 vs 2024**	**2024 vs 2023**	**2023 vs 2022**	**2022 vs 2021**	**2021 vs 2020**
Company performance (EUR 1.000)					
Net revenue	+570.300	+571.817	+ 594.406	+ 144.031	+ 92.259
EBITDA	+18.200	-10.763	+ 69.655	+ 9.072	- 53.931
Market capitalisation	(52)%	(11)%	+ 231%	(61)%	(23)%
Directors' remuneration (in EUR)					
CEO	200,044	-245,883	248	536,068	77,295
CFO	772,742	-91,565	-79,872	529,942	393,961
COO	(92,317)	-27,593	465	530,577	102,133
CCO	115,705	-28,418	-138	530,799	102,128
CIO	116,339	-28,910	—	531,653	101,752
Average remuneration (excl. share-based payments) on FTE basis					
Wages and salaries / FTE (in EUR)	+2.213	+7.963	+ 4.264	+ 2.288	+ 2.884
Wages and salaries / FTE (in %)	+3.8%	+16.1%	+ 9.2%	+ 5,2%	+ 7,0%

Supervisory Board remuneration.

This section provides an overview of the Supervisory Board Remuneration Policy, which was adopted at the General Meeting on April 17, 2024.

Supervisory Board remuneration – elements.

The remuneration of the Supervisory Board is not tied to company performance. In addition to a fixed fee, the members of the Supervisory Board are provided with a committee fee, depending on the respective committee(s) in which a member participates. In addition, reasonable travel and accommodation expenses are reimbursed by the Company in line with company policy.

The old Remuneration Policy provided that the members' remuneration comprised of a fixed fee and a maximum of one committee fee. The Chairperson and Deputy Chairperson were only eligible to receive the fixed fee.

The fees for 2025 are as follows:

in EUR	Chairman	Vice-Chairman	Member
Supervisory Board	80,000	60,000	40,000
Audit Committee	12,000		8,000
Remuneration Committee	9,000		6,000
Nomination Committee	9,000		6,000

Members of the Supervisory Board are not entitled to receive any payments under the Company's pension or under any long-term incentive plans. No shares or rights to acquire shares were granted to a Supervisory Board member by way of remuneration. None of the members of the Supervisory Board are entitled to any benefits upon the termination of their appointment and no loans are made to them.

Supervisory Board remuneration - deviations.

The Remuneration Committee did not deviate from its decision-making process in relation to the implementation of the Remuneration Policy nor derogated from any provision of the policy.

Supervisory Board remuneration – application 2025.

The following table provides an overview of the actual remuneration of the Supervisory Board in 2025.

Remuneration overview Supervisory Board members.

	Supervisory Board position	2025	2024	2023	2022	2021
Current supervisory board		EUR	EUR	EUR	EUR	EUR
Björn Söder	chairperson	92,000	92,000	80,000	80,000	61,918
Jaska de Bakker	vice-chairperson	70,688	52,242	52,000	37,326	—
Jérôme Cochet	member	54,032	49,000	49,000	46,460	33,973
Michael Kohler	member	35,855	—	—	—	—
Stephan Weber	member	28,935	—	—	—	—
Total current Supervisory Board Remuneration		281,510	193,242	181,000	163,786	95,891
Former supervisory board members						
Frank Köhler	former vice-chairperson	27,651	74,000	60,000	60,000	47,945
Henriette Peucker	former member	21,210	57,000	49,000	48,000	27,945
Jan Pyttel	former chairperson	—	—	—	—	9,041
Total former Supervisory Board Remuneration		48,861	131,000	109,000	108,000	84,931
Total Supervisory Board Remuneration		330,371	324,242	290,000	271,786	180,822

Outlook 2026.

With an effective date of January 1, 2026, the Supervisory Board resolved to increase i) the annual fixed salary for the CCO and the CIO to a total amount of EUR 450,000 (2025: 360,000), and ii) the target value of the long term incentive to EUR 650,000 (2025: EUR 540,000).

A new Managing Board Remuneration Policy will be submitted to the 2026 General Meeting for its approval. A thorough review process was performed where strategic alignment, remuneration competitiveness and feedback from institutional investors and proxy advisors, as well as current market practices played a large role. The Supervisory Board decided to retain the Stock Option plan as part of the LTI-design, as it offers the best strategic fit for the Company and its stakeholders by focusing on share price development and profitable growth. Nevertheless, it resulted in a comprehensive rework of the policy to provide greater level of detail, transparency, and precision for our investors and to adjust for a slightly more balanced risk profile.

The annual stock option grant in January 2026 was performed under the new 2026 Managing Board Stock Option Plan, subject to approval by the 2026 General Meeting, in the amount of a target value of EUR 900,000 for the CEO and EUR 650,000 for the COO, CCO and CIO. Performance criteria are set; a combination of financial targets – revenue growth (40%), adjusted EBITDA margin (20%), free cash flow (20%) – alongside a combination of two ESG-targets (20%). A holding period of one year after a three-year vesting period applies.

The appointment of CFO, Hendrik Krampe, will be submitted to the 2026 General Meeting for consultation. His annual base salary will be EUR 450,000 and the target value of the long term incentive will be EUR 650,000, all subject to the newly to be approved 2026 Remuneration Policy and 2026 Managing Board Stock Option Plan.

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Consolidated financial statements.

Consolidated statement of profit and loss.

in millions of Euros	Notes	Period ended 31.12.2025	Period ended 31.12.2024
Revenue	5	2,940.9	2,370.6
Cost of sales		-2,277.8	-1,824.8
Gross profit		**663.1**	**545.8**
Other income	6	0.5	0.3
Selling and Distribution	7	-592.7	-502.0
Administrative Expense	8	-99.4	-83.1
Operating result		**-28.5**	**-39.0**
Finance income	10	11.7	7.4
Finance expense	10	-31.3	-16.7
Share of profit of associates and joint ventures and badwill	16	0.4	0.4
Result before tax		**-47.7**	**-47.9**
Income tax	11	8.3	1.5
Result after tax		**-39.4**	**-46.4**
Attributable to:			
Owners of Redcare Pharmacy N.V.		-37.7	-45.5
Non-controlling interests		-1.7	-0.9
		-39.4	-46.4
Earnings per share	12	EUR	EUR
Basic earnings per share		-1.87	-2.27
Diluted earnings per share		-1.87	-2.27

Consolidated statement of comprehensive income.

in millions of Euros	Notes	Period ended 31.12.2025	Period ended 31.12.2024
Result for the period		**-39.4**	**-46.4**
Other comprehensive income			
Items that are or may be reclassified subsequently to profit or loss			
- Foreign operations - foreign currency translation differences		0.0	-0.6
Items that will not be reclassified to profit or loss			
- Remeasurement of net defined benefit plans	28	2.2	1.0
- Income taxes from remeasurement of net defined benefit plans	28	-0.3	-0.1
Other comprehensive income/loss for the period		**1.9**	**0.3**
Total comprehensive result		**-37.5**	**-46.1**
Total comprehensive result attributable to:			
Owners of Redcare Pharmacy N.V.		-36.7	-45.3
Non-controlling interests		-0.8	-0.8
		-37.5	**-46.1**

Consolidated statement of financial position.

in millions of Euros	Notes	31.12.2025	31.12.2024
Assets			
Non-current assets			
Property, plant and equipment	13	119.9	49.8
Right of use assets	32	70.8	32.8
Intangible assets	14	393.5	411.3
Deferred tax assets	11	1.6	1.4
Other financial assets	19	7.6	6.6
Investments in joint ventures	16	1.5	1.4
		594.9	**503.3**
Current assets			
Inventories	17	214.0	153.8
Trade and other receivables	18	129.5	109.8
Prepayments and other current assets	18	72.4	58.8
Other financial assets	19	111.1	80.7
Cash and cash equivalents	20	92.4	96.9
		619.4	**500.0**
Total assets		**1,214.3**	**1,003.3**

	Notes	31.12.2025	31.12.2024
Equity and liabilities			
Shareholders' equity	21		
Issued capital and share premium		755.9	755.3
Reserves / accumulated losses		-296.7	-271.3
Equity attributable to owners of the Company		**459.2**	**484.0**
Non-controlling interests	29	20.0	26.0
Total equity		**479.2**	**510.0**
Non-current liabilities			
Loans and Borrowings	22	330.3	237.6
Employee benefit liabilities	28	0.4	2.4
Deferred tax liability	11	4.4	3.6
		335.1	**243.6**
Current liabilities			
Trade and other payables	23	253.0	184.0
Loans and Borrowings	23/24	86.3	9.7
Other current liabilities	23	60.7	56.0
		400.0	**249.7**
Total equity and liabilities		**1,214.3**	**1,003.3**

Consolidated statement of cash flows.

in millions of Euros	Notes	Period ended 31.12.2025	Period ended 31.12.2024
Cash flow from operating activities			
Operating result		-28.5	-39.0
Adjustments for:			
– Depreciation and amortization of non-current assets	9	75.9	68.2
– Net foreign exchange differences	10	0.4	0.5
– Share-based payment charge for the period	27	3.5	3.2
Corporate income tax paid	11	-0.6	-0.6
Operating result adjusted for depreciation and amortization and taxes		50.7	32.3
Movements in:			
- (Increase)/decrease in trade and other receivables	18	-18.9	-8.0
- (Increase)/decrease in inventory	17	-60.9	-17.4
- Increase/(decrease) in trade and other payables	23	68.5	25.1
- Increase/(decrease) in other net current assets	23	-8.4	-9.9
Total change in working capital		-19.7	-10.2
Net cash (used in)/generated by operating activities		**31.0**	**22.1**

	Notes	Period ended 31.12.2025	Period ended 31.12.2024
Cash flow from investing activities			
Investment for property, plant and equipment	13	-79.3	-8.7
Investment for intangible assets	14	-39.3	-33.4
Investment in non-current other financial assets	19	-2.4	-3.7
Investment in current other financial assets	19	-30.4	0.0
Disposal of other financial assets	19	0.0	40.0
(Investment in)/disposal from escrow account	19	0.0	7.0
Acquisition of subsidiary, net of cash acquired	29	0.0	0.3
Dividend received from associates		0.3	0.1
Interest received	10	4.5	6.8
Net cash (used in)/generated by investing activities		**-146.6**	**8.4**
Cash flow from financing activities	24		
Interest paid	10	-12.8	-9.0
Capital increase exercised options	21	0.4	4.0
Payment of dividend to minority shareholder	22	-5.2	-3.0
Repayment of other long-term loans	22	-1.4	-1.6
Proceeds from convertible bond issuance	12/22	296.3	0.0
Repurchase of convertible bonds	12/22	-157.3	0.0
Cash-out lease payments	32	-8.7	-8.3
Net cash (used in)/generated by financing activities		**111.3**	**-17.9**
Net increase/(decrease) in cash and cash equivalents		**-4.3**	**12.6**
Cash and cash equivalents at the beginning of the period	20	**96.9**	**84.2**
Effect of movements in exchange rates on cash held		-0.2	0.1
Cash and cash equivalents at the end of the period	20	**92.4**	**96.9**

Consolidated statement of shareholders' equity.

		Equity attributable to Redcare Pharmacy shareholders								
in millions of Euros	Notes	Issued and paid-up share capital	Share premium	Retained earnings	Equity part on convertible bonds	Reserve for stock option plan	Translation Reserve	Equity	Non-controlling interests	Total equity
Equity as of 1 January 2024		**0.4**	**733.0**	**-279.3**	**31.7**	**35.5**	**0.9**	**522.2**	**29.8**	**552.0**
Comprehensive income for the period										
Loss for the period		0.0	0.0	-45.5	0.0	0.0	0.0	-45.5	-0.9	-46.4
Other comprehensive income for the period		0.0	0.0	0.5	0.0	0.0	-0.3	0.2	0.1	0.3
Total comprehensive income for the period		**0.0**	**0.0**	**-45.0**	**0.0**	**0.0**	**-0.3**	**-45.3**	**-0.8**	**-46.1**
Capital increase	21	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Capital increase due to exercised options	21	0.0	21.9	0.0	0.0	-17.9	0.0	4.0	0.0	4.0
Share-based payment charge for the period	27	0.0	0.0	0.0	0.0	3.1	0.0	3.1	0.0	3.1
Dividend paid to non-controlling shareholders		0.0	0.0	0.0	0.0	0.0	0.0	0.0	-3.0	-3.0
Balance as at 31 December 2024		**0.4**	**754.9**	**-324.3**	**31.7**	**20.7**	**0.6**	**484.0**	**26.0**	**510.0**
Comprehensive income for the period										
Loss for the period		0.0	0.0	-37.7	0.0	0.0	0.0	-37.7	-1.7	-39.4
Other comprehensive income for the period		0.0	0.0	1.0	0.0	0.0	0.0	1.0	0.9	1.9
Total comprehensive income for the period		**0.0**	**0.0**	**-36.7**	**0.0**	**0.0**	**0.0**	**-36.7**	**-0.8**	**-37.5**
Derecognition of equity component - 2021 convertible bonds	12/22	0.0	0.0	2.8	-22.3	0.0	0.0	-19.5	0.0	-19.5
Equity component - 2025 convertible bonds	12/22	0.0	0.0	0.0	37.0	0.0	0.0	37.0	0.0	37.0
Deferred tax on equity component - 2025 convertible bonds	12/22	0.0	0.0	0.0	-9.5	0.0	0.0	-9.5	0.0	-9.5
Capital increase	21	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Capital increase due to exercised options	21	0.0	0.6	0.0	0.0	-0.2	0.0	0.4	0.0	0.4
Share-based payment charge for the period	27	0.0	0.0	0.0	0.0	3.5	0.0	3.5	0.0	3.5
Dividend paid to non-controlling shareholders		0.0	0.0	0.0	0.0	0.0	0.0	0.0	-5.2	-5.2
Balance as at 31 December 2025		**0.4**	**755.5**	**-358.2**	**36.9**	**24.0**	**0.6**	**459.2**	**20.0**	**479.2**

Notes to the consolidated financial statements.

1. Corporate information.

The consolidated financial statements of Redcare Pharmacy N.V. (or the "Company") and its subsidiaries (collectively, the Group) for the year ended December 31, 2025 were authorized for issue in accordance with a resolution of the Managing Board on March 3, 2026. Redcare Pharmacy N.V. is a limited liability company incorporated in the Netherlands on September 30, 2015 and is legally domiciled in Sevenum, the Netherlands, with its registered address at Erik de Rodeweg 11/13, 5975 WD Sevenum. Redcare Pharmacy N.V. is listed on the regulated market of the Frankfurt Stock Exchange.

Redcare Pharmacy N.V. is an online pharmacy business primarily for prescription and non-prescription ("over-the-counter" or "OTC") pharmaceuticals, beauty and personal care products (BPC) and food supplements.

2. Group information.

Besides the financial information of Redcare Pharmacy N.V., the financial information of the following wholly owned subsidiaries is also included in these consolidated financial statements.

SA Europe B.V., Sevenum, the Netherlands, with its 100% subsidiaries unless otherwise indicated:

- Shop-Apotheke B.V., Sevenum, the Netherlands
- Shop-Apotheke B.V., odštěpný závod, Prague, Czech Republic (local branch)
- Shop-Apotheke Service B.V., Sevenum, the Netherlands
- EuroService Venlo B.V., Sevenum, the Netherlands
- EuroService Pilsen s.r.o., Prague, Czech Republic
- RC Staff B.V., Sevenum, the Netherlands
- RC Pharma B.V., Sevenum, the Netherlands
- Fastnet BV, Tongeren, Belgium
- nu3 GmbH, Berlin, Germany
- Shop Apotheke Service GmbH, Cologne, Germany
- Hygée Santé SAS, Ennevelin, France
- Redcare S.r.l., Milan, Italy
- nu3 Schweiz GmbH, Lachen, Switzerland
- nu3 France SASU, Entzheim, France
- Smartpatient GmbH, Munich, Germany
- smartpatient Business Services Sp. z.o.o., Warsaw, Poland
- MedApp Holding B.V., Eindhoven, the Netherlands
- MedApp Nederland B.V., Eindhoven, the Netherlands
- MedApp Apotheek B.V., Eindhoven, the Netherlands
- APS All Pharma Service Nettetal GmbH, Viersen, Germany
- Aust Pharma GmbH, Vienna, Austria
- Aurora Gesundheit GmbH, Berlin, Germany
- Aurora Gesundheit Services 1 UG (haftungsbeschränkt), Berlin, Germany
- MediService AG (51% subsidiary), Zuchwill Switzerland

EHS Europe Health Services B.V., Sevenum, the Netherlands, with its 100% subsidiary:

EHSC B.V., Sevenum, the Netherlands, with its 100% subsidiaries:
- Europa Apotheek Venlo B.V., Sevenum, the Netherlands
- Europa Apotheek Service Venlo B.V., Sevenum, the Netherlands

The following associates and joint ventures are accounted for using the equity method in these consolidated financial statements:

Associates
The Group has a 37.5% interest in DatamedIQ GmbH (2024: 37.5%), incorporated and located in Germany.

Joint arrangements in which the Group is a joint venturer
Until August 6, 2025 (the merger date), the Group held a 50% interest in two joint ventures, König Gesellschaft für Image- und Dokumentenverarbeitung mbH (König IDV GmbH) and König IT Systeme GmbH, both incorporated and domiciled in Germany. On August 6, 2025, König IT Systeme GmbH was legally merged into König IDV GmbH (Verschmelzung), in a side step merger. As a result of this transaction, only one joint venture, König IDV GmbH, continues to exist after the merger. The Group maintains its 50% interest in the surviving entity.

The merger did not affect the Group's ownership percentage but changed the legal structure of the joint arrangement. The merger was registered in the German commercial register on August 6, 2025.

The Group has the following interest classified as equity instruments:
The Group has a 5% interest in Verkstedt GmbH (2024: 5%), incorporated and located in Germany.

3. Material accounting policy information.

3.1. Basis of preparation.

The consolidated financial statements of the Group have been prepared in accordance with the IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB) and as endorsed by the European Union, and in accordance with Book 2, Title 9 of the Dutch Civil Code.

The consolidated financial statements provide comparative information in respect of the previous period. In addition, the Group presents a statement of the financial position at the beginning of the preceding period when there is a retrospective application of an accounting policy, a retrospective restatement, or a reclassification of items in the financial statements.

The consolidated financial statements have been prepared on a historical cost basis, except when otherwise indicated. All amounts are presented in millions of euros (EUR million), unless otherwise stated.

Change in presentation currency unit.
From financial year 2025, the Group presents its financial information in EUR millions rather than EUR thousands to enhance clarity and readability. Comparative figures for 2024 have been restated accordingly by dividing previously reported amounts by 1,000 and rounding to the nearest EUR million. This change affects presentation only and has no impact on the Group's financial position, performance or cash flows.

Going concern.
In 2025, the Group incurred losses after tax of EUR 39.4 million (2024: EUR 46.4 million). Working capital at year-end 2025 was positive at EUR 15.9 million (2024: EUR 72.7 million),

Revenue growth in 2025 was slightly below initial expectations; however, profitability developed in line with forecast, with the adjusted EBITDA margin meeting expectations. Liquidity and working capital remained in line with management planning.

Based on the Group's year-end cash position of EUR 92.4 million, expected operating cash flows and the available committed credit facilities, management expects to have sufficient liquidity to settle the put option, if exercised, while maintaining adequate headroom to meet ongoing operational and investment requirements.

in millions of Euros	31.12.2025	31.12.2024
Trade and other receivables, prepayments and other current assets	201.9	168.6
Inventory	214.0	153.8
Trade and other payables	-253.0	-184.0
Loans and borrowings (short-term)	-86.3	-9.7
Other liabilities (short-term)	-60.7	-56.0
Working capital	15.9	72.7
% Revenue	0.5%	3.1%
Working capital incl. cash and short-term securities	219.4	250.3

The Group's liquidity position as at December 31, 2025 primarily reflects the successful refinancing transaction completed in April 2025.

On April 16, 2025, Redcare Pharmacy issued EUR 300 million senior unsecured convertible bonds due 2032 with a 1.75% coupon, while simultaneously repurchasing EUR 157.9 million of the existing EUR 225 million zero-coupon convertible bonds due 2028. The proceeds of the new issuance were used to strengthen the capital structure, extend debt maturities, and provide additional long-term financial flexibility.

Following the repurchase, EUR 67.1 million nominal value of the 2021 convertible bonds remain outstanding and are classified as current liabilities due to the bondholders' put option exercisable in January 2026 (refer to note 35). The repayment has been fully incorporated in management's cash flow forecasts.

Based on the Group's year-end cash position (including short-term securities) of EUR 203.5 million, expected operating cash flows and the available committed credit facilities, management has sufficient liquidity to settle the put option, while maintaining adequate headroom to meet ongoing operational and investment requirements.

The Group continuously monitors its liquidity position through short-, mid- and long-term cash flow planning to model future liquidity levels and funding requirements, thereby supporting growth financing and maintaining financial resilience. The underlying unit economics and financial performance in the larger markets are cash-flow positive;

however, the Group continues to pursue a fast-growth strategy aimed at expanding market share and increasing its active customer base.

In parallel with this growth focus, the Group is implementing initiatives to improve gross profit margins, enhance other income streams, and drive operational efficiencies and scalability. Management also actively safeguards operational flexibility to adjust the balance between growth investment and cash generation as needed. The Group diversifies its funding sources and actively manages financing options to ensure continued financial flexibility.

Cash flows, margins, working capital and capital allocation are closely monitored to maintain a sustainable business model, while external capital and debt market developments are continuously assessed. Based on current forecasts and funding plans, management expects sufficient liquidity to be available for at least the next twelve months from the date of approval of these consolidated financial statements. Accordingly, the consolidated financial statements have been prepared on a going concern basis.

3.2. Basis of consolidation.

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at December 31, 2025.

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with an investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if, and only if, the Group has:
- power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- exposure, or rights, to variable returns from its involvement with the investee; and
- the ability to use its power over the investee to affect its returns.

The Group reassesses whether it controls an investee if facts and circumstances indicate that one or more of the three elements of control have changed. Consolidation of a subsidiary begins when the Group obtains control and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date control is obtained until control is lost.
Profit or loss and each component of other comprehensive income are attributed to the equity holders of the parent and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. Where necessary, adjustments are made to align their accounting policies with those of the Group. All intra-Group assets and liabilities, equity, income, expenses and cash flows relating to transactions within the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control, it derecognizes the related assets (including goodwill), liabilities, non-controlling interests and other components of equity, and recognizes any gain or loss profit or loss. Any retained interest is measured at fair value at the date control is lost.

On October 31, 2024, SA Europe B.V. acquired 100% of the shares of Aust Pharma GmbH, a pharmaceutical wholesaler holding an EU wholesale distribution authorisation dedicated to the supply of pharmaceutical products for the Austrian market. The results of Aust Pharma have been consolidated effective from November 1, 2024.

Non-controlling interests (NCI) are initially measured at their proportionate share of the acquiree's identifiable net assets at acquisition date.

3.3. Summary of material accounting policies.

3.3.1. Current versus non-current classification.

Assets.
The Group classifies assets as current when they:
- are expected to be realized, sold or consumed in the normal operating cycle;
- are held primarily for the purpose of trading;
- are expected to be realized within twelve months after the reporting date; or
- are cash or cash equivalents, unless restricted from being used to settle a liability for at least twelve months after the reporting date.

All other assets are classified as non-current.

Liabilities.
A liability is classified as current when:
- it is expected to be settled in the normal operating cycle;
- it is held primarily for the purpose of trading;
- it is due to be settled within twelve months after the reporting date; or
- the Group does not have the right to defer settlement of the liability for at least twelve months after the reporting date.

All other liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non-current.

The terms of a liability that may, at the option of the counterparty, be settled by the issue of equity instruments do not affect its classification.

3.3.2. Fair value measurement.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants consider those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on this basis, except for:

- share-based payment transactions that fall within the scope of IFRS 2,
- lease transactions that fall within the scope of IFRS 16, and
- measurements that have some similarities to fair value but are not fair value, such as net realisable value in accordance with IAS 2 or value in use in accordance with IAS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into three levels based on the degree to which the inputs to the fair value measurement are observable and the significance of the inputs to the fair value measurement as a whole, which are described as follows:

- **Level 1** inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- **Level 2** inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- **Level 3** inputs are unobservable inputs for the asset or liability.

3.3.3. Revenue from contracts with customers.

The Group is in the business of providing pharmaceuticals, food supplements, and beauty and personal care products. Revenue from contracts with customers is recognized when control of the goods or services is transferred to the customer, at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. For direct product sales the Group has concluded that it acts as the principal in its revenue arrangements, because it controls the goods or services before transferring them to the customer. Therefore, this revenue is recognized in full, whereas in the platform business, revenue is recognized at the amount of the commission and other fees expected to receive from partners. Sales are reduced by sales deductions, taxes and fees.

Revenue is measured as the amount of the transaction price that is allocated to the performance obligation. The transaction price is the amount of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties. Upon the sale of products to customers, the date on which the goods are delivered at the indicated place of destination is the date on which economic title to the products passes to the customer. In such cases, the transfer of economic title coincides with the transfer of legal title. Revenue is recognized net of sales deductions.

Loyalty points program
The Group has a loyalty points program, “RedPoints”, which allows customers to accumulate points that can be redeemed for free products. The loyalty points give rise to a separate performance obligation, as they provide a material right to the customer. A portion of the transaction price is allocated to the loyalty points awarded to customers based on the relative stand-alone selling prices and is recognized as a contract liability under current liabilities, until the points are redeemed. Revenue is recognized upon redemption of products by the customer.

When estimating the stand-alone selling price of the loyalty points, the Group considers the likelihood that the customer will redeem the points. The Group updates its estimates of the points that will be redeemed on a regular (at least annual) basis, and any adjustments to the contract liability balance are recognized in revenue.

3.3.4. Cost of sales.

Cost of sales mainly consists of costs of goods sold, inventory obsolescence provisions, and contributions by our suppliers for product promotion and discounts. Allowances on inventories reflect write-downs of inventories to their net realizable value to reflect risks related to slow-moving goods, items past their use-by date, or goods that can no longer be sold to the same extent.

Vendor allowances.
The Group receives various types of vendor allowances. The most common allowances vendors offer are:

- (i) **volume-based allowances**, which are off-invoice or amounts billed back to vendors based on the quantity of products purchased from them; and
- (ii) **promotional allowances**, which relate to (online) advertising and market development efforts.

Volume allowances are recognized as a reduction of the cost of the related products at the time the related revenue is recognized.

Promotional allowances are recognized as a reduction of the cost of the related products when the Group has performed the activities specified in the contract with the vendor. If

the contract does not specify any performance criteria, the allowance is recognized over the term of the contract. Vendor allowances are generally deducted from cost of sales, unless there is clear evidence that the Group provides a distinct good or service to the vendor, in which case the allowance is recognized as revenue in accordance with IFRS 15.

3.3.5. Marketing expenses.

Marketing expenses, which include the development and production of advertising materials and the communication of these materials through various forms of media, are expensed in the period to which they relate. Marketing expenses are recognized within selling and distribution expenses in the consolidated statement of profit and loss.

3.3.6. Employee benefit obligations.

Defined contribution plans.
The Group maintains three pension plans covering pharmacy personnel:

- Pharmacists of the Group participate in the occupational pension plan 'SPOA'. This pension plan is a collective defined contribution plan with direct conversion into pension entitlements. The plan is based on a predetermined premium that the participants transfer to the fund. Although this pension plan is based on the 'average pay system', the pension scheme is based on a predetermined premium. Therefore, the participants are entitled to a pension only to the extent that the predetermined contributions are sufficient to fund the related benefits. During 2025 the employer contribution amounted to 20.5% (2024: 20.5%) of the pensionable base.
- Eligible employees of the Group participate in the multi-employer pension plan (PMA), established in accordance with the collective bargaining agreements effective for the industry in which the Group operates. Employees in service before 2013 participate voluntarily in the PMA pension plan. This multi-employer pension plan covers approximately 2,000 companies and around 25,000 contributing members. The PMA pension plan is a collective defined contribution plan based on the average pay system. During 2025, the employer contribution amounted to 19.0% (2024: 19.0%) of the pensionable base.
- Eligible employees of the Group also participate in the pension scheme of ASR (previously named BrandNewDay). The ASR pension plan is a defined contribution plan. During 2025 the employer contribution amounted to 12.0% (2024: 12.0%) of the pensionable base.

The SPOA and PMA pension plans monitor risks at fund level, not at individual company or employee level and are subject to regulation by Dutch governmental authorities. Under the Dutch Pension Act, pension funds must meet specific criteria, including minimum coverage ratios of plan assets to obligations. On January 1, 2015, new pension legislation was enacted, increasing the minimum required coverage levels. The coverage ratio is calculated by dividing the fund's capital by the total pension liabilities, based on market interest rates.

Under Dutch pension legislation (FTK), pension funds are required to maintain a minimum coverage ratio of 104.3%.

At December 31, 2025, the coverage ratio of the SPOA pension fund amounted to 131.5% (December 31, 2024: 121.3%) and the PMA pension fund amounted to 118.3% (December 31, 2024: 106.6%), both exceeding the statutory minimum requirements.

In line with the definitions in IAS 19.29, the Group has no obligation to fund any deficits of these pension funds and has no claim to any surplus.

The Group has no further payment obligations once the predetermined contributions have been paid. Contributions are recognized as employee benefit expenses when due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

Defined benefit plans.
The subsidiary MediService AG maintains a defined benefit plan. The related defined benefit obligation (DBO) is assessed annually by independent pension actuaries using the projected unit credit method. This method considers employees' service in prior periods and expected future salary increases. Actuaries also apply statistical data such as employee turnover and mortality rates, to determine the defined benefit obligation.

Any deficit or surplus in funded defined benefit plans (when the fair value of plan assets is less than or greater than the present value of the defined benefit obligation) is recorded as a net defined benefit liability or asset. The Group recognizes a net defined benefit asset only if it has the ability to realize the surplus through future economic benefits, such as reduced future contributions. If the surplus cannot be released, the Group does not recognize an asset, but instead discloses the effect of this asset ceiling in the notes.

Defined benefit cost comprises:
- service cost,
- net interest on the net defined benefit liability or asset, and
- remeasurements of the net defined benefit liability or asset.

Service cost, including current and past service cost and any gains or losses from plan amendments or settlements, is presented in personnel costs.

Net interest is determined by multiplying the net defined benefit liability or asset by the discount rate at the beginning of the reporting period and is presented in the financial result.

