

THIS RELEASE AND THE INFORMATION CONTAINED HEREIN IS NOT BEING ISSUED AND MAY NOT BE DISTRIBUTED IN THE UNITED STATES OF AMERICA.

zooplus AG: Strong increase in total sales and earnings in the first nine months of 2014; capital increase for financing further growth resolved

- **Total sales rise by 31.5 % to EUR 403.4 m (9M 2013: EUR 306.7 m)**
- **Forecast for total sales 2014 of at least EUR 550 m confirmed**
- **Earnings before taxes (EBT) rise to EUR 6.1 m (+ EUR 4.9 m year-on-year)**
- **EBT target of around EUR 8 m confirmed for full year 2014**
- **Outlook for total sales 2017 of at least EUR 1,100 m**
- **Capital increase from authorized capital of around 10 % of the registered share capital resolved to finance the planned continued strong growth**

Munich, November 17, 2014 – zooplus AG (WKN 511170, ISIN DE0005111702, ticker symbol ZO1), Europe's leading online retailer for pet supplies, generated total sales of EUR 403.4 m (9M 2013: EUR 306.7 m) in the first nine months of the financial year 2014 according to its final figures. In the third quarter, the Company's total sales grew to EUR 146.4 m (Q3 2013: EUR 107.8 m), representing an increase of 35.8 % over the previous year's period. For the first nine months, sales advanced to EUR 384.8 m (9M 2013: EUR 292.7 m) and other income increased to EUR 18.6 m (9M 2013: EUR 14.0 m). In the third quarter 2014, these figures improved to EUR 140.0 m (Q3 2013: EUR 102.5 m) and EUR 6.4 m (Q3 2013: EUR 5.3 m) respectively.

Parallel to the strong improvement in total sales, zooplus AG was also able to continue its positive earnings development from the first half of the year. In the first nine months of 2014, earnings before taxes (EBT) increased by EUR 4.9 m to EUR 6.1 m, while in the third quarter, the Company achieved EBT of EUR 2.8 m (Q3 2013: EUR 1.7 m).

This positive development comes on the back of further benefits from economies of scale due to the accelerated sales growth year-on-year and efficiency gains in all cost positions. There was another reduction in overall costs for marketing, logistics, personnel and administration, depreciation, amortization and interest in the third quarter, and this accumulated to 29.2 % of total sales, following 29.8 % in the second quarter. Over the first nine months as a whole, the cost ratio fell from 33.9 % in the previous year to now 30.1 %.

In the first nine months of 2014, operating cash flow came in at EUR -0.9 m, which is primarily attributable to a rise in inventories.

The total assets of the zooplus Group were recorded at EUR 109.6 m as of September 30, 2014 (December 31, 2013: EUR 83.7 m). Therefore, the equity ratio stood at 43.2 %.

On the back of the positive business development, the Management Board of zooplus AG is confirming the recently increased 2014 forecast for total sales of at least EUR 550 m and earnings before taxes of around EUR 8 m.

Dr. Cornelius Patt, CEO of zooplus AG, is also confident for the years ahead: "Based on the positive development in total sales in 2014 and our further improved market position in Europe, we are anticipating total sales of around EUR 700 m for 2015. At the same time, despite an accelerated growth, we expect an improvement in EBT to EUR 8 - 12 m for 2015, before possible one-off effects from our IT migration. From the current perspective, total sales in 2016 should increase to around EUR 900 m and in 2017 break the billion mark for the first time with EUR 1.1 bn. EBT should rise to EUR 20 to 35 m by then."

In order to finance and secure the planned continued strong growth up to over one billion euros, as well as increase the liquidity reserves of the Company, the Management Board of zooplus AG has resolved, with the approval of the Supervisory Board, to use the existing authorized capital and increase the share capital of the Company, excluding the subscription rights of the existing shareholders, by up to EUR 610,039 in return for