Actuarial gains and losses arise from changes in actuarial assumptions and experience adjustments. Actuarial gains and losses resulting from remeasurements are recognized immediately in other comprehensive income and are not reclassified to profit or loss in subsequent periods. This includes any differences in the return on plan assets (excluding interest, based on the discount rate).

Other employee benefit obligations.
MediService AG grants employees long-service (jubilee) benefits. These long-term benefits are also measured using the projected unit credit method and included in employee benefit liabilities. These obligations are unfunded. Changes in these obligations are recognized in profit or loss under personnel costs and interest expense.

3.3.7. Share-based payments.

Selected employees, including senior executives of the Group, receive remuneration in the form of share-based payments.

For equity-settled share-based payment arrangements, such as share options granted to employees, the fair value of awards is determined at the grant date and recognized as an expense in the consolidated statement of comprehensive income over the vesting period. Non-market vesting conditions (such as service or performance conditions) are reflected by adjusting the number of equity instruments expected to vest at each reporting date. Consequently, the cumulative expense recognized over the vesting period is based on the number of options that ultimately vest. Market vesting conditions and non-vesting conditions are incorporated into the grant-date fair value of the awards. Provided that all other vesting conditions are met, the expense is recognized irrespective of whether the market conditions are satisfied.

3.3.8. Taxes.

The tax expense for the financial year comprises current and deferred income tax. Tax expense is recognized in the consolidated statement of profit and loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity.

Current income tax.
Current income tax is measured on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Group operates and generates taxable income.

The Group recognizes liabilities for uncertain tax positions when it is more likely than not that an outflow will occur to settle the position. Such liabilities are measured based on management's best estimate of the expected outcome and are presented within income taxes payable on the consolidated statement of financial position. Estimates of interest and penalties on tax liabilities are also recorded in current tax expense and presented within income taxes payable.

Deferred tax.
Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and their respective tax bases.

Deferred tax assets are recognized for all deductible temporary differences, unused tax losses, and unused tax credits, to the extent that it is probable that sufficient taxable profits will be available against which they can be utilized.

Deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither accounting profit nor taxable profit. This exemption does not apply to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences.

In addition, a deferred tax liability is not recognised for temporary differences arising from the initial recognition of goodwill.

In such cases, the Group recognizes both deferred tax assets and deferred tax liabilities. This primarily relates to lease liabilities and the corresponding right-of-use assets recognized under IFRS 16.

In respect of deductible temporary differences associated with investments in subsidiaries, associates and joint arrangements, deferred tax assets (and liabilities) are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and that taxable profits will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets and deferred tax liabilities is reviewed at each reporting date and reduced if it is no longer probable that sufficient taxable profits will be available to recover the asset.

Deferred tax assets and liabilities are measured using the tax rates and laws that have been enacted or substantively enacted by the end of the reporting period and that are expected to apply when the asset is realized on the liability settled.

The measurement reflects the tax consequences that would arise from the manner in which the Group expects to recover or settle the carrying amount of its assets and liabilities.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities that intend to settle on a net basis. Deferred taxes are recognized separately for individual corporate income tax entities.

Value added tax (VAT).
Expenses and assets are recognized net of the amount of VAT, except when:
- the VAT incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the VAT is recognized as part of the cost of the asset or as part of the related expense or
- the net amount of VAT recoverable from, or payable to, the taxation authority is presented as part of receivables or payables in the consolidated statement of financial position.

3.3.9. Foreign currencies.

The Group's consolidated financial statements are presented in euro, which is also the parent Company's functional currency. Each entity within de Group determines its own functional currency, and items included in the financial statements of each entity are measured using that functional currency. Transactions in foreign currencies are translated into the functional currency at the exchange rates prevailing on the dates the transactions.
Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot exchange rates at the reporting date. Resulting exchange differences are recognized in profit or loss, except for those arising from monetary items that form part of a net investment in a foreign operation, which are recognized in other comprehensive income.

3.3.10. Non-current assets held for sale and discontinued operations.

The Group classifies non-current assets or disposal groups as held for sale when their carrying amount is expected to be recovered principally through a sale transaction rather than through continuing use. Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell comprise the incremental costs directly attributable to the disposal, excluding finance costs and income tax expense.

Classification as held for sale is only achieved when the following conditions are met:
- the sale is highly probable;
- the asset or disposal group is available for immediate sale in its present condition;
- management is committed to the plan to sell; and
- the sale expected to be completed within one year from the date of the classification.

Actions required to complete the sale must indicate that it is unlikely that significant changes to the plan will be made or that the decision to sell will be withdrawn.

Once an asset or disposal group is classified as held for sale, depreciation or amortization of the non-current assets ceases. Assets and liabilities classified as held for sale are presented separately as current items in the statement of financial position.

A disposal group qualifies as a discontinued operation if it is a component of the Group has been disposed of or is classified as held for sale and meets one of the following criteria:
- it represents a separate major line of business or geographical area of operations;
- it is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations; or
- it is a subsidiary acquired exclusively with a view to resale.

Results from discontinued operations are excluded from continuing operations and presented as a single line item - profit or loss after tax from discontinued operations - in the Consolidated statement of profit or loss. Comparative figures are re-presented when required by IFRS 5.

3.3.11. Property, plant and equipment.

Property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset and bringing it to the location and condition necessary for it to be capable of operating as intended by management.

Depreciation is recognized using the straight-line method to allocate the cost of an asset, less its residual value, over its estimated useful life. Freehold land and assets under construction are not depreciated. The estimated useful lives, residual values and the depreciation method are reviewed at the end of each reporting period and adjusted prospectively if appropriate.

Subsequent costs are capitalized only when it is probable that future economic benefits associated with the item will flow to the Group and the cost can be measured reliably. All other repairs and maintenance are recognized in profit or loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use. Gain or losses are calculated as the difference between the disposal proceeds and the carrying amount of the asset and are recognized in profit or loss.

3.3.12. Leases.

At the inception of a contract, the Group assesses whether the contract is, or contains, a lease. A contract contains a lease if it conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee.
The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. For all other leases, the Group recognizes a right-of use asset and a corresponding lease liability at the commencement date.

Right-of-use assets.
Right-of-use assets are recognized at the commencement date of the lease (i.e. the date the underlying asset is available for use). They are measured initially at cost and subsequently at cost less accumulated depreciation and impairment losses, adjusted for any remeasurement of lease liabilities.

The initial cost of right-of-use asset includes:
- the initial measurement of the lease liability
- lease payments made at or before the commencement date, less any lease incentives received;
- initial direct costs; and
- estimated costs to dismantle or restore the asset or site, if applicable.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the asset's estimated useful life. When ownership transfers to the Group by the end of the lease term, or when the cost of the right-of-use asset reflects the expected exercise of a purchase option, depreciation is recognized over the estimated useful life of the asset.

Right-of-use assets are subject to impairment in accordance with the policy set out in 3.3.15 Impairment of tangible and intangible assets.

Lease liabilities.
At the commencement date, lease liabilities are measured at the present value of lease payments to be made over the lease term. The lease payments include:
- fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- variable lease payments that depend on an index or a rate;
- amounts expected to be payable under residual value guarantees;
- the exercise price of a purchase option if the Group is reasonably certain to exercise it; and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising a termination option.

Variable lease payments that do not depend on an index or a rate are recognized in profit and loss in the period in which the event or condition that triggers the payment occurs,

The present value of lease payments is determined using the Group's incremental borrowing rate at the commencement date, as the interest rate implicit in the lease is generally not readily determinable.

After initial recognition, lease liabilities are measured by:
- increasing the carrying amount to reflect interest on the lease liability;
- reducing the carrying amounts for lease payments made; and
- remeasuring the carrying amount when there is a lease modification, a change in the lease term, a change in future lease payments resulting from a change in an index or rate, or a reassessment of purchase, extension or termination options.

Corresponding adjustments arising from remeasurement are generally made to the right-of-use asset. Lease liabilities are presented within loans and borrowings.

Short-term leases and leases of low-value assets.
The Group applies the short-term lease exemption to leases with lease term of twelve months or less and without a purchase option, and the low-value asset exemption to leases of low-value office equipment similar items. Payments on these leases are recognized as expense on a straight-line basis over the lease term.

3.3.13. Business combinations and goodwill.

Business combinations are accounted for using the acquisition method. The consideration transferred is measured at fair value at the acquisition date and comprises the fair value of the assets transferred by the Group, the liabilities incurred by the Group to the former owners of the acquiree, and the equity interests issued by the Group in exchange for control of the acquiree. Acquisition-related costs are expensed in profit and loss as incurred.

At the acquisition date, identifiable assets acquired and the liabilities assumed are recognized at their fair values, except for the following items, which are measured in accordance with the respective standards:

- Deferred tax assets or liabilities, and assets or liabilities related to employee benefit arrangements, are measured under IAS 12 Income Taxes and IAS 19 Employee Benefits respectively;
- Share-based payment arrangements of the acquiree, or replacement awards granted by the group, are measured under IFRS 2 Share-based Payment at acquisition date; and
- Assets (or disposal groups) classified as held for sale are measured in accordance with IFRS 5, Non-current Assets Held for Sale and Discontinued Operations, i.e. at the lower of their carrying amount and fair value less costs to sell.

Goodwill is measured as the excess of:
- the consideration transferred;
- the amount of any non-controlling interests; and
- the fair value of any previously held equity interest in the acquiree; over the net amount of identifiable assets acquired and the liabilities assumed at the acquisition date.

If the net identifiable assets exceed the consideration transferred (including non-controlling interest and any previously held interest), the resulting gain is recognized immediately in profit and loss as a bargain purchase.

Contingent consideration.
Contingent consideration is measured at its acquisition-date fair value and included within the consideration transferred. Subsequent changes in the fair value are treated as follows:
- Measurement period adjustments arising from new information about conditions existing at the acquisition date, within the one-year measurement period, are recognized retrospectively, with corresponding adjustments against goodwill.

Contingent consideration classified as equity is not remeasured subsequently; settlement is accounted for within equity.

Contingent consideration classified as an asset or a liability is remeasured at subsequent reporting dates in accordance with IFRS 9 or IAS 37 Provisions, Contingent Liabilities and Contingent Assets, as appropriate, with the corresponding gain or loss recognized in profit and loss.

Provisional amounts.
If the initial accounting for a business combination is incomplete by the end of the reporting period, provisional amounts are reported for the items for which the accounting is incomplete. These amounts are adjusted during the measurement period, or additional assets or liabilities are recognized, to reflect new information about facts and circumstances that existed at the acquisition date and that would have affected the amounts recognized.

3.3.14. Intangible assets.

Intangible assets are measured at cost less accumulated amortization and accumulated impairment losses. Intangible assets are amortised on a straight-line basis over their estimated useful lives. Useful lives and amortization methods are reviewed at the end of each reporting period and adjusted prospectively where appropriate.

Internally generated intangible assets.
The Group distinguishes between the research phase and the development phase of internal projects. Expenditure on research is recognized in profit and loss as incurred. An internally generated intangible asset arising from development is recognized only when all of the following can be demonstrated:
- technical feasibility of completing the asset so that it will be available for use or sale;
- intention to complete the asset and use or sell it;
- ability to use or sell the asset;
- they way in which the asset will generate probable future economic benefits;
- availability of adequate technical, financial and other resources to complete development and use or sell the asset; and
- ability to reliably measure the expenditure attributable to the asset during its development.

The initial cost of internally generated intangible assets comprises all directly attributable development expenditure from the date on which the recognition criteria are first met. If the criteria are not met, development expenditure is recognized in profit and loss as incurred. After initial recognition, internally generated intangible assets are carried at cost less accumulated amortization and impairment losses, consistent with separately acquired assets.

Intangible assets: software, technology and contracts.
Software, technology and contractual customer or supplier relationships are initially measured at cost less accumulated amortization and impairment losses. Amortization is recognized on a straight-line basis over the estimated useful lives. Useful lives and amortization methods are reviewed at each reporting period.

Intangible assets: brands.
Brands are carried at cost less accumulated amortization and impairment losses. Amortization is recognized on a straight-line basis over the estimated useful lives. Useful lives and amortization methods are reviewed annually, and changes in estimates are accounted for prospectively.

Intangible assets: customer base.
Customer relationship assets are carried at cost less accumulated amortization and impairment losses. Amortization is recognized on a straight-line basis over their estimated useful lives. Useful lives and amortization methods are reviewed annually, with changes applied prospectively.

Derecognition of intangible assets.
An intangible asset is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gains or loss arising from derecognition - determined as the difference between the net disposal proceeds and the carrying amount of the asset - is recognized in profit and loss in the period in which the asset is derecognized.

3.3.15. Impairment of tangible and intangible assets.

The Group assesses at the end of each reporting period whether there are indicators that tangible or intangible assets may be impaired. If any such indicators exist, the recoverable amount of the asset is estimated to determine the extent of the impairment loss, if any. Where the recoverable amount cannot be estimated for an individual asset, it is determined for the cash-generating unit (CGU) to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are allocated to individual cash-generating units, if such a basis cannot be identified, they are allocated to the smallest group of cash generating units for which a reasonable allocation basis exists.

In estimating future cash flows, the Group uses growth assumptions based on historical performance, external market data, and management's expectations as reflected in business plans. Our business plans and growth assumptions are based on our customer data model and assessed against existing customer development and the acquisition of new customers. Furthermore, all variable costs, like marketing budgets, delivery cost and operations expenses for impairment analysis are planned based on performance. Non-performance-based costs are planned in line with business growth, including economies of scale.

The Group includes the impact of climate-related risks and opportunities in the key assumptions underlying the cash flow projections.

Recoverable amount is the higher of fair value less costs to sell and value in use. Value in use is determined by discounting estimated future cash flows at a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset, to the extent such risks have not been adjusted in future cash flows.

If the recoverable amount of an asset (or cash-generating unit) is less than its carrying amount, an impairment loss is recognized immediately in profit and loss.

If an impairment loss (other than goodwill) subsequently reverses, the carrying amount of the asset or CGU is increased to its revised recoverable amount, limited to the carrying amount that would have been determined had no impairment loss been recognized in prior years. Reversals are recognized immediately in profit and loss. Impairment losses for goodwill are not reversed.

Goodwill impairment testing.
Non-current assets include goodwill, other intangible assets, investments in associates and joint ventures and property, plant and equipment.

Goodwill is tested for impairment annually, or more frequently if indicators of impairment exist. Goodwill is allocated to the CGU's expected to benefit from the business combination in which the goodwill arose.

The recoverable amount of a cash generating unit to which goodwill is allocated is determined as the higher of the value in use and fair value less costs to sell.

Value in use is calculated using the discounted future cash flows based on:
- revenue growth assumptions,
- expected efficiency gains and economies of scale,
- discount rates reflecting market conditions, and
- customer behavior expectations and acquisition assumptions.

The discount rate used is the weighted average cost of capital (WACC), determined using the capital asset pricing model and based on a peer-group capital structure, incorporating the risk-free rate, market premium and beta. Pre-tax discount rates are derived from the post-tax rate using the goal-seek method.

Key assumptions are reviewed at least annually. Changes in these assumptions may affect the outcome of impairment tests and my lead to future impairment losses or reversals (other than goodwill), which are recognized in the consolidated statement of profit and loss within operating profit.

3.3.16. Associates and joint ventures.

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but does not constitute control or joint control.

A joint venture is a joint arrangement in which the parties that have joint control to the net assets of the arrangement. Joint control exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results, assets and liabilities of associates and joint ventures are incorporated into the consolidated financial statements using the equity method. Under the equity method, investments are initially recognized at cost and subsequently adjusted to reflect the Group's share of the investee's profit and loss and other comprehensive income. When the Group's share of losses exceeds its interest (including long-term interests that form part of the net investment), further losses are not recognized unless the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

An investment is accounted for using the equity method from the date the Group obtains significant influence or joint control. Any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognized as goodwill and included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment is recognized immediately in profit and loss after reassessment.

When necessary, the entire carrying amount of the investment, including goodwill, is tested for impairment as a single asset in accordance with IAS 36 Impairment of Assets. The recoverable amount is determined as the higher of value in use and fair value less cost of disposal. Impairment losses are recognized as part of the carrying amount of the investment. Reversals of previously recognized impairment losses are accounted for in accordance with IAS 36.

Profits and losses arising from transactions between the Group and its associates or joint ventures are recognized only to the extent of interests in the associate or joint venture that are not related to the Group.

3.3.17. Inventories.

Inventory consists of raw materials, consumables and finished goods and are measured at the lower of cost and net realizable value.

Cost is determined as follows:
- Raw materials, consumables and third-party finished goods: average purchase price, including direct purchasing rebates.
- Finished goods from own manufacturing: full production cost.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the costs necessary to make the sale. Adjustments to net realizable value are limited because products can generally be returned to the manufacturers or wholesalers prior to expiry.

3.3.18. Cash and cash equivalents.

Cash and cash equivalents in the statement of financial position comprise cash at bank and cash on hand.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash at bank and cash on hand.
Short-term deposits that are not readily convertible to known amounts of cash or that are subject to more than an insignificant penalty upon early withdrawal are not an integral part of the cash management and are presented within other financial assets..

Bank overdrafts are presented as borrowings, as they represent separate financing arrangements, are not repayable on demand for cash management purposes and do not fluctuate between positive and negative balances as part of the Group's cash pooling arrangements.

3.3.19. Cash flow statement.

The Group prepares its consolidated statement of cash flows using the indirect method. Cash flows from operating activities are presented as the operating result adjusted for non-cash items, changes in working capital, corporate income tax paid, and items related to investing or financing activities.
Cash flows in foreign currencies have been translated using weighted average exchange rates for the period.
Interest paid is presented as a financing cash flow, while interest received is presented as an investing cash flow. Business acquisitions and divestments are presented net of cash and cash equivalents acquired or disposed of.
Lease payments related to the principal portion of lease liabilities, as well as the interest portion, are presented within financing activities and shown together as Cash-out lease payments. Lease payments for short-term leases of low-value assets that are not included in the measurement of the lease liability are classified as operating cash flows.

3.3.20. Provisions.

Provisions are recognized when the Group has a present (legal or constructive) obligation resulting from a past event, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate can be made of the amount.

3.3.21. Financial instruments - initial recognition and subsequent measurement.

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or an equity instrument of another entity.

Financial assets.

Initial recognition and measurement.
Financial assets are classified at initial recognition as subsequently measured at amortized cost or fair value through profit and loss.

Classification depends on:
- the contractual cash flow characteristics of the asset; and
- the Group's business model for managing financial assets.

Financial assets that do not contain a significant financing component (such as trade receivables under IFRS 15) are measured at the transaction price in accordance with IFRS 15 and as disclosed in note 3.3.3 Revenue from contracts with customers.

Financial assets that do contain a significant financing component are initially measured at fair value. For financial assets not classified at fair value through profit and loss, transaction costs are added to the initial carrying amount.

The Group's business model assesses whether the financial assets are hold:
- to collect contractual cash flows,
- to sell, or
- both.

Assets held within a business model designed to collect contractual cash flows are classified at amortised cost.

Subsequent measurement.
Financial assets are subsequently measured at:
- Amortised cost (debt instruments).
- Fair value through profit and loss.

Financial assets at amortized cost (debt instruments).
Financial assets at amortized cost are measured using the effective interest (EIR) method and are subject to expected credit loss (ECL) impairment. Gains and losses are recognized in profit and loss on derecognition, modification or impairment.

These assets include trade and other receivables.

The Group applies the IFRS 9 simplified approach to trade receivables, recognizing a lifetime ECL. Receivables are grouped by shared credit risk characteristics and days past due. The expected loss rates are based on the payment profiles of sales and the corresponding historical credit losses experienced over the same period, adjusted for current and forward-looking macroeconomic information.

Assets with maturities beyond twelve months are classified as non-current.

Interest income is recognized using the EIR method unless discounting is immaterial.

Financial assets at fair value through profit and loss.
Financial assets at fair value through profit and loss are carried at fair value, with changes recognized in profit and loss.

Derecognition of financial assets.
A financial asset is derecognized when:
- the contractual rights to cash flows expire, or
- the rights to cash flows are transferred (or a pass-through obligation is assumed) and:
  - substantially all risks and rewards are transferred; or
  - neither substantially all risks and rewards are transferred nor retained, but control is relinquished.

Continuing involvement, if any, is measured at the lower of:
- the original carrying amount of the asset; and
- the maximum amount the Group may be required to repay.

Impairment of financial assets.
The Group recognizes ECLs on all debt instruments not measured at fair value through profit and loss. ECLs represent the difference between the contractual cash flows and the cash flows the Group expects to receive, discounted using the original EIR. Expected cash flows include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Two stages apply:
- 12-month ECL: no significant increase in credit risk
- Lifetime ECL: significant increase in credit risk since initial recognition

For trade receivables, the Group applies the simplified approach (always lifetime ECL).

Further information is provided in note 4.2.

Financial liabilities.

Initial recognition and measurement.
Financial liabilities are classified at initial recognition as:
- financial liabilities at fair value through profit and loss,
- loans and borrowings, or
- payables.

All financial liabilities are measured at fair value. Loans and borrowings and payables are recognized net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings, and bank overdrafts.

Subsequent measurement.
Financial liabilities are subsequently measured at:
- Fair value through profit and loss.
- Amortized cost (loans and borrowings).

Financial liabilities at fair value through profit or loss.
The Group has not designated any financial liability as at fair value through profit or loss.

Financial liabilities at amortized cost (loans and borrowings).
Interest-bearing loans and borrowings are measured at amortized cost using the EIR method.
Gains and losses are recognized in profit and loss on derecognition or remeasurement. EIR amortization is recognized as finance costs.

Classification as debt or equity.
Instruments issued by the Group are classified as financial liabilities or equity based on the substance of their contractual terms and the definitions in IAS 32 (Financial Instruments: Presentation) of a financial liability and an equity instrument.

Equity instruments.
An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all its liabilities (IAS 32). Equity instruments issued by the Group are recognized at the proceeds received, net of direct issue costs.

Convertible debt.
The Group's convertible bonds are compound financial instruments containing a liability and an equity component.
Proceeds received on issuance of the Group's convertible debt are allocated to both components based on relative fair values at issuance.
- Liability component: measured at the present value of future cash flows discounted at the market rate for similar non-convertible instruments; subsequently measured at amortised cost.
- Equity component: representing the conversion option, recognized in equity (net of tax) and not remeasured.

This policy applies to both the 2021 and 2025 convertible bond issuances.

Borrowing costs.
Borrowing costs are recognized in profit and loss as incurred. The Group currently has no qualifying assets that require the capitalization of borrowing costs under IAS 23. Should such assets arise, borrowing costs directly attributable to their acquisition or construction will be capitalized as part of the asset's cost.

Derecognition of financial liabilities.
A financial liability is derecognized when discharged, cancelled or expired. Substantial modifications or exchanges with the same lender result in derecognition of the original liability and recognition of a new one.
The difference in carrying amounts is recognized in profit and loss.

Offsetting of financial instruments.
Financial assets and financial liabilities are offset only when the Group has a legally enforceable right to offset and intends to settle on a net basis or realize the asset and settle the liability simultaneously.

3.4. Changes in accounting policies and disclosures.

New and amended standards and interpretations.

In 2025, the Group applied the following new and amended IFRS Accounting Standards for the first time:

IAS 21 – Lack of Exchangeability

The application of this amendment did not have a material impact on the Group's financial position, performance (profit and loss), cash flows or disclosures for the 2025 financial year.

The Group has not early adopted any standards, amendments or interpretations issued but not yet effective as at December 31, 2025.

For standards and interpretations issued but not yet effective, see Note 34.

4. Significant accounting judgments, estimates and assumptions.

The preparation of the Group's consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates may lead to outcomes that could require a material adjustment to the carrying amounts of assets or liabilities in future periods.

The Group reviews estimates and the underlying assumptions on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Other disclosures relating to the Group's exposure to risks and uncertainties are included in:
- Capital management (note 25).
- Financial instruments (note 25).

4.1. Judgments.

In applying the Group's accounting policies, management makes certain judgments, that have the most significant effect on the amounts recognized in the consolidated financial statements. The key judgments for the year ended December 31, 2025 are set out below:

Determining the lease term of contracts with renewal and termination options - Group as lessee.
The Group determines the lease term as the non-cancelable term of the lease, together with periods covered by extension options if the Group is reasonably certain to exercise the option, and periods covered by termination options, if the Group is reasonably certain not to exercise the option.

Assessing whether the Group is reasonably certain to exercise such option requires management judgment, taking into account all relevant economic incentives including the strategic importance of the leased asset, expected operational performance, and the existence of significant leasehold improvements or customisation.

The lease term is reassessed upon the occurrence of a significant event or change in circumstances within the Group's control.

Capitalization of development expenses.
The Group capitalizes development expenditures when the criteria under IAS 38 are met. Management exercises judgment in determining when technological and economic feasibility has been demonstrated, typically at defined milestones within the Group's project governance framework.

Judgment is further required in determining the expected future economic benefits of the development assets, the appropriate discount rate, and the expected period over which benefits will be realized. During 2025, the Group continued capitalization of development work relating to digital platforms and the ERP system supporting the Group's operations.

4.2. Estimates and assumptions.

4.2.1 Estimates with a significant risk of material adjustment within the next financial year (IAS 1.125).

The key assumptions concerning the future, including climate related risks and opportunities and other major sources of estimation uncertainty at the reporting date that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year, as required by IAS 1.125, are described below.

The Group bases its assumptions and estimates on information available at the reporting date. Actual results may differ from these estimates if circumstances or expectations change due to market developments or events beyond the Group's control. Such changes are reflected in the underlying assumptions when they occur.

Evaluation of non-current assets for impairment.
Non-current assets subject to impairment assessment include:
- goodwill
- other intangible assets
- investments in equity-accounted joint ventures
- investments in associates
- property, plant and equipment.

Management reviews the key assumptions used in impairment testing at least annually as of the testing date. Changes in these estimates could affect the outcomes of the impairment assessments and therefore future financial results. Any resulting impacts are recognized in the consolidated statement of profit and loss within operating profit.

The key assumptions used, including a sensitivity analysis, are disclosed and further explained in note 3.3.15 and note 15.

Taxes.
Deferred tax assets arising from unused tax losses are recognized only when it is probable that future taxable profits will be available against which the losses can be utilised.

This assessment requires management to make significant estimates and assumptions regarding future taxable profits, the timing of their realization and the availability of tax planning strategies. Changes in these assumptions could result in a material adjustment to the carrying amount of deferred tax assets within the next financial year.

In accordance with IAS 12, no deferred tax assets have been recognized in excess of existing deferred tax liabilities, as no positive fiscal results have been reported to date.

4.2.2 Other significant estimates and assumptions.

In addition to the estimates described above, the Group applies a number of other significant estimates and assumptions in the preparation of the consolidated financial statements.

While these estimates involve judgement, management does not expect that reasonably possible changes in the underlying assumptions would result in a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Leases - estimating the incremental borrowing rate.
As the interest rate implicit in most leases is not readily determinable, the Group determines the present value of lease liabilities using its incremental borrowing rate (IBR).

The IBR reflects:
- market interest rates for similar terms and economic environments,
- the subsidiary's stand-alone credit risk,
- the nature and expected value of the underlying security.

Estimating the IBR requires judgment and use of both observable inputs and entity-specific assumptions.

Convertible bonds - estimating the effective interest rate.
The Group measures the convertible bonds, net of directly attributable transaction costs, at amortised cost using the effective interest method.

The effective interest rate is the rate the Group would have to pay to borrow funds over a similar term, with similar security, in a comparable economic environment. Determining this rate requires the use of:
- observable market inputs (such as market interest rates for comparable instruments), when available; and
- entity-specific estimates (such as the subsidiary's stand-alone credit rating and expected cash flow profile), when observable data are not available.

Estimating the effective interest rate involves significant judgment, and changes in underlying assumptions may affect the allocation of finance costs over the life of the instrument.

Provision for expected credit losses of trade receivables.
The Group applies the IFRS 9 expected credit loss (ECL) model to trade receivables and vendor receivables.
Allowances are determined based on:
- historical default patterns,
- forward-looking macroeconomic information, and
- an assessment of future collectability.

In addition, management considers individual customer circumstances when determining expected credit losses. This includes any information available regarding a customer's ability or inability to meet its financial obligations, as well as significant developments affecting the customer's financial position.

Respective allowances for expected credit losses are reviewed periodically to assess their adequacy.

In making this assessment, management exercises judgment in evaluating both customer-specific risk factors and broader economic conditions that may influence collectability.

Provision for net realizable value of inventories.
Inventories are measured at the lower of cost and net realizable value (NRV).
The NRV assessment involves judgment in estimating:
- expected selling prices,
- expected sales volumes,
- changes in demand patterns,
- market developments impacting pricing.

The Group performs periodic reviews to identify items with potential NRV issues based on actual sales performance and anticipated market developments.

Employee benefit plans and other non-current employee benefits.

Obligations for defined benefit plans and other long-term employee benefits are measured using actuarial valuations. These valuations incorporate assumptions relating to:
- discount rates,
- salary and pension developments,
- employee turnover,
- mortality tables.

The discount rate, salary growth assumptions and mortality assumptions are considered the key drivers of estimation uncertainty.

5. Revenue from contracts with customers and segment information.

A business segment in the sense of IFRS 8 Operating Segments is a unit of a business which conducts business activities and produces financial income and expenses, the operating results of which are regularly reviewed by the Company's chief operating decision makers with regards to decisions on allocating resources to this segment and the assessment of profitability for which there exists corresponding financial information.

Our operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision makers. The chief operating decision makers, who are responsible for allocating resources, for assessing the performance of the operating segments and for making strategic decisions, have been identified as statutory members of the Group's Managing Board.

Segment information.

For the year ended	2025			2024		
in millions of Euros	DACH	International	Total	DACH	International	Total
Revenue	2,400.9	540.0	2,940.9	1,934.1	436.5	2,370.6
Cost of sales	-1,875.5	-402.3	-2,277.8	-1,496.3	-328.5	-1,824.8
Gross Profit	525.4	137.7	663.1	437.8	108.0	545.8
% of revenue	21.9%	25.5%	22.5%	22.6%	24.7%	23.0%
Other income	0.4	0.1	0.5	0.3	0.0	0.3
Selling & Distribution	-409.8	-118.4	-528.2	-341.8	-102.2	-444.0
Administrative expense	-58.2	-29.8	-88.0	-48.9	-24.0	-72.9
EBITDA	57.8	-10.4	47.4	47.4	-18.2	29.2
Depreciation	-47.3	-28.6	-75.9	-44.4	-23.8	-68.2
EBIT	10.5	-39.0	-28.5	3.0	-42.0	-39.0
Finance income			11.7			7.4
Finance expense			-31.3			-16.7
Share of profit of associates and joint ventures and badwill			0.4			0.4
Income tax			8.3			1.5
Net Loss			-39.4			-46.4

Within the context of IFRS 8, we consider two business segments for external reporting purposes:

- Our DACH segment, which includes medications and pharmacy-related BPC (beauty and personal care) products sold to customers in Germany, Austria and Switzerland, and
- Our International segment, which includes only OTC (non-prescription) medications and pharmacy-related BPC products sold to customers in Belgium, the Netherlands, France and Italy.

The Group's assets and liabilities are not disclosed by segment as they are not included in the segment information used by the chief operating decision makers. The accounting policies applied by the segments are the same as those described in note 3.

The Group allocates all costs (excluding net finance cost and income tax) to the operating segments. Segment performance is reported at the level of EBITDA, representing earnings before tax, interest, depreciation and amortization. EBITDA includes all costs directly related to segment revenues (such as marketing and operations) as well as allocated administrative expenses.

Revenue by type of products and services.

The revenue from type of products and services is the following:

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Rx revenue	1,069.1	749.8
Non-Rx revenue	1,871.8	1,620.8
	2,940.9	**2,370.6**

Revenue from the sale of products and services is recognized at the amount the Group expects to receive in exchange for transferring the promised goods to our customers.

Revenue from the country of domicile amounts to EUR 2,118 million (2024: EUR 1,696 million).

The Group has no revenue from transactions with a single external customer amounting to 10 % or more of total revenue.

Other geographical information.

The Group's non-current assets (property, plant and equipment, right-of-use assets and intangible assets) are allocated to geographic locations as follows (all amounts in millions of euro):

Other geographical information – additions to non-current assets.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Netherlands	130.0	35.4
Czech Republic	27.4	0.0
Germany	5.3	8.5
Switzerland	3.2	1.3[1]
Italy	0.2	1.7
Belgium	0.0	0.1
France	0.1	0.0
Austria	0.0	0.9
	166.2	**47.9**
Additions and acquisitions		
Property, plant and equipment	79.3	8.7
Right-of-use assets	47.6	5.8
Intangible assets	39.3	33.4
	166.2	**47.9**

Other geographical information – location of non-current assets.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2025
Netherlands	524.5	277.6
Czech Republic	26.8	0.0
Germany	15.8	65.1
Switzerland	11.3	142.8
Italy	5.2	6.5
Belgium	0.5	0.9
France	0.1	0.1
Austria	0.0	0.9
	584.2	**493.9**

[1] Negative additions in Italy result from tax credits granted in 2023 under Industry 4.0 regulations.

6. Other income.

Other income for 2025 and 2024 primarily comprises proceeds from the disposal of fixed assets, as well as other miscellaneous operating income.

7. Selling & distribution.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Other selling & distribution expenses	374.4	315.2
Employee benefit expenses	153.8	128.8
Depreciation and amortisation expenses	64.5	58.0
	592.7	**502.0**

The main categories within selling and distribution expenses include fulfillment, last-mile delivery, marketing and costs related to online payment methods. As a percentage of sales, selling and distribution expenses increased compared to prior year. The change was mainly due to a one-off impairment expenses of EUR 6.5 million in 2025, for further disclosure reference is made to Note 14 and Note 15.

8. Administrative expenses.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Other administrative expenses	52.7	41.5
Employee benefit expenses	35.3	31.4
Depreciation and amortisation expenses	11.4	10.2
	99.4	**83.1**

Administrative expenses mainly comprise personnel expenses related to management, Finance, HR and Legal, as well as IT-related non-labor costs, operations overhead and facility expenses.

Reconciliation: Employee benefit to selling and distribution, administrative expenses and cost of sales.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Included in selling & distribution	153.8	128.9
Included in administrative expenses	35.3	31.4
Included in cost of sales	20.3	17.7
	209.4	**178.0**

Reconciliation: Employee benefit to various categories.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Wages & salaries	171.1	148.1
Social securities	27.6	22.7
Pension contributions	5.3	4.0
Share-based payment expenses	3.5	3.2
Restructuring costs	1.9	0.0
	209.4	**178.0**

These expenses include costs for the Group's own employees (including expenses for employee stock option plans) and costs relating to contingent workers.

The number of employees of the Group, expressed in full-time equivalents (FTEs) as at year-end, was as follows:

	2025	2024
Average full-time-equivalents during year	2,648	2,266

These FTE's were allocated across the Group's various departments as follows:

	2025	2024
Cost of sales	274	293
Selling & distribution	2,145	1,744
Administrative	229	229
	2,648	**2,266**

All employees contribute to the Group's online pharmacy and e-commerce activities. As of 31 December 2025, 1,533 of the 2,648 FTEs were employed outside the Netherlands (31 December 2024: 954 of 2,266).

Defined contribution pension plans.
The total expenses for defined contribution pension plans amounted to EUR 5.3 million in 2025 (2024: EUR 4.0 million). These expenses represent contributions payable to the relevant plans by the Group and are recognized in profit and loss.

As of December 31, 2025, contributions of EUR 0 (2024: EUR 0) relating to the reporting period had not yet been paid to the plans.

Restructuring costs
In Q4 2025, management decided to centralize the Group's Own Brands activities and to integrate certain functions of nu3 into Redcare's core organization. The restructuring includes the elimination of certain positions and related organizational adjustments.

A restructuring provision amounting to EUR 1.9 million has been recognised for employee termination benefits in accordance with IAS 37, as a detailed formal plan was approved and communicated to the affected employees before year-end. The related expenses are included in administrative expenses.

9. Total depreciation and amortization expenses.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Depreciation of property, plant and equipment	11.4	11.1
Depreciation of right-of-use asset	7.2	7.0
Impairment of property, plant and equipment	0.1	0.0
Amortization of intangible assets	38.0	37.0
Amortization of intangible assets from business combinations	12.8	13.1
Impairment of intangible assets	6.4	0.0
	75.9	**68.2**

Impairment of intangible assets.
In 2026, the direct-to-consumer sales of the company's nu3 subsidiary will be re-directed to and channelled through Redcare's platforms. Consequently, the book value of software technology for nu3's customer channels of EUR 1.9 million was fully impaired at the end of 2025.

In connection with the revised business expectations and the lower projected cashflows for the CGU MedApp an impairment loss of EUR 4.4 million has been recognized. The impairment loss is recorded on software assets for EUR 3.1 million and goodwill for EUR 1.3 million.

10. Finance income and expenses.

Finance income.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Gain on partial repurchase of convertible bond	6.8	0.0
Finance income from cash and other financial assets	4.4	6.4
Net foreign exchange differences	0.5	0.6
Other finance income	0.0	0.4
	11.7	**7.4**

Finance income mainly relates to interest income on cash balances and other financial assets.

In 2025, finance income also included a gain of EUR 6.8 million resulting from the partial repurchase of the 2021 convertible bonds. Under IFRS 9, the difference between the carrying amount of the repurchased portion of the liability and the consideration paid is recognized directly in the consolidated statement of profit and loss.

Finance expenses.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Interest and other expenses convertible bonds	16.9	6.4
Expenses for online payment methods	9.6	8.6
Interest costs related to leasing	2.7	1.2
Provision for expected credit loss other financial assets	1.3	0.0
Other finance expenses	0.4	0.2
Interest expenses credit institutions	0.3	0.2
Net foreign exchange differences	0.1	0.1
	31.3	**16.7**

Part of the fees paid to companies for the financing of online payment methods, such as credit card companies and PayPal, that relate to the financing (pre-payment) element is reported as finance expenses. The remaining portion is recognized as selling and distribution costs.

11. Income tax expenses.

The income tax expenses for the year can be reconciled to the accounting profit as shown in the table below.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Result before tax	-47.7	-47.9
At Redcare's statutory income tax rate of 25.8% (2024: 25.8%)	12.3	12.3
Effect of tax rates in other jurisdictions	1.1	1.1
Adjustments in respect of current income tax of previous years	0.0	0.0
Tax effect of non deductible amounts	1.0	-0.8
Utilisation of previously unrecognised tax losses	0.4	0.6
No recognition of taxable losses due to uncertainty	-16.2	-12.3
Change in deferred tax positions	9.2	0.6
Other	0.5	0.0
At the effective income tax rate of 18.2% (2024: 3.1%)	**8.3**	**1.5**

The effective tax rate deviates from the applicable statutory tax rates as a result of differences in corporate income tax rates across jurisdictions, the impact of loss-generating subsidiaries, and the non-recognition of deferred tax assets for a portion of the tax losses carried forward.

The Company has not recognized deferred tax assets for the majority of its unused tax losses. In accordance with IFRS requirements, deferred tax assets may only be recognized when it is probable that sufficient future taxable profits will be available. As the tax group must first demonstrate sustained profitability before such recognition becomes appropriate, management has concluded that this threshold has not yet been met. Consequently, no deferred tax assets – or only very minor amounts – are recognized as at year-end 2025.

The tax expense in profit and loss can be divided into deferred and current taxes as presented in the accompanying tables.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Current taxes	-0.9	-0.6
Deferred taxes	9.2	2.1
	8.3	**1.5**

Deferred tax balances.

Deferred tax is calculated on temporary differences under the liability method. At December 31, 2025, deferred tax has been measured using enacted or substantively enacted tax rates applicable to the jurisdictions in which the Group operates. The Dutch corporate tax rate applied is 25.8% (2024: 25.8%) and the German corporate tax rate applied is 32% (2024: 32%).

The movement in deferred tax assets and liabilities during the year is shown in the tables below.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Balance 1 January	-2.2	-4.0
Recognised in profit and loss	9.2	2.1
Arising on tax effect on OCI	-9.8	-0.2
Foreign currency translation effect	0.0	-0.1
Arising on business combination	0.0	0.0
Balance 31 December	**-2.8**	**-2.2**

Deferred tax assets have been recognized in respect of all tax losses and other deductible temporary differences to the extent that it is probable that these assets will be recovered against future taxable profits. For entities where deferred tax assets associated with losses can be offset against deferred tax liabilities within the same jurisdiction as a result of entities being part of the same fiscal unity, the respective balances are presented on a net basis.

The movements in deferred tax assets and liabilities (before offsetting of balances within the same jurisdiction as permitted by IAS 12) are disclosed in the section below.

in millions of Euros	Asset 2025	Liability 2025	Net 2025	(Charged)/ credited to profit & loss 2025	(Charged)/ credited to equity 2025	Arising on business combination 2025
Available losses	8.0	0.0	8.0	-1.2	0.0	0.0
Temporary difference fiscal amortization goodwill	0.0	-1.2	-1.2	0.0	0.0	0.0
Temporary difference intangible fixed assets from business combinations	4.9	-9.3	-4.4	2.2	0.1	0.0
Temporary difference on IAS 19	0.1	0.0	0.1	0.0	-0.3	0.0
Temporary difference on convertible bond	0.0	-6.9	-6.9	7.3	-9.6	0.0
Temporary difference valuation differences other assets	0.0	-1.1	-1.1	0.4	0.0	0.0
Temporary difference on leases	19.3	-18.1	1.2	0.5	0.0	0.0
Temporary difference on software capitalization	1.5	0.0	1.5	0.0	0.0	0.0
Tax assets / (liabilities)	33.8	-36.6	-2.8	9.2	-9.8	0.0
Set off of tax	-32.2	32.2	0.0	0.0	0.0	0.0
Total	**1.6**	**-4.4**	**-2.8**	**9.2**	**-0.0**	**0.0**

in millions of Euros	Asset 2024	Liability 2024	Net 2024	(Charged)/ credited to profit & loss 2024	(Charged)/ credited to equity 2024	Arising on business combination 2024
Available losses	9.2	0.0	9.2	-2.6	0.0	0.0
Temporary difference fiscal amortization goodwill	0.0	-1.2	-1.2	0.0	0.0	0.0
Temporary difference intangible fixed assets from business combinations	5.5	-12.2	-6.7	2.1	-0.1	0.0
Temporary difference on IAS 19	0.4	0.0	0.4	0.0	-0.2	0.0
Temporary difference on convertible bond	0.0	-4.6	-4.6	1.7	0.0	0.0
Temporary difference valuation differences other assets	0.0	-1.5	-1.5	0.2	0.0	0.0
Temporary difference on leases	9.3	-8.6	0.7	0.7	0.0	0.0
Temporary difference on software capitalization	1.5	0.0	1.5	0.0	0.0	0.0
Tax assets / (liabilities)	25.9	-28.1	-2.2	2.1	-0.3	0.0
Set off of tax	-24.5	24.5	0.0	0.0	0.0	0.0
Total	**1.4**	**-3.6**	**-2.2**	**2.1**	**-0.3**	**0.0**

The Group has tax loss carry-forwards in the Netherlands and Germany amounting to EUR 345.9 million at the end of 2025 (2024: EUR 286.5 million). The anticipated applicable tax rates on taxable profits are the Dutch corporate tax rate of 25.8% the German corporate tax rate of 32%.

A deferred tax asset has not been recognized for the following items, as presented in the table below:

in millions of Euros	2025	2024
Unused tax losses - no expiry date	311.9	258.7
Non-deductible interest roll forward - no epiry date	10.5	22.2
	322.4	**280.9**

Management assesses the recoverability of deferred tax assets annually, taking into account updated business forecasts and the likelihood of generating future taxable profits going forward.

Deferred tax liabilities.

As at December 31, 2025, the deferred tax liability mainly relates to temporary differences on intangible assets recognized in previous business combinations. These differences arise because the tax amortization profile of acquired intangible assets differs from their accounting amortization. The main components include:

- Acquisition of Shop Group in 2010 (asset deal under Dutch tax law) – amortization period ten years.
- Intangible assets identified in the purchase price allocation (PPA) of various acquisitions (EHS Europe Health Services B.V., in 2017; nu3 in 2018; Smartpatient GmbH in 2021; MediService in 2023).
- Temporary differences arising on the convertible bond, representing the deferred tax impact of the equity component recognized separately upon initial measurement.

A total deferred tax liability of EUR 4.4 million has been recognized at year-end 2025 (2024: EUR 3.6 million).

Deferred tax assets.

For the three fiscal unities MedApp Holding B.V., SA Europe B.V., and EHSC B.V., deferred tax assets relating to carried-forward losses have been recognized only to the extent that they can be offset against deferred tax liabilities within the same fiscal unity.

For nu3 GmbH and Smartpatient GmbH, deferred tax assets for losses carried forward are recognized based on forecasts made by management of the pre-tax profits for future years.

Global minimum top-up tax.

The Organization for Economic Co-operation and Development (OECD) / G20 Inclusive Framework on Base Erosion and Profit Shifting (BEPS) published the Pillar Two model rules to address tax challenges arising from the digitalization of the economy.

The Dutch Minimum Tax Act 2024 (*Wet minimumbelasting 2024*) entered into force on December 31, 2023 and transposes EU Pillar Two Directive. Effective for financial years beginning on or after December 31, 2023, groups with annual revenues of at least EUR 750 million are subject to a minimum effective tax rate of 15% on a jurisdiction-by-jurisdiction basis.

The Group has adopted the amendments to IAS 12 - International Tax Reform (Pillar Two Model Rules) These amendments provide a temporary mandatory exception to recognizing and disclosing deferred tax assets and liabilities related to the Pillar Two rules.

The Group is within the scope of these rules and has performed an assessment of the potential exposure as of December 31, 2025. Based on currently available information and the transitional Country-by-Country Reporting Safe Harbour rules, no Pillar Two top-up tax has been recognized for the year ended December 31, 2025.

12. Earnings per share.

Basic and diluted earnings.

Redcare Pharmacy reports basic and diluted earnings per share ("EPS") for the year ended December 31, 2025. Basic and diluted EPS are equal for both reporting periods presented, as the outstanding potentially issuable shares are anti-dilutive. Inclusion of such instruments would reduce the loss per share and is therefore not permitted under IAS33.

The figures used in the EPS calculation are presented in the accompanying table.

	Year ended 31.12.2025	Year ended 31.12.2024
Basic and diluted earnings per share in millions of Euros		
Result for the year attributable to owners of the Company	-37.7	-45.5
Earnings used in the calculation of basic and diluted earnings per share	-37.7	-45.5
Earnings used in the calculation of basic and diluted earnings per share from continuing operations	-37.7	-45.5
Weighted average number of ordinary shares for the purposes of basic and diluted earnings per share	20,109,269	20,054,068
Basic and diluted earnings per share in Euro per share		
From continuing operations	-1.87	-2.27
From discontinued operations	0.00	0.00
Total basic and diluted earnings	-1.87	-2.27

Basic and diluted earnings per share.

The Group has several classes of instruments that could result in the issuance of ordinary shares in the future. The exercise of these instruments depends on the fulfilment of specific conditions, as detailed below. As all such instruments are anti-dilutive for the year ended December 31, 2025, none have been included in the diluted EPS calculation.

Employee stock options.
Assuming full exercise of all outstanding stock options as at December 31, 2025, an additional 688,634 new shares would be issuable in the future, of which 466,837 have already been issued and are held in treasury. These stock options are described in note 27, which provides details on vesting and expiry dates.

Convertible bonds.
As outlined in Note 22, the Group has two convertible bond programmes outstanding at year-end:

- EUR 300 million 1.75% convertible bonds due 2032, issued on April 16, 2025. These bonds are convertible into ordinary shares at a fixed conversion price of EUR 173.74 per share. Assuming full conversion of all bonds, a maximum of 1,726,718 new ordinary shares would be issued in the future.
- EUR 225 million zero-coupon convertible bonds due 2028 Issued on January 14, 2021 at a conversion price of EUR 233.83 per share. During April 2025 the Group repurchased EUR 157.9 million of the outstanding nominal amount, leaving EUR 67.1 million outstanding.
- Bondholders have exercised their rights to redeem their bonds on January 21, 2026 in an amount of EUR 64.5 million. The remaining nominal amount of the bond is EUR 2.6 million and will stay outstanding until maturity on January 21, 2028, unless converted earlier. Assuming full conversion of the bonds still outstanding after the put-option exercise period, 11,119 new ordinary shares would be issued.

All outstanding bonds and stock options are excluded from diluted EPS because their effect would be anti-dilutive for both continuing and total earnings per share.

The number of outstanding ordinary shares is 20,578,391 as at December 31, 2025. If all potentially issuable shares described above were to be issued, the total number of outstanding shares would increase to 22,538,025.

13. Property, plant and equipment.

A summary of the movements of property, plant and equipment is given below.

in millions of Euros	Land & buildings	Machinery	Other	Under construction	Total
Cost					
Balance 1 January 2024	5.3	49.7	21.5	0.7	77.2
Reclassification	0.6	3.2	0.0	-3.8	0.0
Additions	0.7	0.5	3.4	4.1	8.7
Acquisitions	0.0	0.0	0.0	0.0	0.0
Currency revaluation	0.0	0.0	0.0	0.0	0.0
Disposals	0.0	0.0	-0.1	0.0	-0.1
Balance 31 December 2024	**6.6**	**53.4**	**24.8**	**1.0**	**85.8**
Reclassification	2.9	0.0	0.2	-0.3	2.8
Additions	0.5	5.8	7.9	65.1	79.3
Currency revaluation	0.0	0.0	0.0	0.0	0.0
Disposals	0.0	0.0	-0.3	0.0	-0.3
Balance 31 December 2025	**10.0**	**59.2**	**32.6**	**65.8**	**167.6**
Accumulated amortisation and impairment					
Balance 1 January 2024	**2.1**	**12.7**	**10.2**	**0.0**	**25.0**
Depreciation	1.0	6.2	3.9	0.0	11.1
Impairment	0.0	0.0	0.0	0.0	0.0
Currency revaluation	0.0	0.0	0.0	0.0	0.0
Disposals	0.0	0.0	-0.1	0.0	-0.1
Balance 31 December 2024	**3.1**	**18.9**	**14.0**	**0.0**	**36.0**
Reclassification	0.5	0.0	0.0	0.0	0.5
Depreciation	1.0	6.3	4.1	0.0	11.4
Impairment	0.0	0.0	0.1	0.0	0.1
Currency revaluation	0.0	0.0	0.0	0.0	0.0
Disposals	0.0	0.0	-0.3	0.0	-0.3
Balance 31 December 2025	**4.6**	**25.2**	**17.9**	**0.0**	**47.7**
Carry value					
Balance 31 December 2024	3.5	34.5	10.8	1.0	49.8
Balance 31 December 2025	5.4	34.0	14.7	65.8	119.9

Depreciation is calculated on a straight-line basis over the estimated useful lives of the respective asset categories. The following useful lives are applied:

- Machinery, leasehold improvements, furniture, office equipment: 5–10 years
- IT and communication equipment, other equipment: 3–5 years
- Right-of-use assets (IFRS 16): 2–10 years depending on the underlying lease term (refer to Note 32).

Additions during the financial year primarily relate to investments in infrastructure and logistics, reflecting the expansion of logistics capacity and increased automation of fulfilment processes.

Redcare started a comprehensive logistics automation project, within our existing premises, with a total budget of EUR 100 million, payable during the years 2025, 2026 and 2027. As per year end the assets under construction amounted EUR 65.8 million largely related to this project.

A reclassification of EUR 2.3 million relates to a reclass between land and buildings and right-of-use assets.

14. Intangible assets.

Intangible assets consist of finite-life intangible assets and goodwill. A summary of the movements in intangible assets is presented below.

in millions of Euros	Software, technology & contracts	Brand	Customer database	Goodwill	Under construction	Total
Cost						
Balance 1 January 2024	148.1	28.2	65.8	279.4	17.3	538.8
Reclassification	32.7	0.0	0.0	0.0	-32.2	0.5
Additions	6.4	0.1	0.0	0.0	27.0	33.5
Acquisitions	0.0	0.0	0.0	0.0	0.0	0.0
Currency revaluation	0.0	0.0	0.0	0.0	-0.1	-0.1
Disposals	0.0	0.0	0.0	0.0	0.0	0.0
Balance 31 December 2024	**187.2**	**28.3**	**65.8**	**279.4**	**12.0**	**572.7**
Reclassification	30.0	0.0	0.0	0.0	-29.5	0.5
Additions	5.4	0.0	0.0	0.0	33.9	39.3
Currency revaluation	0.0	0.0	0.0	0.0	0.1	0.1
Disposals	0.0	0.0	0.0	0.0	0.0	0.0
Balance 31 December 2025	**222.6**	**28.3**	**65.8**	**279.4**	**16.5**	**612.6**
Accumulated amortisation and impairment						
Balance 1 January 2024	74.4	14.4	20.0	1.9	0.0	110.7
Reclassification	0.5	0.0	0.0	0.0	0.0	0.5
Amortization	39.2	5.5	5.5	0.0	0.0	50.2
Currency revaluation	0.0	0.0	0.0	0.0	0.0	0.0
Balance 31 December 2024	**114.1**	**19.9**	**25.5**	**1.9**	**0.0**	**161.4**
Reclassification	0.5	0.0	0.0	0.0	0.0	0.5
Amortization	40.1	5.2	5.5	0.0	0.0	50.8
Impairment	5.1	0.0	0.0	1.3	0.0	6.4
Currency revaluation	0.0	0.0	0.0	0.0	0.0	0.0
Balance 31 December 2025	**159.8**	**25.1**	**31.0**	**3.2**	**0.0**	**219.1**
Carry value						
Balance 31 December 2024	73.1	8.4	40.3	277.5	12.0	411.3
Balance 31 December 2025	62.8	3.2	34.8	276.2	16.5	393.5

Amortization is calculated on a straight-line basis over the estimated useful lives of the respective asset categories. The following useful lives are used:

- Software licences: 2–5 years, depending on the license contract.
- ERP software: 3–7 years.
- Smart technology (included in software category): 15 years.
- Customer database: 7–17 years, depending on the nature and expected customer retention.
- Brand names: 2–10 years, depending on the brand and underlying economic life.
- Goodwill: Indefinite useful life and subject to annual impairment testing (note 15).

Assets under construction mainly relate to capitalized development expenditures for ongoing IT and technology projects. These costs are transferred to the relevant intangible asset category once the project is available for its intended use.

For further disclosure reference is made to Note 9 and Note 15.

15. Impairment tests for goodwill.

15.1. Description of the impairment test process.

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If such an indication exists, the recoverable amount of the asset is estimated to determine the extent of any impairment loss. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit (CGU) to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units; otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Growth rates used for impairment analysis are assessed by existing customer development and acquisition of new customers based on our customer data model as well as external market research to estimate future market size and online penetration. Variable costs such as marketing, delivery and operations are planned on a performance basis, while non-performance-based costs (e.g. management, finance, facilities) are planned according to business growth, including economies of scale.

In accordance with IAS 36.49, the Group has identified the main drivers for future cash flows. In 2025, approximately 63% or EUR 1.87 billion (2024: 68% or EUR 1.6 billion) of total company sales were from OTC and other pharmacy-related products excluding prescription medicines. Sales of prescription medicines increased by 42.6% compared to the prior year, driven by mainly the Rx business in Germany but also Switzerland growing sales above 10%. The Group and external experts continue to expect further growth in the online pharmacy market, supported by the full nationwide implementation of electronic prescriptions in Germany and continued online penetration in all core markets. The shift from off- to online pharmacies to continue in the coming years as current online penetration numbers are still relatively low and online customer satisfaction is high. Redcare Pharmacy's DACH reporting segment already operates at a positive adjusted EBITDA. In addition, across Europe but foremost in Germany, there is an opportunity for the Group to significantly increase the sales of prescription medications. In Germany, online sales of prescription medications have been allowed for some time but the process was initially cumbersome for customers because of the requirement to provide the pharmacist with the doctor's paper prescription. In the case of "Shop Apotheke", customers had to post the prescription. In 2019, the gematik began developing an electronic alternative (e-Rx) and, following a successful trial period that lasted until mid 2022, by the start of 2023 a total of 1 million e-Rx had been dispensed by doctors across Germany. Since January 2024, it has been mandatory for doctors to provide e-prescriptions, which has resulted in the nationwide adoption of e-Rx. This has created a great opportunity for customer-centered online pharmacy "Shop Apotheke". Since 2025 a clear uptake is visible in the number of ePrescriptions issued and the ePrescriptions redeemed at Shop-Apotheke.com. Expected sales and unit economics are taken into account for the best estimates of total cash flows.

15.2. Determination of cash-generating units (CGUs).

Redcare Pharmacy performs an annual impairment test for goodwill based on CGU's representing the lowest level within the Group at which goodwill is monitored for internal management purposes. CGU's correspond to the customer-facing channels. The CGU's in 2025 are: Germany, Belgium (Farmaline), Switzerland, France (Hygée Santé), MedApp, Italy, Austria and nu3. Goodwill has been allocated to six of these eight CGU's.

In 2025, there have been no changes / updates to the identified cash-generating units (CGU).

15.3. Overview goodwill.

The following table shows the goodwill as at December 31, 2025:

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Germany	161.2	161.2
Switzerland	107.9	107.9
Belgium (Farmaline)	4.2	4.2
nu3	3.0	3.0
MedApp	0.0	1.3
	276.3	**277.5**

The goodwill reflects the value of the Group's overall market and competitive positioning, which is described in the following strategic information.

Strategic information
The Group continues to strengthen its position as a leading online pharmacy platform in continental Europe. With ongoing expansion in Germany, Belgium, Switzerland, Italy and the Netherlands, Redcare Pharmacy serves more than 13.9 million active customers (2024: 12.5 million) and offers over 200,000 products directly from stock and 200,000 through its marketplace.

In 2025, a new distribution center opened in the Czech Republic, supporting long-term growth capacity and operational scalability.

The Group is a fast-growing online pharmacy in continental Europe. With the acquisition of Europa Apotheek Venlo in November 2017, the Group significantly enhanced its position in Germany and in prescription medicines. The product range of OTC, beauty and personal care products as well as prescription drugs was supplemented by high quality natural food and health products, low-carb and sports nutrition products as a result of the acquisition of nu3 GmbH in July 2018. In 2021, the Group acquired smartpatient, an enhanced pharmacy solutions expert and MedApp, a prescription medication business in the Dutch market. In 2023, in a transaction with Swiss Galenica AG, Redcare Pharmacy acquired 51% of the Swiss online prescription medication business MediService AG.

The Group operates online pharmacies in Germany, Austria, Switzerland, France, Belgium, Italy and the Netherlands.

The Group delivers a broad range of products on stock and products via its marketplace at attractive prices. In addition, the Group provides comprehensive pharmaceutical consultation services. In Germany, where it operates as “Shop Apotheke”, the business has transitioned from a pure online pharmacy retailer to a customer-centered online pharmacy platform. Its goal is to gain a relevant share of the online prescription market growth that is expected from the adoption of electronic prescriptions.

In order to assess the potential impairments on the listed goodwill, the Group follows an eight-year forecasting process.

Internal process for preparing the eight-year forecast to perform impairment tests.
The forecasting process is based on internal data, in particular, a detailed customer data model that considers customer acquisition costs from previous periods and expected customer activation rates, as well as external market research that forecasts future online penetration rates and the market size of advanced online markets e.g. in the United States or Sweden. Assumptions on sales growth and profitability are checked against third-party reports and tested with sensitivity analyses in order to make the test robust.

Historical financial information.
The health sector is driven by regulations that result in barriers to entry and loyal, longer-term customers with high customer lifetime values. As the online market is expected to stay in a growth mode for a number of years, due to the expected continuation of the shift from offline to online in the continental European markets, the length of the forecasting period needs to reflect this. An eight-year forecast period, with robust assumptions regarding the nature of the industry, the long-term growth phase expected from the adoption of electronic prescriptions in Germany and the gradual shift in consumer preferences from offline to online, is considered adequate.

The Group has achieved fast (double-digit) growth for many consecutive years. In 2025, total sales growth was 24%.This growth was next to a fast growth in the International Segment, driven by a strong performance in the German Rx and OTC / BPC online market. For impairment testing purposes, we assume approximately 16% sales growth p.a. in the coming years in Germany. Until 2020, the growth of prescription medication (Rx) sales was 10–20% p.a. In 2021, there was a strong decline in Rx sales as a result of the discontinuation of the Rx bonus; in 2022, this decline stopped, with sales volumes stabilizing in all quarters of the year. In 2023, quarterly sales in Germany further increased, with growth totalling 49% including MediService, which was acquired during the year. In 2024, the year that the e-prescription became the new standard in Germany, Rx sales grew 68.7% year over year. In 2025, Germany Rx sales grew by 98% year-over-year to EUR 503 million.

As in 2024, geopolitical conflicts persisted in 2025, but inflationary pressures declined, leading to lower interest rates. On the back of this and strong labor markets, consumer spending remained resilient. Against this backdrop and the Group's strategic decision to invest in the growth of the Rx market, Redcare Pharmacy realized a margin in line with the external guidance provided in October, while continuing to achieve high double-digit sales growth in both non-Rx and Rx and rapidly expanding its customer base.

After the opening of a next-generation central distribution facility in Sevenum, the Netherlands in 2021, in 2022 a distribution center was opened near Milan in Italy. A new distribution center was opened in 2025 in the Czech Republic to service mainly the Austrian market. In late 2021, a marketplace platform was launched in Germany. Austria followed in 2022 and Italy and Belgium in 2024, enabling our customers in these countries to choose from a wide range of additional healthcare-related assortment from our marketplace merchants.

We used long-term forecasts as a base to perform the goodwill impairment tests.

Support for main assumptions.
Future revenue growth is planned in a two-step approach, firstly, based on customer data and future expectations on sales growth rates and market shares. The results of these calculations are then partially compared against organic growth rates and market shares realized historically. In a second step, the outcome is compared against the total market size, based on the calculations regarding total market share computed in step one. In addition, specifically for the prescription-based market, an online mail order penetration of 10% is assumed to be reached in a couple of years following the nationwide and mandatory adoption of electronic prescriptions.

Target-adjusted EBITDA profitability in excess of 8% (2024: 8%) is based both on benchmarking of local German pharmacies (information from ABDA Pharmacists' Association), and a bottom-up build-up of current unit economics, future income streams, efficiencies and scale.

Cost of sales is based on historic information plus annual improvements expected from economies of scale in purchasing and manufacturer discounts.

Operations personnel is calculated on the number of parcels, taking into account realized and expected efficiency gains from the sites based on calculations from an external general planner.

Marketing personnel is calculated on a country basis, with variable marketing expenses that are based on sales growth and the respective number of new customers with their respective acquisition costs.

Administrative personnel and IT infrastructure personnel are calculated taking into account economies of scale and typical efficiency gains. Internal and external IT personnel are calculated for the first year based on the required man days for the IT projects that are planned to be delivered; for future years, they are based on a percentage of sales, as these costs and demands are expected to increase together with our sales growth.

CapEx is calculated based on the capacity and IT required to enable future sales. Finally, on a high level, the business plan is compared to patterns experienced by peers.

Upsides and downsides.
The downside risk of the impairment test for the CGU Germany is the significant lower ramp-up in the online penetration of the electronic prescription in Germany. There could also be a potential, albeit very unlikely ban (due to conflict with European law) on mail order sales for prescription medications in Germany.

The upside potential is a stronger adoption of the electronic script in 2026 and beyond, or an overall acceleration (vs. our estimates) of the shift in customer preference from off- to online pharmacies across our geographies. A broader overview of the risks and opportunities of the Group is described in the Risk management chapter of this report.

WACC.
The calculation of the weighted average cost of capital (WACC) follows the capital asset pricing model (CAPM). The model applies current risk-free interest rates, market risk premiums and betas benchmarked against a relevant peer-group of listed European online and healthcare retail companies. The parameters and resulting discount rates were reviewed by independent experts.

In 2025, the overall Group WACC increased compared to 2024. The resulting post-tax WACC for the Group amounted to 9.0% (2024: 8.1%).

From the post-tax discounted cash-flow analysis, pre-tax discount rates were derived using the goal-seek method (in accordance with IAS 36.BCZ85). The resulting pre-tax WACCS applied in the impairment tests for the respective CGU's were as follows:

CGU	Pre-tax WACC 2025	Pre-tax WACC 2024
Germany	11.7%	10.9%
Farmaline (Belgium)	12.6%	11.9%
nu3 (Germany)	11.7%	10.8%
MedApp (Netherlands)	9%	9.5%
MediService (Switzerland)	10.1%	9.2%

15.4. Impairment test.

Impairment tests on goodwill were performed for the following CGUs:
- Germany
- Belgium (Farmaline)
- nu3
- MedApp
- Switzerland

The recoverable amounts were determined using a discounted cash flow (DCF) model based on management's most recent eight-year forecast prepared in October-November 2025. The main assumptions for the CGU Germany impairment test are the sales growth expected from the mandatory adoption of electronic prescriptions at the start of 2024, the total number of annual prescriptions in Germany as well as an e-Rx online penetration rate of approximately 10%, as seen in other markets such as Switzerland, Sweden and the United States. The related cash-flow projections include projected investment in capacity expansion as well as increased personnel cost and working capital needs in line with the expected sales growth. Due to the long-term growth prospects based on demographic factors, i.e. market studies projecting a population with a higher need for prescription medication, the respective calculations are based on an eight-year forecasting period.

Key assumptions used in the impairment test as of December 31, 2025 are summarised in the table below:

CGU	Terminal sales growth	Revenue growth rate	EBITDA margin	Discount rate
Germany	0%	7,7%-24.4%	1.8%-9.8%	9.00 %
Farmaline	0%	5.2%-12.1%	8.5-14.3%	9.50 %
nu3	0%	3%	32.2-44.1%	8.90 %
MedApp	0%	9,1%-49%	0,5%--11%	9.00 %
MediService	0%	5.9%-10.8%	1.1%-4.3%	9.10 %

Results of the impairment tests.
The impairment test shows that in all cases, except for the CGU MedApp, the recoverable amounts exceeded the carrying amounts. As a result, management concludes that no impairment of goodwill is applicable.

A sensitivity analysis on sales growth rates and discount rates confirmed that reasonable changes in these assumptions would not result in an impairment for the tested CGU's.

During the financial year 2025, the Group recognized an impairment loss on goodwill of EUR 1.3 million relating to the MedApp cash-generating units (CGU). The impairment was recognized in connection with the revised business expectations and lower projected cash flows for the CGU. The recoverable amount of the MedApp CGU was determined based on value in use calculations using updated cash flow projections. As a result of this assessment, the value of the CGU was written down to their recoverable amount. The impairment loss is presented within administrative expenses in the Consolidated statement of profit and loss.

15.5. Climate-related considerations.

The Group continuously monitors climate-related risks (physical and transition risks). Based on current assessments, these risks are not considered to have a material impact on goodwill impairment testing in 2025. Therefore, no climate-related assumptions are considered key assumptions under IAS 36.

16. Accounting for joint ventures.

Until August 6, 2025, the Group held a 50% interest in two joint ventures:
- König IDV GmbH – data processing
- König IT Systeme GmbH – IT services

Under the contractual arrangements, the Group had rights to the net assets of both entities. In accordance with IFRS 11 – Joint Arrangements, these investments are classified as joint ventures. The Group accounted for its interests in the joint ventures using the equity method in accordance with IAS 28 – Investments in Associates and Joint Ventures.

Merger in 2025.

On August 6, 2025, a legal merger was executed whereby König IT Systeme GmbH was merged into König IDV GmbH. As a result of the merger, König IT Systeme GmbH ceased to exist as a separate legal entity.

Following the merger, the Group continues to hold a 50% interest in the merged entity, König IDV GmbH, which remains classified as a joint venture.

The merger did not result in a change in the Group's rights or obligations with respect to the joint venture arrangements. Accordingly, the accounting treatment under the equity method remained unchanged, and only one joint venture is presented in the consolidated statement of financial position as at 31 December 2025.

	Country of incorporation principal place of business	Proportion of ownership interest held as at 31 December	
		2025	2024
König IDV GmbH[1]	Germany	50%	50%
König IT-Systeme GmbH[2]	Germany	0%	50%

[1] 1. König IDV GmbH, located in Gottmadingen, Germany, is primarily engaged in data processing. The Group's 50% interest in the entity was obtained as part of the acquisition of EHS Europe Health Services B.V. on November 8, 2017. König IT Systeme GmbH was merged into König IDV GmbH on August 6, 2025.
[2] König IT Systeme GmbH, previously located in Gottmadingen, Germany, was primarily engaged in IT services. The Group's 50% interest in the entity was obtained as part of the acquisition of EHS Europe Health Services B.V. on November 8, 2017. Following the legal merger on August 6, in 2025, König IT Systeme GmbH ceased to exist as a separate legal entity and its activities were integrated into König IDV GmbH.

Results of the joint ventures.

The joint ventures König IDV GmbH and König IT Systeme GmbH reported a result after taxes of EUR 0.2 million in financial year 2025 (2024: EUR 0.2 million). As the Group's interests in König IDV GmbH and König IT Systeme GmbH were not individually material prior to the merger on August 6, 2025, aggregated summarized financial information for both entities up to the merger date is presented below. The combined information reflects the interests in both joint ventures.

Summarized statement of financial position - joint ventures.

in millions of Euros	As at 31 December 2025	As at 31 December 2024
Non-current assets	0.0	0.0
Current assets	1.9	1.7
Total assets	**1.9**	**1.7**
Equity	1.7	1.5
Current liabilities	0.2	0.1
Total equity and liabilities	**1.9**	**1.7**

Summarized statement of profit or loss - joint ventures.

in millions of Euros	2025	2024
Revenue from contracts with customers	1.2	1.2
Other operating income	0.0	0.0
Cost of sales	0.0	0.0
Operating expenses	-1.0	-0.9
Result before tax	**0.2**	**0.3**
Income tax expense	0.0	0.0
Result for the year (continuing operations)	**0.2**	**0.2**
Total comprehensive income for the year (continuing operations)	**0.2**	**0.2**
Group's share of result for the year	**0.1**	**0.1**

Group share of profit.

The consolidated statement of profit and loss includes a share of profit of associates and joint ventures of EUR 0.4 million (2024: EUR 0.4 million). This mainly concerns of EUR 0.1 million (2024: EUR 0.1 million) share in a joint venture, EUR 0.3 million (2024: EUR 0.1 million) result from associates and in 2024 EUR 0.2 million badwill on the acquisition of Aust Pharma (refer to note 31).

17. Inventories.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Finished products held for resale	219.8	158.0
Raw materials, packaging materials and other	1.8	1.5
Inventory allowance	-7.6	-5.7
	214.0	**153.8**

The cost of inventories recognized as an expense in respect of continuing operations amounted to EUR 2.334 million in 2025 (2024: EUR 1.870 million).

No inventories are expected to be recovered after more than twelve months.

The inventories include EUR 1.9 million (2024: EUR 1.8 million) measured at net realizable value. The related write-down was recognized as an expense in 2025. Write-downs and reversals are included in Cost of sales.

18. Current receivables.

Trade and other receivables.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Trade receivables	131.1	112.0
Provision for impairment	-1.6	-2.2
	129.5	**109.8**

Prepayment and other current assets.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Prepayments	16.6	18.0
Other current assets and deferred income	32.5	25.8
VAT receivable	23.3	15.0
	72.4	**58.8**

The average credit period on sales of goods and services was 16 days in 2025 (2024: 17 days).

The increase in trade receivable balances is impacted by the growth of the revenues.

As of December 31, 2025, the ageing analysis of trade receivables is as follows:

in millions of Euros	Total	Not past due - 0- 30 days	Past due - 30- 60 days	Past due - 61 – 90 days	Past due - 91 – 120 days	Past due - 121 days and older
Trade receivables	131.1	114.5	4.4	3.2	2.0	7.0
Provision for impairment	-1.6	-0.2	-0.1	-0.2	-0.2	-0.9
Net trade receivables	**129.5**	**114.3**	**4.3**	**3.0**	**1.8**	**6.1**
Expected credit loss	1%	0%	2%	6%	10%	13%

For comparison, as of December 31, 2024, the ageing analysis was as follows:

in millions of Euros	Total	Not past due - 0- 30 days	Past due - 30- 60 days	Past due - 61 – 90 days	Past due - 91 – 120 days	Past due - 121 days and older
Trade receivables	112.0	99.6	3.2	1.7	2.0	5.5
Provision for impairment	-2.2	-0.3	-0.1	-0.1	-0.1	-1.6
Net trade receivables	**109.8**	**99.3**	**3.1**	**1.6**	**1.9**	**3.9**
Expected credit loss	2%	0%	3%	8%	7%	28%

No interest is charged on trade receivables. In accordance with IFRS 9, the Group applies the expected credit loss (ECL) model to measure impairment on trade receivables. Before accepting any new customer, the Group assesses credit limits based on internal scoring methodologies. Credit limits are reviewed periodically, and customer orders are automatically screened using defined algorithms to prevent fraudulent transactions.

Movement in the provision for impairment:

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Balance beginning of the year	2.2	5.1
Provision for expected credit losses	0.3	-2.3
Write-off	-0.9	-0.6
Balance end of the year	1.6	2.2

In determining the recoverability of a trade receivable, the Group considers any change in the credit quality of the receivable from the date credit on which credit was initially granted up to the end of the reporting period. .This assessment is incorporated into the ECL calculation through forward-looking information and historical loss experience.

19. Other financial assets.

in millions of Euros	Fixed deposits	Other	Total
Current other financial assets	80.7	0.0	80.7
Non-current other financial assets	0.0	6.6	6.6
Balance 1 January 2025	**80.7**	**6.6**	**87.3**
Additions	30.4	2.3	32.7
Provision for expected credit loss	0.0	-1.3	-1.3
Current other financial assets	111.1	0.0	111.1
Non-current other financial assets	0.0	7.6	7.6
Balance 31 December 2025	**111.1**	**7.6**	**118.7**

The current other financial assets of EUR 111.1 million (2024: EUR 80.7 million) relate to fixed term deposits. The increase of EUR 30.4 million is the result of additional transfer of cash from current accounts to fixed deposits.

Non-current other financial assets of EUR 7.6 million (2024: EUR 6.6 million) consist of rent-deposit payments; these amounts are expected to be repaid at the end of the respective rental agreements.

20. Cash and cash equivalents.

All cash balances are at free disposal of the Group, except for a rent guarantee of EUR 0.3 million (2024: EUR 0.3 million).

Within the cash and cash equivalents, an amount of EUR 2.5 million (2024: EUR 17.6 million) relates to the cash pooling agreement between MediService AG and Galenica Finanz AG. The cash-pooling arrangement is treated as a demand deposit. Under the terms of the agreement, the cash-pool balances are freely available to MediService.

Cash and cash equivalents in the statement of financial position comprise cash at banks and on hand. For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of these balances only. Bank overdrafts are excluded because they are not considered to be an integral part of the Group's cash-management process. Current securities are presented under Other financial assets in accordance with IAS 7.

21. Shareholders' equity.

Share capital.

The share capital of the Group as of December 31, 2025 amounts to EUR 0.4 million (December 31, 2024: EUR 0.4 million) divided into 20,578,391 shares (December 31, 2024: 20,342,486) each with a nominal value of EUR 0.02. Of these, 20,111,554 shares have been issued and fully paid, and 466,837 shares are held in trust for stock option plans.

The total number of authorized shares amounts to 85,000,000 shares.

Capital increase.

During the 2025 financial year, 6,152 employee options were exercised (2024: 81,145) within the employee stock option plan. Each stock option entitles the participant to subscribe for newly issued ordinary shares of the Company at a predetermined exercise price. The average exercise price amounts to EUR 71,45 per share (2024: EUR 48.84 per share). The exercised options resulted in a capital increase in 2025 of EUR 0.4 million (2024: EUR 4.0 million).

During 2025, no employee options were exercised (2024: 139,200) under the smartpatient option plan. The plan vests over a three-year, beginning in 2021. The options exercised have a total nominal value of EUR nill thousand (2024: EUR 3 thousand). The plan has vested and been completely exercised until December 31, 2024 and as a result is terminated.

Reference is made to note 27 for disclosures on share-based payments.

22. Non-current liabilities.

Loans and borrowings.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Amounts due to banks	0.0	4.9
Lease liabilities	67.4	27.7
Convertible bond	261.9	204.2
Employee benefit liabilities	1.0	0.8
	330.3	**237.6**

Convertible bonds.

The Group has two tranches of convertible bonds outstanding :

- **2021 convertible bonds (due 2028)**

In January 2021, the Company issued 2,250 zero-coupon convertible bonds with an aggregate principal amount of EUR 225.0 million. Each bond entitles the holder to convert the bond into ordinary shares at a conversion price of EUR 233.83 per share.

Following the partial repurchase of the convertible bonds in April 2025, bonds with a nominal amount of EUR 67.1 million remained outstanding as at December 31, 2025.

The remaining 2021 convertible bonds include a put option exercisable by the bondholders on January 21, 2026. As the Group does not have an unconditional right to defer settlement of the liability beyond 12 months at the reporting date, the entire remaining liability component is classified as a current liability as at December 31, 2025 in accordance with IAS 1.69(d).

As at December 31, 2025, the carrying amount of the liability component of the 2021 convertible bonds amounts to EUR 66.8 million. The effective interest rate of the liability component is 3.05% per annum.

• 2025 convertible bonds (due 2032)
On April 16, 2025, the Company issued EUR 300 million senior unsecured convertible bonds bearing 1.75% annual interest, payable semi-annually, and maturing on April 16, 2032. Each bond is convertible into ordinary shares at a conversion price of EUR 173.74 per share. Bondholders may exercise a put option on April 16, 2030 to redeem the bonds at the accreted redemption amount plus accrued interest.

The convertible bonds are accounted for as a compound financial instrument and have been separated into a liability component and an equity component at initial recognition. The liability component was initially recognized at EUR 259.3 million (net of transaction costs) and is subsequently measured at amortized cost using the effective interest method. The equity component of EUR 27.5 million (net of deferred tax) was recognized directly in equity.

As at December 31, 2025, the carrying amount of the liability component of the 2025 convertible bonds amounts to EUR 266.5 million of which EUR 261.9 million is presented as a non-current liability. The effective interest rate of the liability component on initial recognition is 5.16% per annum.

Initial recognition convertible bonds.

A summary of the initial recognition of the convertible bonds is given below:

in millions of Euros	Issued on 14.01.2021	Issued on 08.04.2025
Proceeds of principal issued (amount less costs)	222.2	296.4
Liability component at date of issue	-179.9	-259.3
Deferred tax liability on equity component	-10.6	-9.6
Equity component	31.7	27.5

Movements of the convertible bonds.

A summary of the movements of the convertible bonds is given below:

in millions of Euros	Issued on 14.01.2021	Issued on 08.04.2025	Total
Balance 1 January 2024	197.8	0.0	197.8
Interest charged calculated at an effective interest rate	6.4	0.0	6.4
Interest paid	0.0	0.0	0.0
Balance 31 December 2024	**204.2**	**0.0**	**204.2**
Issuance convertible bond	0.0	259.3	259.3
Interest charged calculated at an effective interest rate	3.3	9.8	13.1
Effect of revision of future cash flows	3.9	0.0	3.9
Interest paid	0.0	-2.6	-2.6
Early repurchasing of convertible bonds	-157.3	0.0	-157.3
Early purchase debt settlement gain	-6.8	0.0	-6.8
Early purchase equity element	19.5	0.0	19.5
Balance 31 December 2025	**66.8**	**266.5**	**333.3**

Current versus non-current classification.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Liability component	333.3	204.3
- of which long-term position	261.9	204.3
- of which short-term position	71.4	0.0

Employee benefit liabilities.

This relates to the long-term portion of post-combination benefit payments as a result of the acquisition of smartpatient.

23. Current liabilities.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Trade and other payables	253.0	184.0
Loans and borrowings	86.3	9.7
Other liabilities	60.7	56.0
	400.0	**249.7**

Trade and other payables.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Trade payables	248.0	175.3
Other payables	5.0	8.7
	253.0	**184.0**

The average credit period on purchases in 2025 is 33 days (2024: 30 days). No interest is charged on the trade payables. The Group has financial risk management policies in place to ensure that all payables are paid within the pre-agreed credit terms.

Trade and other payables grew by EUR 69 million to EUR 253 million. This is due to the growth in the existing business, improved payment terms and higher year-end inventories.

Loans and borrowings.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Loans to credit institutions - short term portion	4.9	1.6
Lease liabilities - short term position	10.0	8.1
Convertible bond	71.4	0.0
	86.3	**9.7**

Amount due to banks.

In February 2021, the Company obtained a EUR 13 million loan from a credit institution. The loan is secured by a pledge over the logistics automation in the Sevenum logistics center. It has a total duration of six years, ending on December 31, 2026. Repayments are quarterly in the amount of EUR 406,250 starting on March 31, 2021. The annual interest rate equals 3-month EURIBOR + 2.95% on the outstanding principal.

Convertible bond.

Convertible bonds are further disclosed in note 22.

Lease Liabilities.

Lease liabilities are reported under non-current and current liabilities. A further disclosure of leases can be found in note 32.

Other liabilities.

in millions of Euros	Year ended 31.12.2025	Year ended 31.12.2024
Corporate income tax	0.4	0.5
Wage tax & social security charges	4.4	3.3
VAT	22.7	21.7
Employee benefit liabilities	12.4	8.7
Liability due to customer loyalty program	12.4	10.7
Accrued expenses	8.4	11.2
	60.7	**56.0**

Other liabilities remained relatively stable compared to prior year.

Employee benefit liabilities.

The employee benefit liabilities include accruals for bonus payments, vacation days and several other accruals.

Other liabilities.

No interest is charged on the other liabilities.

24. Changes in liabilities arising from financing activities.

In accordance with IAS 7, the overview below presents the changes arising from cash flows and non-cash movements:

in millions of Euros	31.12.2024	Cash flows	Non-cash changes			31.12.2025
			Acquisition	Addition/Movement	Interest accretion to liability	
During financial year 2025						
Long term borrowings (incl. current)	6.5	-1.6	0.0	0.0	0.0	4.9
Short term borrowings - bank overdraft	0.0	0.0	0.0	0.0	0.0	0.0
Lease liabilities (non-current)	27.7	0.0	0.0	37.0	2.7	67.4
Lease liabilities (current)	8.1	-8.7	0.0	10.6	0.0	10.0
Convertible bond	204.2	99.4	0.0	12.7	17.0	333.3
	246.5	**89.1**	**0.0**	**60.3**	**19.7**	**415.6**

in millions of Euros	31.12.2023	Cash flows	Non-cash changes			31.12.2024
			Acquisition	Addition/Movement	Interest accretion to liability	
During financial year 2024						
Long term borrowings (incl. current)	8.1	-1.6	0.0	0.0	0.0	6.5
Short term borrowings - bank overdraft	0.0	0.0	0.0	0.0	0.0	0.0
Lease liabilities (non-current)	30.7	0.0	0.0	-4.2	1.2	27.7
Lease liabilities (current)	7.1	-8.3	0.0	9.2	0.0	8.1
Convertible bond	197.8	0.0	0.0	0.0	6.4	204.2
	243.7	**-9.9**	**0.0**	**5.0**	**7.6**	**246.5**

For the disclosure relating to our credit facility, we refer to Note 12/22.

The total number of additions and movements in lease liabilities relates to the reclassification from non-current to current and the additions to the lease liabilities during the financial year. For further details on the total amount of additions (non-current and current) of EUR 47.6 million (2024: EUR 5.0 million), please refer to Note 32.

The cash flows for the convertible bond relates to the total proceeds from convertible bond issuance EUR 296.3M minus the repurchase of convertible bonds of EUR 157.3M minus the interest paid on convertible bonds of EUR 2.6M.

25. Financial instruments.

Categories of financial instruments.

in millions of Euros	Financial assets at fair value through profit or loss		Financial assets at amortized cost	
	Year ended 31.12.2025	Year ended 31.12.2024	Year ended 31.12.2025	Year ended 31.12.2024
Trade and other receivables	0	0	129.5	109.9
Other financial assets	0	0	118.7	87.2
Cash and cash equivalents	0	0	92.4	96.9
Total financial assets	**0**	**0**	**340.6**	**294.0**

in millions of Euros	Financial liabilities at fair value through profit or loss		Financial liabilities at amortized cost	
	Year ended 31.12.2025	Year ended 31.12.2024	Year ended 31.12.2025	Year ended 31.12.2024
Non-current liabilities (excluding lease and convertible bonds)	0	0	4.8	5.7
Convertible bonds (non-current)	0	0	261.9	204.2
Trade and other payables	0	0	253.0	184.0
Current loans and borrowings (excluding lease)	0	0	4.9	1.6
Convertible bonds (current)	0	0	71.4	0.0
Other current liabilities	0	0	38.0	34.1
Total financial liabilities	**0**	**0**	**634.0**	**429.7**

Information on risks.

The Group is exposed to various financial risks: interest rate risk, credit risk, liquidity risk and currency risk. This note provides information on these risks, the objectives and policies for managing them, and the Group's approach to capital management.

Interest rate risk.

The interest rate risk relates to the impact of changes in market interest rates on profit and loss, equity or cash flows in the current or a future reporting periods. Interest rate risk mainly arises from the Group's financial liabilities.
A change in market interest rates at the reporting date would not have a significant effect on the Group profit or equity, as the credit facility is typically undrawn and most other non-current liabilities carry fixed interest rates. Under current market conditions, an increase in interest rates would have a positive effect on cash and equivalents due to higher deposit yields.

Credit risk.

Credit risk is the risk of financial loss if a counterparty fails to meet its contractual obligations. The Group is exposed to this risk primarily through trade receivables from customers. Credit risk also arises from cash and cash equivalents and other financial assets. The Group deals only with independently rated banks and financial institutions with a minimum rating of A.

The concentration of credit risk regarding receivables remains limited, as the Company's customer and vendor base are both large and unrelated. No single customer represents more than 1 % of total trade receivables.

Expected credit losses on receivables are covered by provisions for bad debt. Ongoing monitoring of customer payment behavior limits the risk of additional credit losses. Receivables that are past due and not impaired relate exclusively to trade receivables from ordinary business activities. For further information on the provision for doubtful debts, reference is made to Note 18.

The other receivables and prepayments and accrued income do not include balances older than one year.

Liquidity risk.

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due.

The Group regularly assesses expected cash flows over a multi-year period, including operating cash flows, lease and interest payments, capital expenditure, and repayments of convertible bonds. The aim is to have sufficient funds available at all times to provide the required liquidity.

In April 2025, the Group completed a refinancing transaction comprising the issuance of EUR 300 million convertible bonds due 2032 and the partial repurchase of EUR 157.9 million of the 2021 convertible bonds due 2028. This strengthened the Group's liquidity and extended the debt maturity profile. Depending on future share-price developments, a refinancing risk could arise in 2030 if investors exercise the put option attached to the 2025 convertible bonds.

A significant part of the remaining portion of the 2021 bond (nominal EUR 67.1 million) was redeemed in January 2026 by holders who exercised their put option. Management believes that available cash resources and expected operating cash flows are sufficient to meet these obligations.

Currency risk.

Currency risk is the risk that the fair value or future cash flows of a financial instrument fluctuate due to changes in foreign exchange rates. The Group's exposure mainly relates to operating activities in foreign currencies.

The cost of raw materials, consumables and other expenses is largely denominated in euro, except for the MediService business, which mainly operates in Swiss francs. Outstanding intra-Group balances between MediService and other Group entities are limited. Therefore, foreign-currency risk is not considered material.

Liquidity and interest risk tables.

The following tables present the contractual maturities of the Group's financial liabilities (excluding lease liabilities) based on the undiscounted cash flows. Amounts represent the earliest date on which the Group may be required to settle the obligations and include both principal and interest. For floating-rate liabilities, undiscounted amount are based on interest rate curves at the reporting date.

The contractual maturities of lease liabilities are disclosed in Note 32.

in millions of Euros	Up to 1 Year	1 - 5 Year	Over 5 Years	Total
At 31 December 2025				
Non-current liabilities (excluding lease)	0.0	25.8	337.9	363.7
Trade and other payables	253.0	0.0	0.0	253.0
Current loans and borrowings (excluding lease)	77.3	0.0	0.0	77.3
Other current liabilities	38.0	0.0	0.0	38.0
Total financial liabilities (excluding lease)	**368.3**	**25.8**	**337.9**	**732.0**

in millions of Euros	Up to 1 Year	1 - 5 Year	Over 5 Years	Total
At 31 December 2024				
Non-current liabilities (excluding lease)	0.0	231.0	0.0	231.0
Trade and other payables	184.0	0.0	0.0	184.0
Current loans and borrowings (excluding lease)	1.6	0.0	0.0	1.6
Other current liabilities	34.1	0.0	0.0	34.1
Total financial liabilities (excluding lease)	**219.7**	**231.0**	**0.0**	**450.7**

Capital management.

The Group's primary objective in managing capital is to safeguard its ability to continue as a going concern while maintaining financial flexibility to support growth and strategic initiatives.

Capital is defined as total equity attributable to shareholders plus net financial debt. Net financial debt comprises borrowings, including convertible bonds and lease liabilities, less cash and cash equivalents.

The Group monitors its capital structure on a regular basis, including leverage metrics and compliance with financial covenants under its financing arrangements. During 2025, the Group complied with all externally imposed capital requirements.

There were no changes in the Group's capital management objectives, policies or processes compared to the prior year.

Fair value of financial assets and financial liabilities.

The Company considers that the carrying amounts of its financial assets and financial liabilities recognized in the consolidated financial statements approximate their respective fair values, except for the convertible bonds, which are included in loans and borrowings and measured at amortised cost.

At December 31, 2025, the fair value of the convertible bonds was estimated at EUR 329.3 million (2024: EUR 188,9 million), compared with a total carrying amount of EUR 333,3 thousand (2024: EUR 204,2 million).

The fair value was determined based on discounted future cash flows using market interest rates for similar instruments and reflects a Level 2 fair value measurement under IFRS 13.

The fair values of all other financial assets and financial liabilities approximate their carrying amounts, as trade and other receivables generally mature within 30 days and trade and other payables are typically settled within 90 days.

26. Related party transactions.

Compensation of key management personnel.

Key management personnel are those persons who have authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including any director (executive or non-executive). The Group considers the members of the Managing Board and the Supervisory Board to be key management personnel.

The remuneration of each member of the Managing Board is disclosed in the Remuneration Report.

The total compensation of key management personnel in 2025 amounted to EUR 5.0 million (2024: EUR 4.5 million).

Remuneration of the Managing Board.

The table below sets out the remuneration of the members of the Managing Board

in thousands of Euros	2025	2024
Base salary	2,149	2,056
Short term variable incentives (STI)	0	0
Other (1)[1]	624	270
Share-based compensation	1,870	1,763
Pensions	53	55
Total remuneration	**4,696**	**4,144**

Remuneration of the members of the Supervisory Board.

The table below sets out the remuneration of the members of the Supervisory Board.

in thousands of Euros	2025	2024
Björn Söder	92	92
Jaska de Bakker	71	52
Jérôme Cochet	54	49
Michael Kohler	36	0
Stephan Weber	29	0
Frank Köhler	28	74
Henriette Peucker	21	57
Total	**331**	**324**

Loans to key management personnel.

Redcare Pharmacy N.V. does not provide loans or advances to members of the Managing Board or the Supervisory Board. No loans, advances or guarantees were outstanding at 31 December 2025.

[1] Other mainly includes gross allowances for fringe benefits such as compensation for car and phone.

Loans from related parties.

As in 2024, no loans from related parties were obtained in 2025.

Other transactions with related parties.

The following table presents the total amount of transactions entered into with related parties during the relevant financial year:

in millions of Euros	Sales to related parties	Purchases from related parties	Amounts owed by related parties[1]	Amounts owed to related parties	Other transactions
Joint venture in which the parent is a venturer:					
2025	0.0	0.4	0.0	0.0	0.0
2024	0.0	0.4	0.0	0.0	0.0
Associates:					
2025	0.3	0.0	0.0	0.0	0.0
2024	0.4	0.0	0.2	0.0	0.0
Key management personnel:					
2025	0.0	0.0	0.0	0.0	0.0
2024	0.0	0.0	0.0	0.0	0.0

Redcare Pharmacy N.V. has entered into arrangements with several of its subsidiaries in the ordinary course of business. These arrangements primarily relate to service transactions and financing agreements. All transactions at arm's length and in accordance with market conditions.

Identified related parties.

The Group's related parties consist of its subsidiaries and the key management personnel as defined in IAS 24.

In 2025, no individuals or entities outside the Group qualified as related parties, as none held control, joint control or significant influence over Redcare Pharmacy N.V. during the reporting period.

Transactions with subsidiaries relate to service arrangements and financing agreements and were conducted at arm's length.

During 2024, SA Europe B.V. acquired 100% of the shares of Aust Pharma GmbH. This transaction involved an employee of the Group who is not identified as a related party. Further details of this business combination are provided in Note 31.

[1] The amounts are classified as trade receivables and trade payables, respectively (see note 18 and note 22).

27. Share-based payments.

As at 31 December 2025, the Group operated a share-based payment plans for a selected group of employees.

Employee stock option plan of the Group.

Plan characteristics.

The Group operates an employee stock option plan for a selected group of employees, primarily consisting of members of the Managing Board and senior management of the Group and its subsidiaries. Under the terms of the plan, eligible employees may be granted options to acquire ordinary shares in Redcare Pharmacy N.V.

The General Meeting of Shareholders has designated the Managing Board, subject to prior approval of the Supervisory Board, to grant rights to acquire shares under the employee stock option plans.

Each option converts into one ordinary share upon exercise. No amounts are paid or payable by participants upon the grant of the option. Options do not carry dividends or voting rights. Once vested, options may be exercised at any time to their expiry date.

Fair value of the stock options granted during the year.

The weighted average exercise price of stock options granted in 2025 was EUR 123.80 (2024: EUR 131.35).
The fair value of the granted options was determined using management's best estimate assumptions.

An external valuation expert assessed the expected fair value of the options.

- For Option Plans 1-6; the Black-Scholes model was applied.
- For Option Plans 7-21, the Monte Carlo model was used, as this model captures market-based performance conditions and expected option life more actually.

The only vesting condition is that employees must remain in service for the grant date until the vesting date. Under the plan rules, employees retain the right to exercise vested options even in the event of disability, death or retirement.

Movements in stock options during the year.

The reconciliation of stock options outstanding at the beginning and end of the year is presented in the table below:

	Number of options 2025	Weighted average exercise price 2025	Number of options 2024	Weighted average exercise price 2024
Balance at beginning of the year	600,168	102.19	597,456	90.61
Granted during the year	101,570	123.80	86,338	131.35
Forfeited during the year	-6,952	118.21	-2,481	48.84
Exercised during the year	-6,152	71.45	-81,145	48.84
Expired during the year	0	0.00	—	0.00
Balance at end of year	688,634	105.47	600,168	102.19

For the exercisability of each grant, reference is made to the table above.

At 31 December 2025, stock options outstanding had:
- a weighted average exercise price of EUR 105.47 (2024: EUR 102.19), and
- a weighted average remaining contractual life of 963 days (2024: 1,146 days).

In 2025, a total share-based payment expense of EUR 3.5 million ((2024: EUR 3.2 million) was recognized in profit and loss.

The following share-based payment arrangements were in existence during the year:

Options series	Quantity	Grant date	Vesting date	Expiry date	Exercise price	Fair value grant date	Balance at end of year
6b	78,333	02/07/2019	18/06/2022	30/06/2026	35.50	12.72	19,640
6c	78,333	02/07/2019	18/06/2023	30/06/2026	35.50	12.72	50,061
7b	10,000	01/02/2020	01/02/2023	11/06/2027	46.40	18.18	5,000
7c	10,000	01/02/2020	01/02/2024	11/06/2027	46.40	19.13	10,000
8a	93,000	12/05/2020	12/05/2022	11/06/2027	81.40	29.59	42,593
8b	93,000	12/05/2020	12/05/2023	11/06/2027	81.40	31.47	70,777
8c	93,000	12/05/2020	12/05/2024	11/06/2027	81.40	33.05	73,945
9a	100,000	01/10/2020	01/10/2023	01/10/2026	149.40	61.14	80,000
9b	100,000	01/10/2020	01/10/2024	01/10/2026	149.40	64.46	80,000
10a	4,184	04/05/2021	04/05/2023	04/05/2028	160.60	63.94	3,183
10b	4,183	04/05/2021	04/05/2024	04/05/2028	160.60	68.45	3,183
10c	4,183	04/05/2021	04/05/2025	04/05/2028	160.60	75.25	3,184
11a	8,183	28/04/2022	28/04/2024	28/04/2029	74.42	31.55	6,261
11b	8,183	28/04/2022	28/04/2025	28/04/2029	74.42	34.01	7,376
11c	10,910	28/04/2022	28/04/2026	28/04/2029	74.42	36.15	9,924
12a	1,605	02/11/2022	02/11/2024	02/11/2029	44.12	19.90	1,005
12b	1,605	02/11/2022	02/11/2025	02/11/2029	44.12	21.52	1,605
12c	2,140	02/11/2022	02/11/2026	02/11/2029	44.12	22.95	2,140
13a	8,458	26/04/2023	26/04/2025	26/04/2030	91.56	42.48	7,438
13b	8,458	26/04/2023	26/04/2026	26/04/2030	91.56	45.99	7,684
13c	11,277	26/04/2023	26/04/2027	26/04/2030	91.56	48.93	10,245
Subtotal	*729,034*						*495,243*

Options series	Quantity	Grant date	Vesting date	Expiry date	Exercise price	Fair value grant date	Balance at end of year
Subtotal	*729,034*						*495,243*
14	9,984	01/08/2023	01/08/2026	01/08/2029	116.05	60.10	9,984
15	19,300	03/01/2024	03/01/2027	03/01/2030	127.90	64.77	19,300
16	19,216	02/02/2024	02/02/2027	02/02/2030	133.15	67.65	19,216
17a	9,683	26/04/2024	26/04/2027	26/04/2031	130.00	59.57	9,239
17b	9,683	26/04/2024	26/04/2028	26/04/2031	130.00	64.47	9,239
17c	12,910	26/04/2024	26/04/2029	26/04/2031	130.00	68.57	12,318
18	15,546	17/04/2024	17/04/2027	17/04/2030	136.20	69.47	15,546
19	53,574	03/01/2025	03/01/2028	03/01/2031	125.60	63.09	53,574
20a	12,825	20/05/2025	20/05/2027	20/05/2032	128.80	58.15	11,919
20b	12,825	20/05/2025	20/05/2028	20/05/2032	128.80	62.93	11,919
20c	17,100	20/05/2025	20/05/2029	20/05/2032	128.80	67.01	15,891
21a	1,574	01/12/2025	01/12/2027	01/12/2032	64.70	29.26	1,574
21b	1,574	01/12/2025	01/12/2028	01/12/2032	64.70	31.68	1,574
21c	2,098	01/12/2025	01/12/2029	01/12/2032	64.70	33.73	2,098
Total	**926,926**						**688,634**

Inputs to the model.

Option series	Series 6	Series 7	Series 8	Series 9	Series 10	Series 11
Grant date share price	35.80	46.40	81.40	149.40	160.60	74.42
Exercise price	35.50	46.40	81.40	149.40	160.60	74.42
Expected volatility	36.01%	44.33%	44.33%	47.32%	49.49%	51.88%
Option life	7 years	7 years + 4m	7 years	6 years	7 years	7 years
Dividend yield	—%	—%	—%	—%	—%	—%
Risk-free interest rate	-0.77%	-0.55%	-0.56%	-0.638%	-0.446%	0.850%
Calculation model	BS	MC	MC	MC	MC	MC

Option series	Series 12	Series 13a	Series 14	Series 15	Series 16	Series 17
Grant date share price	44.12	91.56	116.05	127.90	133.15	130.00
Exercise price	44.12	91.56	116.05	127.90	133.15	130.00
Expected volatility	54.39%	55.68%	55.31%	54.75%	54.72%	54.44%
Option life	7 years	7 years	6 years	6 years	6 years	7 years
Dividend yield	—%	—%	—%	—%	—%	—%
Risk-free interest rate	2.132%	2.42%	2.54%	1.95%	2.131%	2.567%
Calculation model	MC	MC	MC	MC	MC	MC

Option series	Series 18	Series 19	Series 20	Series 21
Grant date share price	136.20	125.60	128.80	64.70
Exercise price	136.20	125.60	128.80	64.70
Expected volatility	54.48%	53.94%	54.16%	54.07%
Option life	6 years	6 years	7 years	7 years
Dividend yield	—%	—%	—%	—%
Risk-free interest rate	2.452%	2.27%	2.44%	2.58%
Calculation model	MC	MC	MC	MC

Expected share volatility was determined based on historical daily share price movements of Redcare Pharmacy N.V. over the past three to four years.
The dividend yield was set at 0.0%, reflecting the expectation that no dividends will be paid in the foreseeable future.

28. Employee benefit plans.

Employees of MediService work in Switzerland and participate in the “Galenica Pension Fund”, a legally separate defined benefit plan financed jointly by the employer and the employees. The pension plan covers the economic risks of old age, disability and death in accordance with the Swiss Federal Occupational Retirement, Survivors and Disability Pension Plans Act (BVG / LPP). The plan is organized in the legal form of a foundation. All actuarial risks are borne by the foundation and are assessed regularly by the Board of Trustees based on an annual actuarial valuation prepared under BVG / LPP requirements.

Under Swiss law, the Group's obligations are limited to contributions calculated as a percentage of the insured salary. Additional employer contributions are required only if the funded status falls significantly below 100% under BVG / LPP. The actuarial valuations prepared under BVG / LPP do not apply the projected unit credit method required by IFRS.

If the BVG / LPP valuation indicates a funding deficit, the Board of Trustees, consisting of employer and employee representatives, determines appropriate remedial measures in accordance with Swiss pension regulations. Such measures may include additional employer and employee contributions or other corrective actions to restore the funded status.

The defined benefit plan is funded, and plan assets are held in a legally separate pension fund managed independently from MediService’s assets.

The most recent actuarial valuation was prepared as at December 31, 2025. Pension fund assets are invested in accordance with Swiss investment regulations. MediService pays its contributions in accordance with the rules defined by the pension fund.

The final funded status under BVG / LPP is determined only in the first quarter of the subsequent year.

The projected funded status as of December 31, 2025 is 119.0% (unaudited), compared with a final funded status of 117.6% as at 31 December 2024.

Defined benefit plans and long-service awards.

in EUR 1,000	2025 Defined benefit plans	2025 Long-service awards	2024 Defined benefit plans	2024 Long-service awards
Plan assets measured at fair value	41.2	0.0	36.1	0.0
Present value of defined benefit obligation	-39.3	-0.4	-38.1	-0.4
Surplus / (deficit)	**1.9**	**-0.4**	**-2.0**	**-0.4**
Effect of asset ceiling	-1.9	0.0	0.0	0.0
Net carrying amount recognized in employee benefit liabilities	**0.0**	**-0.4**	**-2.0**	**-0.4**
of which recognized in assets	0.0	0.0	0.0	0.0
of which recognized in liabilities	0.0	-0.4	-2.0	-0.4

Change in present value of defined benefit obligation.

in EUR 1,000	2025 Defined benefit plans	2025 Long-service awards	2024 Defined benefit plans	2024 Long-service awards
1 January	**-38.1**	**-0.4**	**-33.7**	**-0.3**
From business combination	0.0	0.0	0.0	0.0
Current service cost	-1.2	0.0	-1.0	0.0
Past service cost	0.0	0.0	0.0	0.0
Interest on defined benefit obligation	-0.4	0.0	-0.4	0.0
Actuarial gain/(loss)	0.1	0.0	-1.1	-0.1
Employee contributions	-0.8	0.0	-0.8	0.0
Benefits/awards paid	1.4	0.0	-1.4	0.0
Currency revaluation	-0.3	0.0	0.5	0.0
Plan compensation	0.0	0.0	0.0	0.0
31 December	**-39.3**	**-0.4**	**-38.1**	**-0.4**

Change in fair value of plan assets.

in EUR 1,000	2025	2024
1 January	**36.1**	**30.6**
From business combination	0.0	0.0
Interest on plan assets	0.3	0.4
Remeasurement gain/(loss)	4.0	2.2
Employee contributions	0.8	0.8
Employer contributions	1.1	1.1
Net benefits paid	-1.4	1.4
Administration cost	0.0	0.0
Currency revaluation	0.4	-0.4
Plan compensation	0.0	0.0
31 December	**41.2**	**36.1**

Net defined benefit cost.

in EUR 1,000	2025	2024
Current service cost	1.2	1.0
Past service cost	0.0	0.0
Net interest on net defined benefit liability	0.0	0.0
Administration cost	0.0	0.0
Effect of plan compensation	0.0	0.0
Net defined benefit cost	**1.3**	**1.1**

Remeasurement of net defined benefit liability.

in millions of Euros	2025	2024
Actuarial gain/(loss) due to:		
– Changes in demographic assumptions	0.0	0.0
– Changes in financial assumptions	1.7	-1.8
– Experience adjustments	-1.6	0.7
Remeasurement of plan assets	4.0	2.2
Effect in the change of asset ceiling	-1.9	0.0
Adjustment	0.0	0.0
Remeasurement of net defined benefit liability recognized in other comprehensive income	**2.2**	**1.1**

Investment structure of plan assets.

in millions of Euros		2025		2024
Cash and cash equivalents	0.1	0.2 %	0.3	0.8%
Debt instruments	8.6	20.9 %	8.0	22.1%
Equity instruments	17.5	42.5 %	15.5	43.1%
Real estate	10.2	24.8 %	8.2	22.7%
Other investments	4.8	11.7 %	4.0	11.3%
Fair value of plan assets	**41.2**	**100.0 %**	**36.1**	**100.0%**
Current return on plan assets		12.0 %		8.8%

The Board of Trustees is responsible for investing the plan assets. It defines the investment strategy and determines the long-term target asset structure, taking into account legal requirements, the benefit obligations and the risk-bearing capacity of the foundation. Implementation of the investment policy is delegated to an investment committee comprising trustees and a general manager.

Plan assets are managed by external asset managers in line with the defined investment strategy.

Cash and cash equivalents are deposited with financial institutions with a minimum credit rating of A.

- Debt instruments (e.g. bonds) have a minimum credit rating of BBB and quoted market prices (Level 1 of the IFRS 13 fair value hierarchy). Investments may consist of funds or direct holdings.
- Equity instruments are held primarily via equity funds and generally have quoted market prices (Level 1).
- Real estate consists of residential property and office properties. These may be held via quoted real estate funds (Level 1) or as direct investments (Level 3). Direct holdings are valued by an independent expert.
- Other investments include hedge funds, insurance-linked securities (ILS), infrastructure, senior loans, private equity and receivables. Hedge funds are classified as alternative investments and typically do not have quoted prices in active markets (Level 2 or Level 3).

Derivative financial instruments may be used only if sufficient liquidity or underlying investments are available. Selling and leverage are not permitted.

The pension funds collectively manage the assets of 6,904 active members (2024: 6,027) and 1,255 pensioners (2024: 1,135).

MediService does not use any pension fund assets.

Basis for measurement.

in millions of Euros	2025	2024
Discount rate	1.30%	0.95%
Salary development	1.90%	2.10%
Pension development	—%	—%
Mortality (mortality tables)	BVG 2020 GT (CMI), 1.5%	BVG 2020 GT (CMI), 1.5%
Turnover	BVG 2020 (100%)	BVG 2020 (100%)

Sensitivity analysis.

in millions of Euros	Variations in assumptions	Impact on DBO 2025	Variations in assumptions	Impact on DBO 2024
Discount rate	+0.25%	-1.3	+0.25%	-1.3
	— %	1.3	— %	1.4
Salary development	+0.25%	0.1	+0.25%	0.2
	— %	-0.1	— %	-0.1
Mortality	+1 year	0.8	+1 year	0.0
	-1 year	-0.9	-1 year	0.0

The sensitivity analysis reflects hypothetical changes in individual actuarial assumptions at year-end. Each assumption is varied independently; potential interdependencies are not taken into account.

The pension obligations have an average duration of 15.6 years.

Cash outflows for pension payments and other obligations can be reliably forecast. The benefit plans collect regular contribution payments, and the investment strategy ensures sufficient liquidity at all times.

Employer contributions to the pension fund are estimated at EUR 1.2 million.

29. Non-controlling interests.

The Group holds a 51% interest in MediService AG. A non-controlling interest of 49% is recognized in respect of this subsidiary The following table summarizes the financial information relating to MediService AG, before intra-Group eliminations.

in millions of Euros	Year ended 31 Dec 2025	Year ended 31 Dec 2024
Mediservice AG		
NCI percentage	49%	49%
Non-current assets	30.5	41.5
Current assets	82.8	84.4
Non-current liabilities	-6.0	-10.2
Current liabilities	-66.4	-62.6
Net assets	40.9	53.1
Net assets attributable to NCI	20.0	26.0
Revenue	566.1	496.2
Profit	-3.5	2.5
OCI	2.0	0.2
Total comprehensive income	-1.5	2.7
Profit allocated to NCI	-1.7	0.9
OCI allocated to NCI	0.9	0.1

30. Business combinations during the period.

During the financial year 2025, the Group did not enter into any business combinations as defined under IFRS 3 Business Combinations. No acquisitions or divestments of subsidiaries or business operations occurred during the period.

In 2025, Shop-Apotheke B.V. (Netherlands), a wholly owned subsidiary of the Group, established a branch in the Czech Republic to support the Group's operational expansion in Central Europe. The establishment of this branch does not constitute a business combination under IFRS 3, as no business was acquired.

31. Business combinations completed in prior periods.

Acquisition of Aust Pharma.

In 2024, the Group completed the acquisition of 100% of the shares of Aust Pharma GmbH ("Aust Pharma"), a pharmaceutical wholesaler holding an EU wholesale distribution authorization for the Austrian market. The acquisition was completed on October 31, 2024 for a cash consideration of EUR 0.3 million. Aust Pharma has been fully consolidated as of November 1, 2024.

Impact in 2025.

The Group has reviewed whether any adjustments to the acquisition-date fair values are required under the measurement period defined by IFRS 3 (up to 12 months after the acquisition date). There are no Final Purchase Price Allocation adjustments identified that shall be reflected in the 2025 figures in accordance with IFRS 3.45–50.

32. Leases.

The Group leases various properties used for its operations. In accordance with IFRS 16 Leases, all leases other than short-term leases and leases of low-value assets are recognized in the statement of financial position as right-of-use (ROU) assets and lease liabilities. As the Group's material leases all relate to property, a single lease category is identified.

Movement in right-of-use assets and lease liabilities.

The movements in ROU assets and lease liabilities during the years ended December 31, 2025 and December 31, 2024 are as follows (in EUR million):

in millions of Euros	Right-of-use asset	Lease liability
Balance 1 January 2024	34.7	37.8
Additions	5.8	5.8
Arising on business combination	0.0	0.0
Disposal	-0.7	-0.7
Depreciation charge	-7.0	0.0
Interest expense	0.0	1.2
Cash out lease payments	0.0	-8.3
Currency effects	-0.1	-0.1
Balance 31 December 2024	**32.7**	**35.7**
Additions	47.6	47.6
Arising on business combination	0.0	0.0
Reclassification	-2.3	0.0
Depreciation charge	-7.2	0.0
Interest expense	0.0	2.7
Cash out lease payments	0.0	-8.7
Currency effects	0.0	0.1
Balance 31 December 2025	**70.8**	**77.4**

Carrying amounts of lease liabilities: current and non-current.

in EUR 1,000	31.12.2025	31.12.2024
Lease liabilities non-current	67.4	27.7
Lease liabilities current	10.0	8.1
	77.4	**35.8**

Lease expenses recognized in the statement of profit and loss.

In accordance with IFRS 16.53, the following lease-related amounts were recognized in the consolidated statement of profit and loss (in EUR million):

in millions of Euros	2025	2024
Depreciation of right-of-use assets	7.3	7.0
Interest expense on lease liabilities	2.7	1.2
Expense relating to short-term leases	0.0	0.0
Expense relating to low-value leases	0.0	0.0
Variable lease payments not included in lease liabilities	0.0	0.0
Total lease expenses	**10.0**	**8.2**

Maturity analysis of lease liabilities (undiscounted cash flows).

The table below shows the undiscounted cash outflows relating to lease liabilities as at December 31, 2025 and December 31, 2024 (in EUR million):

in millions of Euros	Up to 1 Year	1 - 5 Years	Over 5 Years	Total
As at 31 December 2024	8.2	26.3	3.7	38.2
Movements 2025	2.7	7.3	50.7	60.7
As at 31 December 2025	**10.9**	**33.6**	**54.4**	**98.9**

Short-term leases and low-value leases.

The Group has elected to apply the recognition exemption for short-term leases (lease term of 12 months or less), and leases of low-value assets.
Future commitments that fall under these exemptions and are therefore not recognized as lease liabilities are disclosed in Note 33 – Contingent liabilities.

33. Contingent liabilities.

Guarantees.

The Group has provided guarantee obligations relating to rental contracts amounting to EUR 0.3 million (2024: EUR 0.03 million).
These guarantees are not recognized as liabilities as the likelihood of an outflow of economic resources is considered remote.

Credit facility.

The Group maintains a EUR 25 million credit facility with Deutsche Bank. The facility is secured by a pledge over assets amounting to EUR 25 million. No drawdowns or breaches occurred during 2025, and the facility remained fully available to the Group as at December 31, 2025.

Fiscal unity.

Value-added tax (VAT).

For VAT purposes, the following entities form a fiscal unity and are jointly and severally liable for VAT obligations of that unity:
Redcare Pharmacy N.V., SA Europe B.V., EuroService Venlo B.V., Shop Apotheke B.V., Shop Apotheke Service B.V., RC Staff B.V., RC Pharma B.V., EHS Europe Health Services B.V., EHSC B.V., Europa Apotheek Venlo B.V. and Europa Apotheek Service Venlo B.V.

Corporate income tax (CIT).

The following fiscal unities exist for CIT purposes:

- CIT unity 1: SA Europe B.V., Shop Apotheke B.V., Shop Apotheke Service B.V., RC Staff B.V., RC Pharma B.V. and EuroService Venlo B.V. (jointly and severally liable as from October 2015).
- CIT unity 2: EHS Europe Health Services B.V., EHSC B.V., Europa Apotheek Venlo B.V. and Europa Apotheek Service Venlo B.V.
- CIT unity 3: MedApp Holding B.V., MedApp Apotheek B.V. and MedApp Nederland B.V.

Under Dutch tax legislation, each entity within a fiscal unity is jointly and severally liable for the tax obligations of the unity as a whole.

Lease commitments and contractual obligations.

As disclosed in Note 32 Leases, the Group recognizes property leases on the balance sheet except for short-term leases and leases of low-value assets.

Lease commitments and contractual obligations.

Redcare initiated a large-scale logistics automation program within its existing premises, with a total budget of approximately EUR 100 million, payable during 2025–2027. The outstanding commitments and contractual obligations as per December 31, 2025 amounts approximately EUR 40 million.

Legal proceedings.

Redcare Pharmacy N.V. and its subsidiaries are involved in various legal proceedings arising in the normal course of business.
Management believes that the ultimate resolution of these matters will not have a material adverse effect on the Group's financial position, profit and loss, or cash flows.

Legal proceedings are inherently uncertain, and it is possible that outcomes could differ from management's assessment. Any amounts required in excess of existing provisions cannot be reasonably estimated at the reporting date.

34. Standards issued but not yet effective.

A number of new or amended standards and interpretations have been issued but are not yet effective for annual periods beginning on or after 1 January 2025 or later. These standards have not been early adopted. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

IFRS 18 Presentation and Disclosures in Financial Statements.

IFRS 18 was issued by the IASB in April 2024 and is effective for annual reporting periods beginning on or after 1 January 2027. Early application is permitted.

The Group has performed a preliminary assessment of the impact of IFRS 18. The standard primarily affects the presentation and disclosure of financial information, in particular the structure of the statement of profit and loss and related disclosures. Based on the assessment performed, the Group does not expect a material impact on its financial position or results of operations. The Group will apply the standard from its mandatory effective date.

Other standards not yet effective.

The IASB has issued other amendments and interpretations that become effective in periods subsequent to the reporting period. Based on the Group's assessment, none of these amendments and interpretations are expected to have a material impact on the Group's consolidated financial statements.

35. Subsequent events.

Reference is made to Note 33 for contractual commitments entered into after balance sheet date.

Bondholders of the 2021/2028 convertible bonds issued by Redcare Pharmacy N.V. with an initial total par value of EUR 225 million, exercised their rights pursuant to the terms and conditions of the Convertible Bond to redeem EUR 64.5 million of the bonds on January 21, 2026.

The EUR 64.5 million redemption was effected by January 21, 2026. It reduced Redcare's outstanding current liabilities under the Convertible Bond. As a result of the completion of this transaction, the remaining nominal amount of the 2021/2028 bonds amounts to EUR 2.6 million.

36. Auditor's fees.

The Group's 2025 and 2024 consolidated financial statements were audited by Forvis Mazars Accountants N.V. The following auditor's fees were expensed in the consolidated statement of profit and loss in the respective reporting periods:

	Year ended 31.12.2025		Year ended 31.12.2024	
in millions of Euros	**Forvis Mazars Accountants N.V.**	**Other audit firms[1]**	**Forvis Mazars Accountants N.V.**	**Other audit firms**
Audit of the financial statements	0.6[2]	0.1	0.7[3]	0.1
Other assurance engagements[4]	0.3[5]	0.0	0.2	0.0
Total	**0.9**	**0.1**	**0.9**	**0.1**

Approval and signing of the consolidated financial statements.

Sevenum, March 3, 2026

Managing Board members:
Olaf Heinrich, Dirk Brüse, Theresa Holler, Lode Fastré.

Supervisory Board members:
Björn Söder (Chairman), Jaska de Bakker, Jérôme Cochet, Michael Köhler and Stephan Weber.

1 This relates to the audit for Group purposes of financial data of a subsidiary by a local audit firm. This audit has been provided by another audit firm.

2 This amount includes EUR 56 thousand relating to the audit 2024.

3 This amount includes EUR 120 thousand relating to the audit 2023.

4 The other assurance engagement relates to the limited assurance engagement into the sustainability reporting in accordance with CSRD regulations.

5 This amount includes EUR 92 thousand relating to the other assurance engagement 2024.

Company financial statements.

Company statement of financial position.

before appropriation of result (in millions of Euros)	Notes	31.12.2025	31.12.2024
Assets			
Financial fixed assets			
Subsidiaries	4	156.5	156.4
Current assets			
Trade and other receivables		1.5	1.0
Receivables from Group Companies	5	718.2	621.9
Tax receivables		5.1	2.0
Other financial assets		111.1	80.7
Cash and cash equivalents	6	36.6	23.7
		872.5	**729.3**
Total Assets		**1,029.0**	**885.7**

	Notes	31.12.2025	31.12.2024
Equity and Liabilities			
Capital and reserves			
Issued Capital		0.4	0.4
Share premium		755.5	754.9
Legal reserves		25.6	25.8
Equity part on convertible bonds		36.9	31.7
Reserve for stock option plan		24.0	20.7
Translation reserve		0.6	0.5
Accumulated losses		-346.1	-304.5
Net income for the year		-37.7	-45.5
Shareholders' equity	7	**459.2**	**484.0**
Provisions for subsidiaries	4	223.2	184.0
Deferred tax liabilities		6.9	4.6
Non-current liabilities			
Loans and borrowings	8	261.9	209.1
Current liabilities			
Trade and other payables		0.9	0.7
Loans and borrowings	8	76.3	1.6
Payables to Group Companies	9	0.2	0.6
Other liabilities	10	0.4	1.1
		77.8	**4.0**
Total Equity and Liabilities		**1,029.0**	**885.7**

Company statement of profit and loss.

in millions of Euros	Notes	Period ended 31.12.2025	Period ended 31.12.2024
General & Administrative Expenses		-5.7	-0.5
Total Expenses		**-5.7**	**-0.5**
Other Income		0.0	0.0
Financial Income	3	18.0	20.9
Finance expense	3	-17.3	-7.4
Result before tax		**-5.0**	**13.0**
Income tax expenses		7.3	1.6
Share of post-tax results of subsidiaries	4	-40.0	-60.1
Net Result		**-37.7**	**-45.5**

Notes to the company financial statements.

1. General.

The Company is registered at the Dutch Chamber of Commerce under Commercial Register Number 63986981.

The description of the Company's activities and the Company structure, as included in the notes to the Consolidated financial statements, also apply to the Company financial statements.

2. Summary of accounting policies.

The Company financial statements of Redcare Pharmacy N.V. are prepared in accordance with the legal requirements of Part 9, Book 2 of the Dutch Civil Code.

The Company has applied the option provided in Article 2:362(8) of the Dutch Civil Code to prepare company financial statements using the accounting policies applied in the Consolidated financial statements.

The application of new and revised reporting standards, the significant accounting policies and the critical judgments and estimates are disclosed in notes 3 and 4 of the notes to the Consolidated financial statements, which equally apply to these Company financial statements.

Investments in subsidiaries.

Investments in subsidiaries are measured using the net asset value method (equity method) from the date the Company obtains control, applying the same accounting policies as those used in the consolidated financial statements.

On initial recognition, any excess of the cost of the investment over the Company's share of the net fair value of the identifiable assets and liabilities of the investee is recognized as goodwill and included in the carrying amount of the investment. Any excess of the Company's share of the net fair value of the identifiable assets and liabilities over the cost of the investment is recognized immediately in profit or loss.

If a participation has negative equity and the Company has incurred a legal or constructive obligation, including where the Company acts as guarantor, a provision is recognized for the best estimate of the related obligation.

Receivables.

Receivables mainly relate to balances with Group companies. The accounting policy on trade and other receivables is disclosed in Note 18 of the notes to the Consolidated financial statements and equally applies to the receivables presented in these Company financial statements.

Change in presentation unit.

From 2025, the Company presents its financial statements in EUR millions rather than EUR thousands.

This change is a presentation change only and has no impact on the Company's financial position or result.

3. Finance income and expenses.

in millions of Euros	31.12.2025	31.12.2024
Interest on group companies financing	7.5	16.0
Gain on partial repurchase from convertible bond	6.8	0.0
Finance income from cash and other financial assets	3.3	4.8
Other finance income	0.4	0.1
	18.0	**20.9**

in millions of Euros	31.12.2025	31.12.2024
Interest and other expenses convertible bonds	17.0	6.4
Interest expenses credit institutions	0.3	0.8
Losses from other financial assets	0.0	0.2
Other finance expenses	0.0	0.0
	17.3	**7.4**

4. Financial fixed assets.

The financial fixed assets consist of the Company's investments in subsidiaries. Where the Company acts as a guarantor for subsidiaries with negative equity, a provision is recognized separately under liabilities in the Company financial statements.

Subsidiaries.

Redcare Pharmacy N.V. holds 100% interest in the following subsidiaries:

- SA Europe B.V., Sevenum, the Netherlands.
- EHS Europe Health Services B.V., Sevenum, the Netherlands.

Movements in the investments in subsidiaries and the provision for subsidiaries are presented in the table below.

in millions of Euros	Subsidiaries	Provisions for subsidiaries	Total
Balance, 1 January 2024	151.2	-102.3	48.9
Result for the year	-60.1	0.0	-60.1
Share of other changes in equity	0.1	0.0	0.1
Change in equity due to exercised options	0.0	-16.5	-16.5
Addition to provision negative equity	65.2	-65.2	0.0
Balance, 31 December 2024	**156.4**	**-184.0**	**-27.6**
Result for the year	-40.0	0.0	-40.0
Share of other changes in equity	0.9	0.0	0.9
Change in equity due to exercised options	0.0	0.0	0.0
Addition to provision negative equity	39.2	-39.2	0.0
Balance, 31 December 2025	**156.5**	**-223.2**	**-66.7**

Change in equity due to exercised options.

The change in equity due to exercised options relates to vestings and exercises under the smartpatient plan. For more information, reference is made to Note 27 of the Consolidated financial statements.

Provision for negative equity.

The addition to the provision for negative equity relates to the reclassification of the negative equity of a participating interest for which Redcare Pharmacy N.V. acts as a guarantor. A provision is recognized for the best estimate of the obligation in accordance with the applicable accounting principles for the Company financial statements.

5. Receivables from Group companies.

in millions of Euros	31.12.2025	31.12.2024
SA Europe BV	385.5	357.4
Shop Apotheke Service B.V.	272.0	233.6
EuroService Venlo B.V.	37.4	24.8
Shop Apotheke B.V.	21.8	4.8
Europa Apotheek Service B.V.	1.2	1.2
Shop Apotheke Service GmbH	0.2	0.0
EHS Europe Health Services B.V.	0.1	0.0
MedApp Holding B.V.	0.0	0.1
Balance 31 December	**718.2**	**621.9**

Receivables from Group companies mainly relate to intercompany current accounts. No fixed repayment schedules have been agreed. Debit and credit balances with the same Group company may be offset where a legal right of set-off exists and the Company intends to settle on a net basis.

The accounting policies applied to receivables in the Company financial statements are based on the applicable requirements of Dutch accounting standards (DAS 100). Receivables are measured at amortized cost, less any impairment losses where necessary. In assessing the recoverability of receivables from Group companies, the Company takes into account the specific facts and circumstances of the Group relationship, including settlement intent and available support, in accordance with DAS 100.108 and the related guidance in the appendix to DAS 100. Expected credit losses recognized in the Company only financial statements are eliminated in the receivables from group companies.

Financial instruments and risk management.

The Company is exposed to credit risk, liquidity risk and interest rate risk arising from its financial instruments. Credit risk primarily relates to receivables from Group companies. Given the nature of these receivables and the Group relationship, management considers the credit risk to be limited.

Liquidity risk is managed at Group level. The Company does not have material external financing arrangements and expects to be able to meet its obligations as they fall due.

The Company is not exposed to significant interest rate risk, as interest-bearing positions are limited.

Fair value of financial instruments.

The Company considers that the carrying amounts of its financial assets and financial liabilities recognized in the consolidated financial statements approximate their respective fair values, except for the convertible bonds, which are included in loans and borrowings and measured at amortised cost.

At December 31, 2025, the fair value of the convertible bonds was estimated at EUR 329.3 million (2024: EUR 188,9 million), compared with a total carrying amount of EUR 333,3 thousand (2024: EUR 204,2 million). The fair value was determined based on discounted future cash flows using market interest rates for similar instruments and reflects a Level 2 fair value measurement under IFRS 13.

6. Cash and cash equivalents.

Cash and cash equivalents comprise bank balances that are at the immediate free disposal of the Company. All cash and cash equivalents are demand deposits and are measured at amortised cost. No restrictions on use apply.

7. Shareholder's equity.

Share capital.

As of December 31, 2025, the issued share capital of Redcare Pharmacy amounts to EUR 0.4 million thousand (December 31, 2024: EUR 0.4 million) divided into 20,578,391 shares (December 31, 2024: 20,342,486), each with a nominal value of EUR 0.02. Of these shares, 20,111,554 have been issued and fully paid. A total of, 466,837 shares are held in treasury in connection with the Company's share-based-payment plans.

The authorized share capital amounts to 85,000,000 shares.

Additional information on shareholder's equity is included in the consolidated statement of changes in shareholder's equity and in Note 21 to the Consolidated financial statements.

Legal reserves.

Legal reserve participations.

In accordance with Dutch law, a legal reserve must be recognized for the share of profits of subsidiaries that cannot be freely distributed.

For Redcare Pharmacy N.V., this reserve primarily relates to capitalized software development costs recorded by its subsidiaries. These amounts are not distributable until the underlying assets are fully amortised.

Movements during 2025 reflect the net effect of capitalization and amortization of software development costs at the subsidiaries.

Currency translation reserve (CTR).

The currency translation reserve relates to foreign operations that apply a different functional currency than the Company. For Redcare Pharmacy N.V., this concerns MediService, which has CHF as its accounting currency. Translation differences arising on the net investment in this subsidiary are recognized in the currency translation reserve, which qualifies as a legal reserve under Dutch law.

in millions of Euros	Legal reserves	Currency translation reserve	Total
Balance, 01 January 2024	26.5	0.8	27.3
Changes	-0.7	-0.3	-1.0
Balance, 31 December 2024	25.8	0.5	26.3
Changes	-0.2	0.1	-0.1
Balance, 31 December 2025	25.6	0.6	26.2

8. Loans and borrowings.

Non-current.

in millions of Euros	31.12.2025	31.12.2024
Convertible bond	261.9	204.2
Amounts due to banks	0.0	4.9
Balance 31 December	261.9	209.1

Current.

in millions of Euros	31.12.2025	31.12.2024
Convertible bond	71.4	0.0
Amounts due to banks	4.9	1.6
Balance 31 December	76.3	1.6

Convertible bond.

The Company has two series of convertible bonds, as described in note 22 to the Consolidated financial statements.

Following the refinancing in April 2025, the total nominal amount outstanding was EUR 367.1 million, comprising:
- EUR 300 million 1.75% convertible bonds due 2032; and
- EUR 67.1 million zero-coupon convertible bonds due 2028.

The carrying amount of the convertible bonds at year-end (including the liability component and any embedded derivative components measured in accordance with IFRS 9) is included in “Loans and borrowings” in the Company statement of financial position.

Amount due to banks.

In February 2021, the Company entered into a EUR 13 million loan with a credit institution. The loan is secured by a pledge over the logistics automation equipment at the Sevenum logistics center.

Key terms:
- Tenor: 6 years, maturing December 31, 2026
- Repayments: Quarterly instalments of EUR 406,250, starting March 31, 2021
- Interest: 3-month EURIBOR + 2.95%

The outstanding balance at December 31, 2025 amounts to EUR 4.9 million (December 31, 2024: EUR 6.5 million), as shown in the table.

9. Payables to Group companies.

Payables to Group companies mainly relate to intercompany current accounts. No fixed repayment schedules have been agreed. Debit and credit balances with the same Group company may be netted where a legal right of set-off exists and the Company intends to settle on a net basis.

The accounting principles applied to these balances are consistent with the policies for receivables and payables in the Consolidated financial statements, including the application of IFRS 9 for measurement at amortized cost.

in millions of Euros	31.12.2025	31.12.2024
Europa Apotheek Venlo B.V.	0.2	0.0
Nu3 GmbH	0.0	0.4
Balance 31 December	0.2	0.4

10. Personnel.

The number of employees directly employed by Redcare Pharmacy N.V. as of December 31, 2025 was 0 (December 31, 2024: 0).

All other staff are employed by Group companies.

11. Commitments and contingencies.

Fiscal unity for VAT.

For value-added tax purposes, Redcare Pharmacy N.V. forms a fiscal unity together with the following group companies: SA Europe B.V., EuroService Venlo B.V., Shop Apotheke B.V., Shop Apotheke Service B.V., RC Staff B.V., RC Pharma B.V., EHS Europe Health Services B.V., EHSC B.V., Europa Apotheek Venlo B.V. and Europa Apotheek Service Venlo B.V.
As a result, all companies within the fiscal unity are jointly and severally liable for the VAT obligations of the fiscal unity.

403-liability statements (Dutch Civil Code, Article 2:403).

Redcare Pharmacy N.V. has assumed liability for a number of Dutch Group companies in accordance with Article 2:403 of the Dutch Civil Code. The corresponding declarations have been filed with the Dutch Chamber of Commerce.

The Company has issued 403-liability statements for the following wholly-owned Dutch subsidiaries: SA Europe B.V., Shop Apotheke B.V., Shop Apotheke Service B.V., RC Staff B.V., RC Pharma B.V., EuroService Venlo B.V., Europa Apotheek Venlo B.V., EHSC B.V., Europa Apotheek Service Venlo B.V. and EHS Europe Health Services B.V.
By issuing these 403-declarations, Redcare Pharmacy N.V. assumes joint and several liability for the liabilities arising from the legal acts of these subsidiaries. In return, these subsidiaries are exempt from publishing standalone annual accounts.

German liability statements (HGB §264(3)).

Redcare Pharmacy N.V. has also issues parent company guarantees under Section 264(3) of the German Commercial Code (HGB) for the following German subsidiaries:
- nu3 GmbH
- Shop Apotheke Service GmbH

By issuing these guarantees, these subsidiaries are exempt from preparing standalone statutory annual financial statements under German law.
Redcare Pharmacy N.V. assumes liability for obligations arising at these subsidiaries as permitted under HGB §264(3).

Credit facility and security arrangements.

The Company has a committed EUR 25 million credit facility with Deutsche Bank.
This facility is secured by a pledge over assets with a collateral value of EUR 25 million.

No drawings were outstanding at December 31, 2025 (December 31, 2024: EUR 0 outstanding).

12. Related party transactions.

Related party balances and transactions.

As at December 31, 2025, the Company had no outstanding balances with related parties (December 31, 2024: none).
There were no material related party transactions during 2025 other than intercompany balances and transactions disclosed in Notes 5 and 9, which form part of normal business operations and are carried out on an arm's-length basis.

Compensation of key management personnel.

The remuneration of the members of the Managing Board and the Supervisory Board is disclosed in the Remuneration Report forming part of this Annual Report and, in accordance with Article 2:383b upto and including 2:383e of the Dutch Civil Code, in the Consolidated financial statements (see Note 26. Related party transactions).

Loans to key management personnel.

No loans, advances or guarantees were granted to members of key management personnel in 2025 (2024: none).

Loans from related parties.

The Company did not obtain any loans or other financing from related parties in 2025 (2024: none).

13. Auditor's fees.

The fees charged by the external auditor for services provided to the Group are disclosed in note 36 of the Consolidated financial statements.

In accordance with Article 2:382a of the Dutch Civil Code, these disclosures include the amounts for the statutory audit of the Company financial statements.

14. Events after the balance sheet date.

The subsequent events are disclosed in note 35 of the Consolidated financial statements.

15. Appropriation of result for the period January 1, 2025 – December 31, 2025.

The Managing Board proposes that the loss for the period January 1, 2025 – December 31, 2025 amounting to EUR 37,7 million, be deducted from the other reserves.

16. Signing of the financial statements.

Sevenum, March 3, 2026

Signed Statutory directors:
Olaf Heinrich, Dirk Brüse, Lode Fastré, Theresa Holler

Björn Söder (Chairman), Jaska de Bakker, Jérôme Cochet, Michael Köhler and Stephan Weber

Other information.

Statutory rules concerning appropriation of result.

According to the Articles of Association, the appropriation of the result for the year is at the disposal of the General Meeting.

Independent auditor's report.

Reference is made to the independent auditor's report as included hereinafter in this Annual Report.

Independent auditor's report.

To the shareholders and Supervisory Board of Redcare Pharmacy N.V.

Report on the audit of the financial statements 2025 included in the Annual Report

Our opinion

We have audited the 2025 financial statements of Redcare Pharmacy N.V. based in Sevenum, The Netherlands. The financial statements comprise the consolidated and company financial statements.

In our opinion:
1. the accompanying consolidated financial statements give a true and fair view of the financial position of Redcare Pharmacy N.V. together with its subsidiaries ('the Group') as at 31 December 2025 and of its result and its cash flows for 2025 in accordance with IFRS Accounting Standards as adopted by the European Union (EU) and with Part 9 of Book 2 of the Dutch Civil Code;
2. the accompanying company financial statements give a true and fair view of the financial position of Redcare Pharmacy N.V. ('the Company') as at 31 December 2025 and of its result for 2025 in accordance with Part 9 of Book 2 of the Dutch Civil Code.

The consolidated financial statements comprise:
1. the consolidated statement of financial position as at 31 December 2025;
2. the following statements for 2025: the consolidated statement of profit and loss, the consolidated statement of comprehensive income, the consolidated statement of shareholders' equity and the consolidated statement of cash flows; and
3. the notes comprising a summary of the material accounting policy information and other explanatory information.

The company financial statements comprise:
1. the company statement of financial position as at 31 December 2025;
2. the company statement of profit and loss for 2025; and
3. the notes comprising a summary of the accounting policies and other explanatory information.

Basis for our opinion

We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. Our responsibilities under those standards are further described in the 'Our responsibilities for the audit of the financial statements' section of our report.

We are independent of Redcare Pharmacy N.V. in accordance with the EU Regulation on specific requirements regarding statutory audit of public-interest entities, the Wet toezicht accountantsorganisaties (Wta, Audit firms supervision act), the Verordening inzake de onafhankelijkheid van accountants bij assurance-opdrachten (ViO, Code of Ethics for Professional Accountants, a regulation with respect to independence) and other relevant independence regulations in the Netherlands. Furthermore we have complied with the Verordening gedrags- en beroepsregels accountants (VGBA, Dutch Code of Ethics for Professional Accountants).

We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information in support of our opinion

We designed our audit procedures in the context of our audit of the financial statements as a whole and in forming our opinion thereon. The following information in support of our opinion was addressed in this context, and we do not provide a separate opinion or conclusion on these matters.

Materiality

Based on our professional judgement we determined the materiality for the financial statements as a whole at EUR 41.5 million. The materiality is based on 1.4% of revenues. We used revenue as the primary benchmark, based on our analysis of the common information needs of the users of the financial statements. Considering the focus on revenue growth and the volatility of profit before tax, we believe that revenue is the most relevant metric for the financial performance of the Group. We have also taken into account misstatements and/or possible misstatements that in our opinion are material for the users of the financial statements for qualitative reasons.

We agreed with the Supervisory Board that misstatements in excess of EUR 2.0 million, which are identified during the audit, would be reported to them, as well as smaller misstatements that in our view must be reported on qualitative grounds.

Scope of the group audit

Redcare Pharmacy N.V. is at the head of a group of entities. The financial information of this group is included in the consolidated financial statements of Redcare Pharmacy N.V. Based on our risk assessment, we determined the nature, timing and extent of audit procedures to be performed, including determining the components at which to perform audit procedures. The determining factors are the significance and risk profile of the group entities. We have:

1. performed audit procedures ourselves for all group entities except MediService AG;
2. used the work of other auditors regarding the entity MediService AG

By performing the procedures mentioned above at group entity, together with additional procedures at group level, we have been able to obtain sufficient and appropriate audit evidence about the group's financial information to provide an opinion on the financial statements.

Audit response to the risks of fraud and non-compliance with laws and regulations

Audit response to the risks of fraud

We refer to the Risk Management Chapter in the Report of the Managing Board and the Report of the Supervisory Board in which the Supervisory Board reflects on this risk assessment.

We identified fraud risk factors with respect to financial reporting fraud, misappropriation of assets and corruption. We evaluated if those factors may indicate a risk of material misstatement in the financial statements due to fraud. We identified the following fraud risks and performed the following procedures:

Fraud risk 1	Our response to the identified and assessed fraud risk
Risk in management override of controls The Managing Board is ordinarily in a unique position to perpetrate fraud because of its ability to manipulate accounting records and prepare fraudulent financial statements by overriding controls that otherwise appear to be operating effectively. That is why, in all our audits, we pay attention to the risk of management override of controls in : • the appropriateness of journal entries and other adjustments made in the preparation of the financial statements; • potential biases in estimates, such as the impairment analysis in relation to goodwill; • consistent and appropriate application of revenue recognition accounting; • significant transactions, if any, outside the normal course of business.	Amongst others we performed the following specific procedures: • we evaluated the design and implementation of relevant internal controls in the sales, financial statement and consolidation process, such as segregation of duties and systems of authorisations; • we used data analytics to identify and assess high risk journal entries; • we made enquiries of individuals involved in the financial reporting process about possible inappropriate or unusual activity relating to the processing of journal entries and other adjustments; • we selected journal entries and other adjustments made at the end of the reporting period and post-closing entries; • we examined the underlying audit documentation of the selected journal entries; • we reviewed the accounting estimates for potential biases and evaluated whether the circumstance causing the bias, if any, represent a risk of material misstatement due to fraud; • we did not identify any significant transactions outside the normal course of business.

Fraud risk 2	Our response to the identified and assessed fraud risk
Risk of fraud in revenue recognition The accounting principles in relation to revenue recognition are included in Note 3.3.3 of the consolidated financial statements. The risk of fraud in revenue recognition is a presumed audit risk. As a result of the listed status of Redcare Pharmacy N.V., there might be pressure to meet certain market and shareholder expectations. We have identified a fraud risk in relation to shifting revenue improperly into the financial year 2025.	Amongst others we have performed the following audit procedures: • we gained an understanding of the Group's revenue recognition policies where relevant to our audit; • we assessed the internal controls and evaluated the design and implementation of the relevant controls in the financial closing process, revenue reporting process and the processes for generating and processing manual journal entries related to revenue; • we assessed the IT environment, relevant systems and tested IT controls; • we selected manual journal entries in relation to cut-off of revenue at the end of the reporting period and examined underlying documentation; • we performed audit procedures on the cut-off of the revenue.

In addition, we also performed the following procedures:
- we considered audit information and made enquiries of relevant executives, including directors, Legal Counsel, the Audit Committee and Supervisory board;
- we inspected and verified the availability of the entity's code of conduct for employees and suppliers and whistleblowing policy;
- we assessed other positions held by the Managing Board and key employees and paid special attention to procedures regarding governance/compliance in the view of possible conflicts of interest;
- we evaluated whether the selection and application of accounting policies by the entity, particularly those related to subjective measurements and complex transactions, may be indicative of fraudulent financial reporting;
- we incorporated elements of unpredictability in our audit.

Non-compliance with Laws and Regulations

We have obtained an understanding of the relevant laws and regulations applicable to the Group. We made enquiries with the Managing Board and the Audit Committee regarding their awareness of the entity's compliance with laws and regulations which directly, or indirectly, have a material impact on the financial statements.

We also inspected lawyers' letters and remained alert to indications of identified and suspected non-compliance throughout the audit, held enquiries with legal counsel, and obtained a written representation from the Managing Board that all known instances of identified and suspected non-compliance with laws and regulations were disclosed to us.

Our observations

The aforementioned audit procedures have been performed in the context of the audit of the financial statements. Consequently, they are not planned and performed as a specific investigation regarding fraud and non-compliance with laws and regulations. Our audit procedures have not led to any findings.

Audit approach going concern

As disclosed in section "Basis of preparation" in Note 3.1 to the consolidated financial statements, the financial statements have been prepared on a going concern basis. When preparing the financial statements, the Managing Board made a specific assessment of the Group's ability to continue as a going concern and to continue its operations for at least the next 12 months after the preparation of the financial statements.

The Managing Board performed its going concern assessment and has not identified any going concern risks. Our main procedures to assess the Managing Board's assessment were we:
- Considered whether the Managing Board's assessment of the going concern risks includes all relevant information of which we are aware as a result of our audit.
- Evaluated the Managing Board's assessment including cash flow forecasts for at least 12 months from the date of preparation of the financial statements taken into account current developments and all relevant information of which we were aware as result of our audit.
- Inquired with the entity's Legal Counsel regarding the existence of litigation and claims and the reasonableness of the Managing Board's assessments of their outcome and the estimate of their financial implications.

- Performed audit procedures regarding subsequent events to identify those that either mitigate or otherwise affect the entity's ability to continue as a going concern.
- Analysed the Group's financial position as at year-end.
- Compared the most recent subsequent figures and compared it with the received forecasts.
- Reviewed minutes of the Managing Board and Supervisory Board and relevant committees for reference to financing difficulties.
- Communicated with the component auditor about facts and circumstances which might be relevant for the going concern assessment at group level.

Our observations

Based on our procedures performed, we concur with the Managing Board's position on the Group's ability to continue as a going concern for at least the next 12 months after the preparation of the financial statements. Our conclusions are based on the audit evidence obtained up to the date of our independent auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

Our key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements. We have communicated the key audit matter to the Supervisory Board. The key audit matter is not a comprehensive reflection of all matters discussed.

The key audit matter was addressed in the context of the audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on this matter.

Key Audit Matter	How we addressed this matter
Valuation of Goodwill As at 31 December 2025, goodwill amounts to EUR 276.3 million. Under EU-IFRS Accounting Standards, it is required to perform impairment tests annually on goodwill acquired in a business combination. The impairment tests were important for our audit as the related asset amounts are significant, and the assessment process itself is complex and includes the Managing Board's judgement on the underlying estimates and assumptions.	Our audit procedures included, amongst others: • the assessment of the proper allocation of the goodwill to the cash-generating units; • the comparison of the assumptions used in the previous year compared to the outcome in the current year (so called 'backtesting'); • the reasonability of the assumptions used by the Managing Board; • the reliability of the data used and its volatility in the sensitivity analysis; • furthermore, we assessed whether the key elements are disclosed properly in Note 14 and Note 15 to the consolidated financial statements; • with the assistance of our internal valuation specialists, we have obtained reasonable assurance on the assumptions and methodologies used by Redcare Pharmacy N.V. in determining that the goodwill is not impaired at the year end. **Our observation** We believe that the Managing Board's assessment of the valuation of goodwill and the corresponding accounting policies including the disclosures on key information related to goodwill are appropriate.

Report on the other information included in the Annual Report

The Annual Report contains other information. This includes all information in the annual report in addition to the financial statements and our auditor's report thereon.

Based on the following procedures performed, we conclude that the other information:
- is consistent with the financial statements and does not contain material misstatements;
- contains all the information regarding Report of the Managing Board, the Corporate Governance section and the other information as required by Part 9 of Book 2 of the Dutch Civil Code.

We have read the other information. Based on our knowledge and understanding obtained through our audit of the financial statements or otherwise, we have considered whether the other information contains material misstatements.

By performing these procedures, we comply with the requirements of Part 9 of Book 2 of the Dutch Civil Code and the Dutch Standard 720. The scope of the procedures performed is substantially less than the scope of those performed in our audit of the financial statements.

The Managing Board is responsible for the preparation of the other information, including the Report of the Managing Board and the Corporate Governance section in accordance with Part 9 of Book 2 of the Dutch Civil Code.

Report on other legal and regulatory requirements and ESEF

Engagement

We were engaged by the Supervisory Board as auditor of Redcare Pharmacy N.V. on 29 May 2019, as of the audit for the year 2019 and have operated as statutory auditor ever since that financial year.

No prohibited non-audit services

We have not provided prohibited non-audit services as referred to in Article 5(1) of the EU Regulation on specific requirements regarding statutory audit of public-interest entities.

European Single Electronic Format (ESEF)

Redcare Pharmacy N.V. has prepared its Annual Report in ESEF. The requirements for this are set out in the Delegated Regulation (EU) 2019/815 with regard to regulatory technical standards on the specification of a single electronic reporting format (hereinafter: the RTS on ESEF).

In our opinion the Annual Report prepared in XHTML format, including the (partly) marked-up consolidated financial statements as included in the reporting package by Redcare Pharmacy N.V., complies in all material respects with the RTS on ESEF.

The Managing Board is responsible for preparing the Annual Report including the financial statements in accordance with the RTS on ESEF, whereby the Managing Board combines the various components into one single reporting package.

Our responsibility is to obtain reasonable assurance for our opinion whether the Annual Report in this reporting package complies with the RTS on ESEF.

We performed our examination in accordance with Dutch law, including Dutch Standard 3950N 'Assurance-opdrachten inzake het voldoen aan de criteria voor het opstellen van een digitaal verantwoordingsdocument' (assurance engagements relating to compliance with criteria for digital reporting). Our examination included among others:
- obtaining an understanding of the Group's financial reporting process, including the preparation of the reporting package;
- identifying and assessing the risks that the Annual Report does not comply in all material respects with the RTS on ESEF and designing and performing further assurance procedures responsive to those risks to provide a basis for our opinion, including:

- obtaining the reporting package and performing validations to determine whether the reporting package containing the Inline XBRL instance document and the XBRL extension taxonomy files have been prepared in accordance with the technical specifications as included in the RTS on ESEF;
- examining the information related to the consolidated financial statements in the reporting package to determine whether all required mark-ups have been applied and whether these are in accordance with the RTS on ESEF.

Description of responsibilities regarding the financial statements

Responsibilities of the Managing Board and the Supervisory Board for the financial statements

The Managing Board is responsible for the preparation and fair presentation of the financial statements in accordance with EU-IFRS and with Part 9 of Book 2 of the Dutch Civil Code. Furthermore, the Managing Board is responsible for such internal control as the Managing Board determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

As part of the preparation of the financial statements, the Managing Board is responsible for assessing the Group's ability to continue as a going concern. Based on the financial reporting frameworks mentioned, the Managing Board should prepare the financial statements using the going concern basis of accounting, unless the Managing Board either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Managing Board should disclose events and circumstances that may cast significant doubt on the Group's ability to continue as a going concern in the financial statements.

The Supervisory Board is responsible for overseeing the Group's financial reporting process.

Our responsibilities for the audit of the financial statements

Our objective is to plan and perform the audit engagement in a manner that allows us to obtain sufficient and appropriate audit evidence for our opinion.

Our audit has been performed with a high, but not absolute, level of assurance, which means we may not detect all material errors and fraud during our audit.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. The materiality affects the nature, timing and extent of our audit procedures and the evaluation of the effect of identified misstatements on our opinion.

We have exercised professional judgement and have maintained professional scepticism throughout the audit, in accordance with Dutch Standards on Auditing, ethical requirements and independence requirements. Our audit included among others:

- identifying and assessing the risks of material misstatement of the financial statements, whether due to fraud or error, designing and performing audit procedures responsive to those risks, and obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- obtaining an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control;
- evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Managing Board;
- concluding on the appropriateness of the Managing Board's use of the going concern basis of accounting, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern;
- evaluating the overall presentation, structure and content of the financial statements, including the disclosures; and

- evaluating whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We are responsible for planning and performing the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the financial statements. We are also responsible for the direction, supervisions and review for the audit performed for the purposes of the group audit. We bear the full responsibility for the auditor's report.

We communicate with the Supervisory Board regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant findings in internal control that we identify during our audit. In this respect we also submit an additional report to the Audit Committee in accordance with Article 11 of the EU Regulation on specific requirements regarding statutory audit of public-interest entities. The information included in this additional report is consistent with our audit opinion in this auditor's report.

We provide the Supervisory Board with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Rotterdam, March 3, 2026

Forvis Mazars Accountants N.V.
Original signed by: M.M. Merx RA

Limited assurance report of the independent auditor on the sustainability statements.

To the shareholders and Supervisory Board of Redcare Pharmacy N.V.

Our conclusion

We have performed a limited assurance engagement on the consolidated sustainability statements 2025 of Redcare Pharmacy N.V. based in Sevenum, the Netherlands (hereinafter: the company) in section 'sustainability statements' of the accompanying Report of the Managing Board in the Annual report including the information incorporated in the sustainability statements by reference (hereinafter: the sustainability statements).

Based on our procedures performed and the assurance evidence obtained, nothing has come to our attention that causes us to believe that the sustainability statements are not, in all material respects:

- prepared in accordance with the European Sustainability Reporting Standards (ESRS) as adopted by the European Commission and in accordance with the double materiality assessment DMA process carried out by the company to identify the information reported pursuant to the ESRS; and
- compliant with the reporting requirements provided for in Article 8 of Regulation (EU) 2020/852 (Taxonomy Regulation).

Basis for our conclusion

We have performed our limited assurance engagement on the sustainability statements in accordance with Dutch law, including Dutch Standard 3810N, "Assurance-opdrachten inzake duurzaamheidsverslaggeving" (Assurance engagements relating to sustainability reporting) which is a specific Dutch standard that is based on the International Standard on Assurance Engagements (ISAE) 3000 (Revised) 'Assurance engagements other than audits or reviews of historical financial information'.

Our responsibilities in this regard are further described in the section 'Our responsibilities for the limited assurance engagement on the sustainability statements' of our report.

We are independent of Redcare Pharmacy N.V. in accordance with the Verordening inzake de onafhankelijkheid van accountants bij assurance-opdrachten (ViO, Code of Ethics for Professional Accountants, a regulation with respect to independence) and other relevant independence regulations in the Netherlands. Furthermore, we have complied with the Verordening gedrags- en beroepsregels accountants (VGBA, Dutch Code of Ethics for Professional Accountants).

We believe that the assurance evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Inherent limitations associated with the measurement or evaluation of sustainability information

Significant uncertainties affecting the quantitative metrics and monetary amounts

In section 'basis for preparation' in the sustainability statements, the quantitative metrics and monetary amounts that are subject to a high level of measurement uncertainty are identified and information is disclosed about the sources of measurement uncertainty and the assumptions, approximations and judgements the company has made in measuring these in compliance with the ESRS.

Inherent limitations of a double materiality assessment

The sustainability statements may not include every impact, risk and opportunity or additional entity-specific disclosure that each individual stakeholder (group) may consider important in its own particular assessment.

Inherent limitations of prospective information

In reporting forward-looking information in accordance with the ESRS, the Managing Board of the company is required to prepare the forward-looking information on the basis of disclosed assumptions about events that may occur in the future and possible future actions by the company. The actual outcome is likely to be different since anticipated events frequently do not occur as expected. Forward-looking information relates to events and actions that have not yet occurred and may never occur. We do not provide assurance on the achievability of this forward-looking information.

Our conclusion is not modified in respect of these matters.

Responsibilities of the Managing Board and the Supervisory Board for the sustainability statements

The Managing Board is responsible for the preparation of the sustainability statements in accordance with the ESRS, including the double materiality assessment process carried out by the company as the basis for the sustainability statements and disclosure of material impacts, risks and opportunities in accordance with the ESRS. As part of the preparation of the sustainability statements, the Managing Board is responsible for compliance with the reporting requirements provided for in Article 8 of Regulation (EU) 2020/852 (Taxonomy Regulation).

Management is also responsible for selecting and applying additional entity-specific disclosures to enable users to understand the company's sustainability-related impacts, risks or opportunities and for determining that these additional entity-specific disclosures are suitable in the circumstances and in accordance with the ESRS.

Furthermore, the Managing Board is responsible for such internal control as it determines is necessary to enable the preparation of the sustainability statements that are free from material misstatement, whether due to fraud or error.

The Supervisory Board is responsible for overseeing the sustainability reporting process including the double materiality assessment process carried out by the company.

Our responsibilities for the limited assurance engagement on the sustainability statement

Our responsibility is to plan and perform the limited assurance engagement in a manner that allows us to obtain sufficient appropriate assurance evidence for our conclusion.

Our assurance engagement is aimed to obtain a limited level of assurance that the sustainability statements are free from material misstatements. The procedures vary in nature and timing from, and are less in extent than for a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

We apply the applicable quality management requirements pursuant to the Nadere voorschriften kwaliteitsmanagement (NVKM, regulations for quality management)and the International Standard on Quality Management (ISQM) 1, and accordingly maintain a comprehensive system of quality management including documented policies and procedures regarding compliance with ethical requirements, professional standards and other relevant legal and regulatory requirements.

Our limited assurance engagement included among others:

- Performing inquiries and an analysis of the external environment and obtaining an understanding of relevant sustainability themes and issues, the characteristics of the company, its activities and the value chain and its key intangible resources in order to assess the double materiality assessment process carried out by the company as the basis for the sustainability statements and disclosure of all material sustainability-related impacts, risks and opportunities in accordance with the ESRS.
- Obtaining through inquiries a general understanding of the internal control environment, the company's processes for gathering and reporting entity-related and value chain information, the information systems and the company's risk assessment process relevant to the preparation of the sustainability statements and for identifying the company's activities, determining eligible and aligned economic activities and prepare the disclosures provided for in Article 8 of Regulation (EU) 2020/852 (Taxonomy Regulation), without obtaining assurance information about the implementation, or testing the operating effectiveness, of controls.
- Assessing the double materiality assessment process carried out by the company and identifying and assessing areas of the sustainability statements, including the disclosures provided for in Article 8 of Regulation (EU) 2020/852 (Taxonomy Regulation) where misleading or unbalanced information or material misstatements, whether due to fraud or error, are likely to arise ('selected disclosures'). We designed and performed further assurance procedures aimed at assessing that the sustainability statements are free from material misstatements responsive to this risk analysis.
- Considering whether the description of the double materiality assessment process in the sustainability statements made by the Managing Board appears consistent with the process carried out by the company;
- Performing analytical review procedures on quantitative information in the sustainability statements, including consideration of data and trends;
- Assessing whether the company's methods for developing estimates are appropriate and have been consistently applied for selected disclosures. We considered data and trends, however, our procedures did not include testing the data on which the estimates are based or separately developing our own estimates against which to evaluate the Managing Board's estimates.
- Analysing, on a limited sample basis, relevant internal and external documentation available to the company (including publicly available information or information from actors throughout its value chain) for selected disclosures;
- Reading the other information in the Annual Report to identify material inconsistencies, if any, with the sustainability statements;
- Considering whether:

- the disclosures provided to address the reporting requirements provided for in Article 8 of Regulation (EU) 2020/852 (Taxonomy Regulation) for each of the environmental objectives
- reconcile with the underlying records of the company and are consistent or coherent with the sustainability statements;
- appear reasonable, in particular whether the eligible economic activities meet the cumulative conditions to qualify as aligned and whether the technical screening criteria are met; and
- the key performance indicators disclosures have been defined and calculated in accordance with Taxonomy Delegated Acts, and in compliance with the reporting requirements provided for in Article 8 of Regulation (EU) 2020/852 (Taxonomy Regulation), including the format in which the activities are presented;
- Considering the overall presentation, structure and the fundamental qualitative characteristics of information (relevance and faithful representation: complete, neutral and accurate) reported in the sustainability statements, including the reporting requirements provided for in Article 8 of Regulation (EU) 2020/852 (Taxonomy Regulation); and
- Considering, based on our limited assurance procedures and evaluation of the assurance evidence obtained, whether the sustainability statements as a whole, are free from material misstatements and prepared in accordance with the ESRS.

Rotterdam, March 3, 2026

Forvis Mazars Accountants N.V.
Original signed by: M.M. Merx RA

Appendices.

05

Definitions.

Operations in scope of sustainability reporting.

All entities are included in scope of sustainability reporting. As some physical locations can include multiple different legal entities, these entities are incorporated under the physical operations' names in the table below. The table shows the locations of the operations in scope and their key activities. Operations names refer to operational units and may differ from the registered legal entity names disclosed in the consolidated financial statements. The reference to Redcare-core entity explains the applicability of particularly the social policies.

Operations name	Location	Ownership (%)	Redcare core-entity	Key activities
Redcare Sevenum	Sevenum, the Netherlands	100	Yes	Warehousing, logistics, office activities
Nu3	Berlin, Germany	100	No	Logistics, office activities
Redcare Berlin	Berlin, Germany	100	Yes	Office activities
Redcare Cologne	Cologne, Germany	100	Yes	Office activities
Redcare Milano	Milano, Italy	100	Yes	Warehousing, logistics, office activities
Fastnet Tongeren	Tongeren, Belgium	100	Yes	Office activities
Hygée Santé	Ennevelin, France	100	Yes	Inbound Logistics & Intra Logistics
Smartpatient Warsaw	Warsaw, Poland	100	No	Office activities
Smartpatient Munich	Munich, Germany	100	No	Office activities
MedApp Eindhoven	Eindhoven, the Netherlands	100	No	Warehousing, logistics, office activities
GoPuls Berlin	Berlin, Germany	100	No	Outbound logistics, office activities
APS Viersen	Viersen, Germany	100	No	Logistics, office activities
MediService	Zuchwil, Switzerland	51	No	Warehousing, logistics, office activities
Euroservice Pilsen, S.r.o.	Pilsen, the Czech Republic	100	Yes	Warehousing, logistics, office activities
AUST-Pharma	Vienna, Austria	100	No	Inbound Logistics & Intra Logistics

The key activities mentioned in the table above relate to the followings (more detailed) definitions:

- Logistics – A complete combination of activities as described in Inbound, Intra and Outbound Logistics.
- Warehousing – Storage activities of products and materials intended to be resold or transported to other locations.
- Office activities – Business activities in offices without operations related to warehousing or logistics.
- Inbound Logistics – Activities related to purchased material and / or product logistics for own operations.
- Intra Logistics – Activities related to logistics of materials and products between different Company-controlled entities or locations, excluding any logistics activities to entities outside of the direct control of the Company.
- Outbound Logistics – Activities related to product and material management related to the delivery of parcels to customers, including (at least partially) the following activities: packaging, shipping of parcels, returns handling.

Environment.

- **CO_2e:** the universal unit of measurement used to express and compare emissions from various greenhouse gases based on their global warming potential, which is converted to the equivalent amount of carbon dioxide. We have adopted the key greenhouse gases recognized by the Kyoto Protocol, specifically: carbon dioxide (CO_2), methane (CH_4), nitrous oxide (N_2O), hydrofluorocarbons (HFC), perfluorocarbons (PFC), sulphur hexafluoride (SF_6) and nitrogen trifluoride (NF_3).

- **Renewable energy:** The sum of energy consumed stemming from renewable sources, namely from biomass, biofuels, biogas, renewable hydrogen, renewable electricity, heat, steam and cooling or self-generated renewable energy. Hydropower, landfill gas and sewage treatment plant gas are also considered renewable, but are not consumed by Redcare.

- **Non-renewable energy production:** Energy which cannot be identified as being derived from renewable sources. Redcare does not produce non-renewable energy.

- **Fossil energy:** The sum of energy consumed from fossil sources such as coal, coal products, crude oil and petroleum products, natural gas or other fossil sources, or electricity & heat produced from these energy sources.

- **Nuclear energy:** Energy that is obtained from nuclear reactions (e.g. nuclear power plant generated electricity). Redcare does not use nuclear energy.

- **Purchased energy bundled and unbundled emissions:** The proof of emissions bundled together with electricity or heat contracts (e.g. backed by supplier-specific contract or Guarantee of Origin certificates) and unbundled (backed by separately procured Guarantee of Origin or other unbundled certificate) and reported as total market-based emissions.

- **Conversion factor (CF):** Our conversion factors are used to translate data into other measurement units. They are updated annually in line with the most recently published conversion factors, where applicable.

- **Emission factor (EF):** A coefficient used specifically to convert activity data (e.g. litres of fuel used) into greenhouse gas emission (GHG) value (e.g. $kgCO_2e$).

- **Gross Scope 1 emissions:** Direct GHG emissions from sources that are owned or controlled by the undertaking. Our gross Scope 1 emissions consist of fossil fuel lease cars emissions, facility fuel use (energy use) and fugitive gas emissions (refrigerant leakages). As no Scope 1 emissions stem from activities that fall under regulated emission trading schemes, according to Directive 2003/87/EC of the European Parliament and of the Council, they are not reported by Redcare.

- **Indirect energy (Scope 2):** Include the emissions stemming from energy that was generated outside of our directly controlled operations and was purchased and used by Redcare locations in the form of electricity and heat.

- **Gross location-based Scope 2 emissions:** Total indirect emissions (tCO_2e) related to the purchased energy that was used by Redcare, which were estimated by using location-based conversion factors.

- **Gross market-based Scope 2 emissions:** Total indirect emissions (tCO_2e) related to the purchased energy that was used by Redcare, which was estimated by using the market-based (supplier-specific) conversion factors, reflecting the chosen energy sources and supplier specifics.

- **Scope 3 (indirect) emissions:** The estimated indirect emissions generated in the upstream and downstream value chain of Redcare. These emissions are reported as separate Scope 3 categories (as identified by GHG Protocol & GHG Protocol Scope 3 technical guidance supplement). Only Scope 3 categories determined material are included in the reporting scope.

- **Total GHG emissions (location-based):** Total gross Scope 1, gross Scope 2 location-based and gross Scope 3 emissions.

- **Total GHG emissions (market-based):** Total gross Scope 1, gross Scope 2 market-based and gross Scope 3 emissions.

- **Total GHG emissions intensity ratio per order:** Total GHG emissions (Scope 1, 2 and 3) divided by total number of orders (excluding marketplace) completed by Redcare in the same time frame.

- **GHG emission intensity ratio:** Total GHG emissions (Scope 1, 2 and 3) divided by total revenues.

- **Substances of concern (KPI):** The total substances of concern or substances of concern that are procured (as part of products), used, generated, or that left Redcare facilities as emissions or as services (reported in kilograms).

- **Substances of concern:** Materials that fall under one of the following specifications are considered as such (based on EFRAG, 2023):
  1. Meets the criteria laid down in Article 57 and is identified in accordance with Article 59(1) of Regulation (EC) No 1907/2006; or
  2. Is classified in Part 3 of Annex VI to Regulation (EC) in one of the following hazard classes or hazard categories: No 1272/2008 – carcinogenicity categories 1 and 2, germ cell mutagenicity categories 1 and 2, reproductive toxicity categories 1 and 2, respiratory sensitisation category 1, skin sensitization category 1, chronic hazard to the aquatic environment categories 1 to 4, hazardous to the ozone layer, specific target organ toxicity, repeated exposure categories 1 and 2 and specific target organ toxicity – single exposure categories 1 and 2; or
  3. Any other substances that are set out in applicable EU legislation or
  4. Negatively affects the re-use and recycling of materials in the product in which it is present, as defined in relevant Union product-specific ecodesign requirements.

- **Resource inflows, materials used:** Materials described in this definition include the following materials used, reported in tons: (1) shipping packaging, packing tape and copy paper used in order to ship parcels to customers from own-stock business, (2) consumable materials used in operational facilities, (3) physical marketing materials procured for marketing activities.

- **Resource outflows:** The materials described as material inflows (stemming from upstream value chain of Redcare) are also to be considered as the material outflows from Redcare entities, as no composition-altering production activities take place in controlled facilities.

- **Reused / recycled materials used:** Material used is classified as stemming from reused or recycled sources only if the invoice or certificate received from the supplier states that the materials are recycled or reused (either fully or in specific percentage of total mass).

- **Parcel packaging material:** Packaging paper / carton and plastic packaging materials utilised in parcel preparation and delivery within own-stock business. Product packaging materials (third party and own brand-specific) are omitted from reporting on this KPI in 2025 due to value chain reporting phase-in (the transitional provision in ESRS Annex I for supply chain-related data).

- **Recyclable content share in parcel packaging:** The share (in %) of recyclable material in the parcel packaging utilized in Redcare operations.

- **Recyclable parcel packaging:** For the parcel packaging materials to be defined as recyclable, they must be identified as such by suppliers. This can be done either by invoices, certifications or other documentation (e.g. spreadsheets including details on recyclability shares). For those parcel packaging materials where no proof of recyclability is available, all packaging material is reported as non-recyclable in parcel packaging analyses. If, during packaging the process, a minor part of the total packaging becomes not recyclable (less than 4% total due to, e.g. unrecyclable label attached to recyclable carton box), the recyclable share of the total packaging is still assumed as recyclable.

- **Hazardous waste:** Total hazardous waste is defined as medical waste or other hazardous materials in relation to damaged, unsold and out-of-date inventory that is disposed of in locations handling such products. Hazardous waste is generally a material that was previously intended to be sold to customers or businesses, which no longer can be sold due to a variety of quality issues. No radioactive waste is generated within Redcare controlled facilities.

- **Non-hazardous waste:** Non-hazardous waste is defined as waste that is produced in the normal operation of facilities and locations that does not fall under Annex III of the Waste framework directive.

- **Non-recycled waste:** Waste that is disposed of by facilities and treated (or expected to be treated) by waste management companies in a way that cannot be classified as recycling, recovery, reuse or other recycling-adjacent treatment methodology.

- **Total waste per order:** The intensity value (kg/order) is calculated by using the total amount of waste generated within own operations and the total number of orders fulfilled in the same time frame.

Methods to calculate Scope 3 data.

Emissions relating to Scope 3.8 Upstream leased assets, Scope 3.10 Processing of sold products, Scope 3.13 Downstream leased assets, Scope 3.14 Franchises and Scope 3.15 Investments have been excluded from our Scope 3 value chain footprint, as these either fall outside our operational boundary or have been determined to be irrelevant or immaterial.

Scope 3 category	Calculation approach	Explanation
3.1: Purchased goods and services	Average product; spend based; data services consumed; supplier specific	All upstream cradle-to-gate emissions of purchased goods and services. This category includes three main sub-categories: (1) Product (intended for re-sale to customers) related emissions. Emissions are reported by utilizing the results of Product Carbon Footprint analyses directly where possible. For Redcare-core entities this extrapolation is done based on the direct SKU link of PCF analyses, in combination with the financial extrapolation for products that cannot directly be linked between the PCF analysis and the product inventory. For MediService and MedApp entities, extrapolation is completed using the quantities of products purchased (or sold, specifically for Medapp extrapolations) in combination with the average emission factors of these products. Nu3 is, as of 2025, the only non-core entity which uses a hybrid-approach to PCF analysis. Nu3 uses a direct SKU product link to PCF analysis, as well as quantities of products purchased in combination with the average emission factors (the approach used by Redcare-core entities and Medapp/MediService). The approach to Nu3 extrapolation was updated in 2025, with values restated using the revised approach. (2) Purchased services: IT software, ICT services, telephone & internet, call-center, print-marketing service, website visit, digital newsletter, marketing software, postal service emissions, professional services, rental services. (3) Production goods and materials (e.g. packaging material, print-marketing material, IT hardware, procured services and materials not related to production) amongst other related procured goods and services in scope of reporting. Category (2) and (3) emissions are reported by utilizing a mix of actual service data purchased expressed in amounts, weights or monetary values (spend data), data services consumed (megabytes) as well as direct carbon emissions (stemming from value chain / partner data) wherever possible. In certain cases, spend data was adjusted for inflation relative to the year of the emissions factors.
3.2: Capital goods	Spend based	All upstream cradle-to-gate emissions of capital goods investments. All capital goods expenses are reported using spend based emission estimation approach, utilizing emission factors matching closest to the investments incurred in the reporting year.
3.3: Fuel and energy-related activities	Fuel based	Emission reporting is based on actual fuel and energy consumption determined, as reported in Scope 1 & 2 categories, multiplied by relevant upstream and transportation and distribution emission factors (cradle-to-gate) for each location where energy was used.
3.4: Upstream transportation and distribution	Ton-kilometer data; Distance data; Actual emissions	Emissions are calculated using the ton-kilometer based method, based on land-based distances from suppliers to our warehouses and the mass of the material transported. This is the dominant method of estimating the inbound logistics emissions reported. Airfreight is only relevant for a small part of our procurement activities. The remaining emissions are based on distance values for inbound transportation procured. Input values are multiplied by relevant emission factors related to transportation method identified and data type used. Wherever possible, direct emissions received from logistics companies are utilized.
3.5: Waste generated in operations	Waste-type specific	Emissions are calculated using actual and estimated waste data and treatment types determined applicable for waste streams within each individual location. Specific waste streams and identified disposal or recycling methods are multiplied by relevant emission factors.
3.6: Business travel	Spend based	Emission reporting utilizes monetary values of spend for business travel related activities. Spend data for accommodation, bus, taxi, flight, passenger car and rail travel methods are multiplied by relevant emission factors that align with the GHG Protocol requirements on emission calculation using monetary spend on activities.
3.7: Employee commuting	Average data	Includes home-office related emissions as well as contingent worker commuting related emissions. Reported using estimates based on results of employee commuting survey and national statistics, where applicable. Distance travelled and travel types utilized by employees, specific for each different Redcare location, as well as share of days spent homeworking and working on location are used in estimations. The results on distances and transport types utilized are multiplied by relevant emission factors for final results.
3.9: Downstream transportation and distribution	Tonne-kilometre data; Actual emissions	Emissions related to the logistics of sold products (outbound logistics from warehouse to customers, as well as returns, including print marketing logistics). While a part of downstream logistics activities could potentially be classified under Scope 3 category Upstream transportation and distribution, all transportation of sold products emissions are classified under category 3.9 Downstream transport and distribution category by Redcare to enable clear and traceable developments of last-mile delivery impacts in the value chain. Emissions are calculated using both direct primary emission data received from logistics companies as well as secondary data sources such as estimations based on industry data. Where available, emissions are based on actual values received from logistics suppliers or based on actual tonne-kilometre values of transported materials.
3.11: Use of sold products	Average product	Use of sold products category emissions are reported by utilizing the direct and indirect use-phase results of sold product carbon footprint (PCF) analyses (as described in part 1 in category 3.1). Proxies of emissions on a range of top products (with PCF results covering around 22% of revenues with ca. 1000 products evaluated in 2022) by utilizing a lifecycle analysis model developed by 3rd party experts. Emissions for scope 3.1, 3.11 and 3.12 specifically determined within the PCF results were extrapolated to cover the total population of purchased and sold products and their impacts on specified categories specifically in the reporting period. For Redcare-core entities this extrapolation is done based on financial value (sales value). For MediService, MedApp and nu3 entities, the extrapolation is done on quantities of products sold in combination with the average emission factors of the products, if no direct attribution of emissions to analyzed product lifecycle emissions is possible. Nu3 is currently the only non-core entity where direct product attribution is performed allowing for direct emission reporting in combination with average emission factor use for non-linked products.
3.12: End-of-life treatment of sold products	Average product	Integrated approach with scope 3.11., using same data basis and extrapolation approach. Results used stem only from the relevant parts of the end-of-life emission data points within the lifecycle analysis to prevent double-counting or reporting on larger scope than required by GHG Protocol.

Emission factor table.

Datapoints	Activity factors used	Calculation factor unit(s)	Reference(s)
Scope 1 emissions	GHG emission factors for emissions from natural gas use	kg CO_2e/kWh	Department for Energy Security and Net Zero, UK Department for Environment, Food & Rural Affairs (DEFRA) 2025;
Scope 1 emissions	Fossil fuel related GHG emissions from petroleum product (petrol, diesel), biofuel (biodiesel) use & biogenic emissions related to biofuels used	kg CO_2e/L	Department for Energy Security and Net Zero, UK Department for Environment, Food & Rural Affairs (DEFRA) 2024, 2025; CO2emissiefactoren.nl 2024;
Scope 1 emissions	GHG emission factors for emissions from refrigerant leakages	kg CO_2e/kg	Department for Energy Security and Net Zero, UK Department for Environment, Food & Rural Affairs (DEFRA) 2021, 2025; CO2emissiefactoren.nl 2024; IPCC Emissions Factor Database, 2023; Research study (Öko-Recherche, Öko-Institut e.V. and Ricardo), 2022;
Scope 2 (Location-based) emissions	GHG emission factors for emissions from procured electricity (location-based)	kg CO_2e/kWh	GHG Protocol (Emission Calculation Tool) 2015; International Energy Agency (IEA), Emissions Factors 2022, 2023;
Scope 2 (Location-based) emissions	GHG emission factors for emissions from procured district heating (location-based)	kg CO_2e/kWh	Umweltbundesamt (UBA), "Emissionsbilanz erneuerbarer Energietrager" Report 2023; Department for Energy Security and Net Zero, UK Department for Environment, Food & Rural Affairs (DEFRA) 2025;
Scope 2 (Market-based) emissions	GHG emission factors for emissions from procured electricity (market-based)	kg CO_2e/kWh	GHG Protocol (Emission Calculation Tool) 2015; International Energy Agency (IEA), Emissions Factors 2022, 2023;
Scope 2 (Market-based) emissions	GHG emission factors for emissions from procured district heating (market-based)	kg CO_2e/kWh	Supplier specific emission factors: BEW (Berliner Energie und Warmte) 2022; Brunata Metrona 2024; Wien Energie 2023;
Scope 3 emissions	Scope 3.1: Purchased goods & services	kg CO_2e/EUR; kg CO_2e/USD; kg CO_2e/GBP; kg CO_2e/NZD; kg CO_2e/t; kg CO_2e/kWh; direct CO_2 entry	Association of Issuing Bodies (AIB) 2024; Cozero calculated average, UK, 2021; Department for Energy Security and Net Zero, UK Department for Environment, Food & Rural Affairs (DEFRA) 2018; 2021, 2022, 2025; United States Environmental Protection Agency (EPA) 2018; 2020; EXIOBASE 2019; 2021; International Energy Agency (IEA), 2023; Market Economics Limited (New Zealand), 2019; 2023; Vaayu Tech (PCF analysis conducted for Redcare), 2023;
Scope 3 emissions	Scope 3.2: Capital goods	kg CO_2e/EUR; kg CO_2e/USD; kg CO_2e/GBP;	Department for Energy Security and Net Zero, UK Department for Environment, Food & Rural Affairs (DEFRA) 2022; United States Environmental Protection Agency (EPA) 2022; EXIOBASE 2019;
Scope 3 emissions	3.3: Fuel and energy-related activities	kg CO_2e/kWh; kg CO_2e/L;	Department for Energy Security and Net Zero, UK Department for Environment, Food & Rural Affairs (DEFRA) 2025; World bank, 2014; International Energy Agency (IEA), Emissions Factors 2021, 2022, 2023; Umweltbundesamt (UBA), Emissionsbilanz erneuerbarer Energietrager Report 2023; The French Agency for Ecological Transition (ADEME) 2023; CO2emissiefactoren.nl 2024;
Scope 3 emissions	GHG emission factors for emissions from category Scope 3.4: Upstream transportation and distribution	kg CO_2e/tkm; kg CO_2e/km	Department for Energy Security and Net Zero, UK Department for Environment, Food & Rural Affairs (DEFRA) 2024, 2025; GLEC 2021;
Scope 3 emissions	GHG emission factors for emissions from category Scope 3.5: Waste generated in operations	kg CO_2e/m^3; kg CO_2e/t;	The French Agency for Ecological Transition (ADEME) 2021; Department for Energy Security and Net Zero, UK Department for Environment, Food & Rural Affairs (DEFRA) 2021, 2025;
Scope 3 emissions	GHG emission factors for emissions from category Scope 3.6: Business travel	kg CO_2e/EUR; kg CO_2e/USD	European Union Open Source Research (EU OSR) 2021; EXIOBASE 2019; GHG Protocol (Emission Calculation Tool) 2014; 2021;
Scope 3 emissions	GHG emission factors for emissions from category Scope 3.7: Employee commuting	kg CO_2e/passenger km; kg CO_2e/km; kg CO_2e/workhour	The French Agency for Ecological Transition (ADEME) 2022; Department for Energy Security and Net Zero, UK Department for Environment, Food & Rural Affairs (DEFRA) 2024, 2025; CO2emissiefactoren.nl 2024;
Scope 3 emissions	GHG emission factors for emissions from category Scope 3.9: Downstream transportation & distribution	direct CO_2 entry, kg CO_2e/tkm	Department for Energy Security and Net Zero, UK Department for Environment, Food & Rural Affairs (DEFRA) 2025;
Scope 3 emissions	GHG emission factors for emissions from category Scope 3.11: Use of sold products	direct CO_2 entry	Vaayu Tech (PCF analysis conducted for Redcare), 2023;
Scope 3 emissions	GHG emission factors for emissions from category Scope 3.12: End-of-life treatment of sold products	direct CO_2 entry	Vaayu Tech (PCF analysis conducted for Redcare), 2023;

Climate transition plan development approach and assumptions.

GHG accounting and target setting.

Redcare applies the Greenhouse Gas Protocol Corporate Accounting and Reporting Standard and associated materials in accounting of GHG emissions. Targets included in Redcare's Climate Transition Plan were defined based on the consultation of internal and external experts, and impacted business departments. No other stakeholders were involved in the target setting process. Relevant details regarding Redcare's climate-related targets are provided below:

Target	Target information
Near-term renewable electricity target: *From 2026, we aim to secure renewable electricity supply at all of our locations.*	Baseline year and value: N/A. 2026 target value: 100%. Period: FY2026 onwards. Type: Percentage. Reduction: N/A. Boundary: Consumption of purchased or acquired electricity, operational control. Exclusions: On-site electricity generation at Sevenum (refer Locked-in emissions). GHGs included: CO_2, CH_4, N_2O, HFC, PFC, SF_6, NF_3. Offsetting approach: Our plan is to achieve our near-term target through structural GHG emissions reduction (e.g. Guarantees of Origin, Power Purchase Agreements) abatement instead of offsetting our operational GHG emissions. We will not use carbon credits to meet our target. Measurement and reporting approach: Direct measurements or supplier reports on consumed electricity in Redcare controlled premises. For locations where energy use data is not directly available, estimation using closest location match is used. Goal setting method and science-alignment: This target was not developed with reference to any cross-sector target setting tools. It has not been assessed for science-alignment.
Interim Scope 1 & 2 emissions target: *We target a 53% reduction in our Scope 1 & 2 (location-based) emissions by the end of 2035, compared to 2025.*	Baseline year and value: FY2025, 3,154 tCO_2e. 2030 interim target value: 3,488 tCO_2e. 2035 target value: 1,486 tCO_2e. Period: FY2025 to FY2035. Type: Absolute. Reduction: absolute, at least 53%. Boundary: Scope 1 & 2 (location-based) emissions, operational control. Exclusions: None. GHGs included: CO_2, CH_4, N_2O, HFC, PFC, SF_6, NF_3. Offsetting approach: Our plan is to achieve our interim target through structural GHG emissions abatement instead of offsetting our operational GHG emissions. We will not use carbon credits to meet our target. Measurement and reporting approach: Emissions are reported in line with the Greenhouse Gas Protocol Corporate Accounting and Reporting Standard. Absolute Scope 1 & 2 emissions (location-based) are monitored on a quarterly basis internally, with external updates provided annually as part of Redcare's Annual Sustainability Statements. Goal setting method and science-alignment: This target was developed with reference to the SBTi cross-sector pathway tool. However, it is not aligned with a science-based approach due to the locked-in emissions at Sevenum - see Locked-in Emissions for more information. It is not based on a sectoral decarbonization pathway.
Net zero Scope 1 & 2 emissions target: *We aspire to achieve net zero Scope 1 & 2 (location-based) emissions by 2040.*	Baseline year and value: FY2025, 3,154 tCO_2e. Period: FY2025 to FY2040. Type: Absolute. Reduction: absolute, at least 90%. Boundary: Scope 1 & 2 (location-based) emissions, operational control. Exclusions: None. GHGs included: CO_2, CH_4, N_2O, HFC, PFC, SF_6, NF_3. Offsetting approach: Aligned with the SBTi's definition, we plan that our residual emissions will represent no more than 10% of our base year emissions. Our selection criteria for these credits will be strict, ensuring they deliver credible and verifiable impact. We will update our Climate Transition Plan with further detail regarding our carbon credit purchasing policy closer to our net zero year. Measurement approach: Emissions are reported in line with the Greenhouse Gas Protocol Corporate Accounting and Reporting Standard. Absolute Scope 1 & 2 emissions (location-based) are monitored on a quarterly basis internally, with external updates provided annually as part of Redcare's Annual Sustainability Statements. Goal setting method and science-alignment: This target aligns with the Absolute Contraction Approach of the SBTi. The 90% reduction has been calculated using the Net Zero Tool of the SBTi. The target is aligned with the cross-sector pathways developed by the SBTi.
Interim Scope 3 emissions target: *We target a 66.4% reduction in our Scope 3 emissions by the end of 2035, compared to 2025.*	Baseline year and value: FY2025, 4.726 $kgCO_2e$/order. 2030 interim target value: Intensity target: 3.159 $kgCO_2e$/order, Absolute target: 238,488 tCO_2e (absolute emissions are expected to increase in 2030, compared to 2025, due to increases in business growth). 2035 target value: Intensity target: 1.591 $kgCO_2e$/order, Absolute target: 163,831 tCO_2e. Period: FY2025 to FY2035. Type: Intensity. Reduction: Physical intensity, 66.4% reduction of Scope emissions per order. Boundary: Scope 3.1 and Scope 3.9 emissions, amounting to ~82% of total Scope 3 emissions. Exclusions: None. GHGs included: CO_2, CH_4, N_2O, HFC, PFC, SF_6, NF_3. Offsetting approach: Our plan is to achieve our interim target through structural GHG emissions abatement instead of offsetting our operational GHG emissions. We will not use carbon credits to meet our target. Measurement approach: Emissions are reported in line with the Greenhouse Gas Protocol Corporate Accounting and Reporting Standard. Scope 3 emissions are monitored on a quarterly basis internally, with external updates provided annually as part of Redcare's Sustainability Statements. The calculation is based on Scope 3 emissions within the target coverage (Scope 3.1 and Scope 3.9) as well as the number of orders per year. Goal setting method and science-alignment: This target aligns with the Physical Intensity Contraction Approach of the SBTi. The 66,4% reduction has been calculated using the Near-term Target Tool of the SBTi. The target is aligned with the cross-sector pathways developed by the SBTi. Our Scope 3 interim target contains a recognized 'target innovation gap', which we will need to close to ensure we meet a science-aligned ambition.
Net zero Scope 3 emissions target: *We aspire to achieve net zero Scope 3 emissions by 2050.*	Baseline year and value: FY2025, 5.271 $kgCO_2e$/order. Period: FY2025 to FY2050. Type: Intensity. Reduction: Physical intensity, 97% reduction of Scope emissions per order. Boundary: Significant scope 3 emissions reported in 2025 baseline year. Exclusions: Capital Goods (Scope 3 category 2) emissions reported in 2024-2026 reporting periods on investments in tangible assets classified as Capital Expenditures in Redcare operations. GHGs included: CO_2, CH_4, N_2O, HFC, PFC, SF_6, NF_3. Offsetting approach: Aligned with the SBTi's definition, we plan that our residual emissions will represent no more than 10% of our base year emissions. Our selection criteria for these credits will be strict, ensuring they deliver credible and verifiable impact. We will update this Climate Transition Plan with further detail regarding our carbon credit purchasing policy closer to our net zero year. Measurement approach: Emissions are reported in line with the Greenhouse Gas Protocol Corporate Accounting and Reporting Standard. Scope 3 emissions are monitored on a quarterly basis internally, with external updates provided annually as part of Redcare's Sustainability Statements. The calculation is based on Scope 3 emissions within the target coverage, as well as the number of orders per year. Goal setting method and science-alignment: This target aligns with the Physical Intensity Contraction Approach of the SBTi. The 97% reduction has been calculated using the Net Zero Tool of the SBTi. The target is aligned with the cross-sector pathways developed by the SBTi. Our Scope 3 net zero target was also assessed as 1.6°C aligned in accordance with the XDC-Model .The GVA growth that is assumed in the XDC-Model after 2024 corresponds to the SSP2 growth rate as the standard XDC-Model configuration. For Redcare, this is 2.25% per annum in real terms and 5.56% per annum (nominal) until 2035.

The GHG targets within Redcare's Climate Transition Plan have been developed with reference to the following assumptions:

Projected emissions and business growth, before the implementation of decarbonization levers:

- The projected order growth for Redcare under a business-as-usual growth scenario, which is largely driven by an increase in eRx sales in Germany and the continued growth of the non-Rx business across our countries of operation. It does not include any future acquisitions or significant business model changes. It does not represent guarantees or predictions of future financial or operational performance and involves known and unknown risks, uncertainties, and other factors, many of which are beyond the control of Redcare and which may cause expected results to differ materially from actual figures.
- For Scope 1 & 2 emissions: Redcare's future emissions pathway until 2035 has been projected via reference to the projected order growth for key warehouses (Pilsen and Settala). This assumes that Redcare's Scope 1 & 2 emissions will remain closely correlated to order growth for key warehouses. For Sevenum specifically, from Q4 2026 it has been assumed that the Virtual Power Grid will provide energy to warehouse operations in a manner that prioritises rooftop solar, grid electricity, and stored battery energy, before using electricity generation from natural gas to cover residual demand. From Q1 2026 until Q4 2026, biodiesel will be used instead of natural gas, until a grid gas connection is installed. The impact of the Virtual Power Grid solution has been integrated into expected emissions growth (see Locked-in emissions). The expected impact of this is subject to uncertainties. Updates to this impact will be provided in future revisions of this Climate Transition Plan. For all other locations, an assumed emissions growth rate of 2.5% was assumed (average GVA growth in SSP2 scenario).
- For Scope 3 emissions: Redcare's total growth in order, excluding Marketplace orders, was used to forecast emissions growth. This assumes that Redcare's Scope 3.1 and 3.9 emissions will remain closely correlated to the amount of orders shipped by Redcare, in any given year. Marketplace emissions are outside Redcare's operational control, and therefore the expected growth of Marketplace orders have been excluded in the emissions growth estimation

Value chain decarbonization:

- Redcare's corporate carbon footprint is significantly influenced by value chain decarbonization, with product-related emissions accounting for approximately 70% of Redcare's total footprint (see Scope 1, 2 and 3 GHG emissions).
- Redcare has assumed that our current value chain partners (suppliers, logistics providers, etc.) will successfully implement their publicly stated emissions reduction objectives, including achievement of net-zero emissions by their target year. It is assumed that this emissions reduction, relevant to our Scope 3 targets will occur linearly from the base year to the relevant target year. Pertaining to Redcare's target gap, Redcare has also assumed that a significant portion of our current and future value chain partners that do not yet have climate targets, will develop and implement science-aligned emissions reduction pathways, which will further support achievement of Redcare's interim Scope 3 target. Achievement of this may also be influenced by engagement from Redcare with suppliers to support them in establishing their own decarbonization objectives.
- As of the time of publication of this Climate Transition Plan, approximately only one fifth of Redcare's product-related emissions were linked to suppliers with a net zero target for 2050 or sooner. For this reason, Redcare cannot retain its existing net zero year of 2040 as feasible, and has instead assumed that the majority of Redcare's remaining suppliers will continue to pursue decarbonization in line with the goals of the Paris Agreement.

Developments in policy, markets, and technology supporting industry-wide decarbonization:

- Redcare's transition pathway has been modeled under the IEA's Announced Pledges Scenario. This has been used to inform the effect of 'grid greening' for Redcare's Scope 1 & 2 emissions, as well as the impact of 'grid greening' on Redcare's Scope 3 emissions.
- Further, Redcare assumes Europe's policy environment will continue to provide business support and incentives for industry-wide decarbonization, and the further development of enabling technologies and information to achieve this. This includes, but is not limited to, the following legislative instruments: European Climate Law, Regulation (EU) 2021/1119, the Fit for 55 Package (2021), the EU Green Deal Industrial Plan (and the Net-Zero Industry Act), the European Corporate Sustainability Reporting Directive, the European Corporate Sustainability Due Diligence Directive, the European Packaging and Packaging Waste Regulation, and the European Eco-design for Sustainable Products Regulation.

Climate risk management and resilience.

To understand Redcare's physical climate risk exposure, Redcare conducted geospatial analysis covering eight logistics and warehousing sites, using four IPCC climate scenarios (SSP1, SSP2, SSP3, SSP5). Office sites were excluded from the geospatial analysis but still considered as part of the overall risk assessment process. The assessment considered both current and future exposure to physical hazards across multiple time horizons (2030–2100). Additionally, two transition pathways were considered, a “Green Future” (IEA NZE Scenario), and “Fossil Growth” (IEA Stated Policies Scenario). Leveraging the scenario analysis, cross-functional workshops and department-level discussions were held to identify and assess physical and transition risks specific to Redcare’s business model and strategy. This process identified key risk drivers, potential opportunities, and related mitigation measures, with clear departmental accountabilities. Further departmental discussions were held to align on specific risks and ownership of mitigation measures. All material climate-related impacts, risks, and opportunities (IROs) are disclosed at the beginning of the E1 chapter. As part of this assessment, Redcare identified and is pursuing the mitigating actions, which are outlined in the Planned actions and target section of this report.

Redcare also conducted a qualitative assessment of climate resilience as part of this process. This analysis was led by the Sustainable Development department, considering the physical- and transition-related climate scenarios mentioned above. The scope of this assessment included our entire business model, including our operations and value chain. Redcare considered upstream value-chain activities (manufacturers and wholesalers of products, logistics providers, packaging suppliers), operations (warehouses, offices, workforce), and downstream activities (online platform, logistics network, customer servicing, returns/recycling). Particularly, the resilience analysis focused on Redcare's ability to provide continued access to healthcare products and services, with a heightened focus on stock and delivery availability.

In conducting the climate risk assessment and resilience analysis, the following approach and assumptions were applied:

- Redcare’s approach to climate change adaptation and climate risk management has been guided by the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD) and the International Sustainability Standards Board (ISSB). In doing so, the following scenarios were utilised:
  - Intergovernmental Panel on Climate Change (IPCC) scenarios SSP1, SSP2, SSP3, and SSP5 were utilised as part of the physical climate risk analysis
  - International Energy Agency (IEA) Net Zero Economy and Stated Policies scenarios were used to inform the transition climate risk assessment
- The climate risk assessment process was conducted in alignment with Redcare’s Enterprise Risk Management process. As part of this, the following time-horizons were applied:
  - Short-term: 1-2 years
  - Medium-term: 2-5 years
  - Long-term: more than five years
- This approach ensures consistency across Redcare’s enterprise risk analysis and aligns with the time horizon definitions applied in the company’s Double Materiality Assessment (DMA). The assumptions applied in the resilience assessment of Redcare’s business model and strategy in relation to climate include areas of uncertainty and rely on third-party information. The scope of these assumptions is consistent with those applied in the GHG target setting process, which is outlined earlier in this section.

Social.

- **Male:** employees who registered their gender as male during the onboarding process.
- **Female:** employees who registered their gender as female during the onboarding process.
- **Other:** employees who registered their gender as other during the onboarding process.
- **Not reported:** employees who registered their gender as 'not wish to declare' or whose gender is not registered.
- **Permanent employees:** the headcount of our employees with a permanent contract as of December 31.
- **Temporary employees:** the headcount of our employees with a temporary contract as of December 31.
- **Non-guaranteed hours employees:** the headcount of our employees without a guarantee of a minimum or fixed number of working hours as of December 31, including work students.
- **Region:** countries where Redcare has its own workforce. Redcare reports on countries separately when they meet the criteria of having 50 or more employees on the payroll, and representing at least 10% of the total workforce. Redcare voluntarily includes the category "other countries" where it operates. Although single countries summed up in this category do not meet the significant employment threshold, the category provides the complete overview of shares.
- **Shop-floor employees:** employees who work in activities in the warehouse directly related to order fulfilment (for example packaging, shipping, returns).
- **Non-shop floor employees:** include, for example, those working in managerial, customer service and IT roles, and similar positions.
- **Total employee turnover:** the headcount of employees who have left the organization voluntarily or due to dismissal (including not extended temporary contracts), retirement or death in service during the reporting period. The rate is calculated as a percentage of the average headcount (including temporary employees).
- **Top management:** Redcare defines top management in two sub-groups. First, the (executive) Managing Board. Second, the group of employees that hold the position of Directors and Executive Directors, called sub-top.
- **Gender diversity top management level:** the headcount of members of the Managing Board as of December 31 registered as 'male', 'female' or 'other'. The rate is calculated as a percentage of the total headcount of board members.
- **Gender diversity sub-top management level:** the headcount of sub-top management members as of December 31 registered as 'male', 'female' or 'other'. The rate is calculated as a percentage of the total headcount in sub-top management.
- **Age diversity:** the headcount of employees as of December 31 registered as '<30 years old', '≥30 years old and <50 years old' and '≥50 years old'. The rate is calculated as a percentage of the total headcount of employees.
- **Pay gap male–female:** the difference in fixed pay per job level between female and male employees expressed as a percentage of the average fixed pay level of male employees.

- **Remuneration ratio:** the remuneration ratio is based on remuneration aligned with our primary and secondary labor conditions excluding all non-guaranteed and/ or not structured items (e.g. one-time bonus, and overtime). The ratio includes an annualized view of all employees employed during the year, and does not adjust to a full-time equivalent for employees working on a part-time and non-guaranteed basis.
- **Adequate wages benchmarks per country:** criteria and methods for determining adequate wages in the regions where Redcare operates as defined by the country's statutory requirements.
- **Adequate wages, the Netherlands:** Article 14 of the "*Wet minimumloon minimumvakantiebijslag* (WML)" revises and determines the minimum wage based on economic indicators and social policies.
- **Adequate wages, Germany:** The Minimum Wage Commission, under sub-section 2 of the "*Gesetz zur Regelung eines allgemeinen Mindestlohns*", considers workers' needs, economic conditions and employment effects.
- **Adequate wages, France:** The "*Salaire minimum interprofessionnel de croissance* (SMIC)", defined in Chapter 1 of the Labor Code, considers inflation, economic growth and adequate wage levels.
- **Adequate wages, Italy:** wages are protected through collective agreements. Article 36 of the Constitution mandates wages to be proportionate and adequate as established by National Collective Labor Agreements.
- **Adequate wages, Belgium:** Sectoral collective agreements (*Conventions Collectives de Travail*, CCT) negotiated by social partners set wages and working conditions for employees. Fastnet Tongeren is part of "*paritair comité 200*".
- **Adequate wages, Switzerland:** Wages are determined through collective bargaining agreements specific to sectors and regions, ensuring fair and adequate compensation.
- **Adequate wages, Czech Republic**: Section 114 to 118 of the Labor Code revise and determine the minimum wage based on economic indicators, working conditions and nature of work.
- **Substantiated Breaches:** Breaches reported to external authorities which had been substantiated by a court or an authority.
- **Severe human rights incidents:** A severe human rights violation is defined as any act, omission, or practice directly associated with Redcare's activities that results in, or poses a significant risk of resulting in, substantial harm to individuals' fundamental rights and freedoms.
- **Disadvantaged consumer:** a consumer who, due to circumstances, is not in the same position as the average consumer to understand, assess, or safely use a product or service.

Governance.

- **Bribery**: Offering, promising, giving, demanding or receiving anything of value (bribe) to improperly influence an action or decision of a public or private party.
- **Corruption**: Abuse of entrusted power for private gain.

- **Political contributions made:** The total monetary value of financial contributions, both direct and indirect and by type of recipient or beneficiary. Currently, Redcare does not make any in-kind contributions. The total amounts are reported separately for contributions made to beneficiaries which are active on the European Union level versus beneficiaries which are active on member states level.

Annual Report.

- **Active customers:** unique customers who have placed at least one order in the 12 preceding months, predominantly via our online shops, for both our own-stock and platform business. Business-to-business (B2B) orders are excluded to not distort visibility on relevant trends. Platform-only customers are not yet included.
- **Administrative expenses:** cost of corporate overhead of which examples are IT services, Finance, HR, Facility, Legal and Managing Board.
- **Adjusted EBITDA:** Earnings before interest, tax, depreciation and amortization excluding adjustments. We use this metric as we find it an important indicator of our underlying operational financial performance.
- **Adjustments:** Items we adjust to get from EBITDA to adjusted EBITDA. There are three categories: (a) Expenses of the employee stock option plans, (b) Non-recurring or extraordinary expenses related to projects, (c) Any other major non-recurring (one-off) item, of which we would release what it concerns when we record it, as specifically mentioned.
- **Adjusted EBITDA margin:** Adjusted EBITDA as a percentage of sales.
- **Average basket size / average shopping basket:** The average gross value of orders received from end-customers and patients (B2C), predominantly via our online shops for our own-stock business, divided by the total related number of orders placed in a given time period. Current prescription medication sales (Rx) in Switzerland and the Netherlands are not included because we believe current non-comparable customer types would distort visibility on relevant trends in this metric. Business-to-business (B2B) orders are excluded for the same reason. The average shopping basket includes value-added tax (VAT).
- **DACH segment:** Segment reporting provides financial information about the individual units of the company. Redcare uses a regional approach. The DACH segment comprises its business activities in Germany, Austria and Switzerland.
- **EBIT:** Earnings before interest and tax.
- **e-Rx/e-script:** Computer-based electronic generation, transmission and fulfilment of a medical prescription.
- **Free Cash flow:** this is the total of Cash flow from operating activities and Cash Flow from investing activities adjusted for investment in/disposal from other current financial assets.
- **Group:** Redcare Pharmacy N.V., Sevenum, the Netherlands, together with its consolidated subsidiaries.
- **International segment:** Segment reporting provides financial information about the individual units of the company. Redcare uses a regional approach. The International segment comprises its business activities in France, Italy, Belgium and the Netherlands.
- **Mobile visits:** Site visits to our online shops originating from computers, tablets and smartphones as well as other computer-based means.
- **Net working capital:** The difference between the Company's current assets (including trade and other receivables and inventories) and its current liabilities (including trade and other payables, short-term loans and borrowing and short-term other liabilities).

- **NPS:** Net Promoter Score of our B2C own-stock and platform business for a given period of time. NPS does not yet include MedApp and MediService. We track NPS as an indicator of customer satisfaction.
- **Number of orders:** Number of end-customer and patient (B2C) orders, predominantly placed via our online shops for both our own-stock and platform business, containing at least one product, placed during the measurement period.
- **OTC products or medications:** Products or medicines sold to a customer without a prescription from a healthcare professional, as compared to prescription-only medicines, which may be sold only to customers possessing a valid prescription.
- **Pharmacy-related products:** Products that are almost exclusively distributed through pharmacies.
- **Private labels or own brands:** By private labels (or own brands) we mean the brands of products owned by Redcare Pharmacy or its subsidiaries.
- **Return rate:** Percentage of billed B2C orders for our own-stock business that included a return or reclamation of total billed orders in a given time period. Prescription medication sales (Rx) in Switzerland and the Netherlands are not included because we believe the current non-comparable customer types would distort visibility on relevant trends in this metric. Business-to-business (B2B) orders are excluded for the same reason.
- **Rx products or medications:** Prescription-only medicines, which are only allowed to be sold to customers possessing a valid prescription.
- **Rx sales:** Sales related to prescriptions of our own-stock business in the DACH segment.
- **Sales:** Gross revenues minus value added taxes and discounts.
- **Selling and distribution expenses:** Expenses related to marketing, shipping, packaging, payments and operational labor to support our sales.
- **Share of mobile visits:** Mobile visits as a percentage of site visits.
- **Share of repeat orders:** Percentage of total orders, predominantly related to our online shops for both our own-stock and platform business that is billed during the measurement period that is not the initial order bill to the customer. Business-to-business (B2B) orders are excluded to not distort visibility on relevant trends; with this definition we aim to provide the most relevant insight as to the development of this metric. The share of repeat orders related to platform-only customers is not yet included.
- **Website visits (web traffic):** Unique interactions of a visitor on our website (online shops); a visit is considered terminated when the visitor leaves the browser, or, for instance, has not interacted with the page for more than 30 minutes.

Abbreviations.

ABDA	Federal Union of German Associations of Pharmacists
APAC	Asian Pacific
B2B	Business-to-business
B2C	Business-to-consumer
BPC	Beauty and personal care products
CAGR	Compound annual growth rate
CapEx	Capital expenditure
CF	Conversion factor
CoC	Code of conduct
CSRD	Corporate Social Reporting Directive
DACH	Germany, Austria and Switzerland
DEI	Diversity, equity and inclusion
DMA	Double materiality assessment
EAEP	European Association of E-Pharmacies
EF	Emission factor
EFRAG	European Financial Reporting Advisory Group
eGK	Electronic health card (Germany)
EHDS	European Health Data Space
EHR	Electronic health record
EMS	Environmental management system
EMEA	Europe, Middle East, Africa
eNPS	Employee net promoter score
ePA	Electronic patient record (Germany)
ERP	Enterprise resource planning
e-Rx	Electronic prescription (Germany)
ESG	Environmental, sustainability, governance
ESRS	European Sustainability Reporting Standards
FMD	Falsified Medicine Directive
FTE	Full-time equivalent
GDP	Good distribution practice
GHG	Greenhouse gas
GO	Guarantee of origin
GRI	Global Reporting Initiative
GVA	Gross value added
HQ&S	Health, quality and safety
KPI	Key performance indicator
ICC	International Code Council
IPCC	Intergovernmental Panel on Climate Change
IRO	Impacts, risks and opportunity
LLM	Large language model
NA	North America
NACE	Statistical Classification of Economic Activities in the European Community
NPS	Net promoter score
OECD	The Organization for Economic Co-operation and Development
OpEx	Operating expenditure
OTC	Over-the-counter medications
PCF	Product Carbon Footprint
RM	Responsible marketing
Rx	Prescription medications
SFDR	Sustainable Finance Disclosures Regulation
SSC	Sustainability Steering Committee
YoY	Year-over-year

Assessment on applicability of the EU legislation listed in appendix B of the ESRS.

As required in ESRS (paragraph 35) if we are omitting information prescribed by a data point deriving from another piece of EU legislation, this is explicitly stated below.

Disclosure Requirement and related data point	SFDR reference	Pillar 3 reference	Benchmark Regulation reference	EU Climate Law reference	Reference location in report
ESRS 2 GOV-1: Board's gender diversity paragraph 21 (d)	x		x		Strategy and governance
ESRS 2 GOV-1: Percentage of board members who are independent paragraph 21 (e)			x		Strategy and governance
ESRS 2 GOV-4: Statement on due diligence paragraph 30	x				Statement on sustainability due diligence
ESRS 2 SBM-1: Involvement in activities related to fossil fuel activities paragraph 40 (d) i	x	x	x		Strategy and governance
ESRS 2 SBM-1: Involvement in activities related to chemical production paragraph 40 (d) ii	x		x		Strategy and governance
ESRS 2 SBM-1: Involvement in activities related to controversial weapons paragraph 40 (d) iii	x		x		Strategy and governance
ESRS 2 SBM-1: Involvement in activities related to cultivation and production of tobacco paragraph 40 (d) iv			x		Strategy and governance
ESRS E1-1: Transition plan to reach climate neutrality by 2050 paragraph 14				x	Environmental - Climate change
ESRS E1-1: Undertakings excluded from Paris-aligned Benchmarks paragraph 16 (g)		x	x		Environmental - Climate change
ESRS E1-4: GHG emission reduction targets paragraph 34	x	x	x		Environmental - Climate change
ESRS E1-5: Energy consumption from fossil sources disaggregated by sources (only high climate impact sectors) paragraph 38	x				Environmental - Climate change
ESRS E1-5: Energy consumption and mix paragraph 37	x				Environmental - Climate change
ESRS E1-5: Energy intensity associated with activities in high climate impact sectors paragraphs 40 to 43	x				Environmental - Climate change
ESRS E1-6: Gross Scope 1, 2, 3 and Total GHG emissions paragraph 44	x	x	x		Environmental - Climate change
ESRS E1-6: Gross GHG emissions intensity paragraphs 53 to 55	x	x	x		Environmental - Climate change
ESRS E1-7: GHG removals and carbon credits paragraph 56				x	Environmental - Climate change
ESRS E1-9: Exposure of the benchmark portfolio to climate-related physical risks paragraph 66			x		Phase-in
ESRS E1-9: Disaggregation of monetary amounts by acute and chronic physical risk paragraph 66 (a)		x			Phase-in
ESRS E1-9: Location of significant assets at material physical risk paragraph 66 (c).		x			Phase-in
ESRS E1-9: Breakdown of the carrying value of its real estate assets by energy-efficiency classes paragraph 67 (c).		x			Phase-in
ESRS E1-9: Degree of exposure of the portfolio to climate- related opportunities paragraph 69			x		Phase-in
ESRS E2-4: Amount of each pollutant listed in Annex II of the E-PRTR Regulation (European Pollutant Release and Transfer Register) emitted to air, water and soil, paragraph 28	x				Environmental - Pollution
ESRS E3-1: Water and marine resources paragraph 9	x				Not material for Redcare
ESRS E3-1: Dedicated policy paragraph 13	x				Not material for Redcare
ESRS E3-1: Sustainable oceans and seas paragraph 14	x				Not material for Redcare
ESRS E3-4: Total water recycled and reused paragraph 28 (c)	x				Not material for Redcare
ESRS E3-4: Total water consumption in m^3 per net revenue on own operations paragraph 29	x				Not material for Redcare
ESRS 2- SBM 3 - E4 paragraph 16 (a) i	x				Environmental - Pollution
ESRS 2- SBM 3 - E4 paragraph 16 (b)	x				Environmental - Pollution
ESRS 2- SBM 3 - E4 paragraph 16 (c)	x				Environmental - Pollution

ESRS E4-2: Sustainable land / agriculture practices or policies paragraph 24 (b)	x				Environmental - Biodiversity
ESRS E4-2: Sustainable oceans / seas practices or policies paragraph 24 (c)	x				Environmental - Biodiversity
ESRS E4-2: Policies to address deforestation paragraph 24 (d)	x				Environmental - Biodiversity
ESRS E5-5: Non-recycled waste paragraph 37 (d)	x				Environmental - Circularity
ESRS E5-5: Hazardous waste and radioactive waste paragraph 39	x				Environmental - Circularity
ESRS 2- SBM3 - S1: Risk of incidents of forced labour paragraph 14 (f)	x				Social - Own workforce
ESRS 2- SBM3 - S1: Risk of incidents of child labour paragraph 14 (g)	x				Social - Own workforce
ESRS S1-1: Human rights policy commitments paragraph 20	x				Social - Own workforce
ESRS S1-1: Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 21			x		Social - Own workforce
ESRS S1-1: processes and measures for preventing trafficking in human beings paragraph 22	x				Social - Own workforce
ESRS S1-1: workplace accident prevention policy or management system paragraph 23	x				Social - Own workforce
ESRS S1-3: grievance/complaints handling mechanisms paragraph 32 (c)	x				Social - Own workforce
ESRS S1-14: Number of fatalities and number and rate of work-related accidents paragraph 88 (b) and (c)	x		x		Social - Own workforce;Phase-in
ESRS S1-14: Number of days lost to injuries, accidents, fatalities or illness paragraph 88 (e)	x				Social - Own workforce; Phase-in
ESRS S1-16: Unadjusted gender pay gap paragraph 97 (a)	x		x		Social - Own workforce
ESRS S1-16: Excessive CEO pay ratio paragraph 97 (b)	x				Social - Own workforce
ESRS S1-17: Incidents of discrimination paragraph 103 (a)	x				Social - Own workforce
ESRS S1-17: Non-respect of UNGPs on Business and Human Rights and OECD Guidelines paragraph 104 (a)	x		x		Social - Own workforce
ESRS 2- SBM3 – S2: Significant risk of child labour or forced labour in the value chain paragraph 11 (b)	x				Social - Workers in the value chain
ESRS S2-1: Human rights policy commitments paragraph 17	x				Social - Workers in the value chain
ESRS S2-1: Policies related to value chain workers paragraph 18	x				Social - Workers in the value chain
ESRS S2-1: Non-respect of UNGPs on Business and Human Rights principles and OECD guidelines paragraph 19	x		x		Social - Workers in the value chain
ESRS S2-1: Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 19			x		Social - Workers in the value chain
ESRS S2-4: Human rights issues and incidents connected to its upstream and downstream value chain paragraph 36	x				Social - Workers in the value chain
ESRS S3-1: Human rights policy commitments paragraph 16	x				Not material for Redcare
ESRS S3-1: non-respect of UNGPs on Business and Human Rights, ILO principles or OECD guidelines paragraph 17	x		x		Not material for Redcare
ESRS S3-4: Human rights issues and incidents paragraph 36	x				Not material for Redcare
ESRS S4-1: Policies related to consumers and end-users paragraph 16	x				Social - Consumers and end-users
ESRS S4-1: Non-respect of UNGPs on Business and Human Rights and OECD guidelines paragraph 17	x		x		Social - Consumers and end-users
ESRS S4-4: Human rights issues and incidents paragraph 35	x				Social - Consumers and end-users
ESRS G1-1: United Nations Convention against Corruption paragraph 10 (b)	x				Governance - Business conduct
ESRS G1-1: Protection of whistle- blowers paragraph 10 (d)	x				Governance - Business conduct
ESRS G1-4: Fines for violation of anti-corruption and anti-bribery laws paragraph 24 (a)	x		x		Governance - Business conduct
ESRS G1-4: Standards of anti- corruption and anti- bribery paragraph 24 (b)	x				Governance - Business conduct

Financial calendar 2026.



15 April 2026	Annual General Meeting
6 May 2026	Publication Interim Statement Q1 2026
29 July 2026	Publication Half-Year Report 2026
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Based on the EU's Regulation 524/2013, the EU Commission has set up an interactive website through which consumers and traders can resolve disputes online out of court. You can find the ODR platform here: http://ec.europa.eu/consumers/odr/

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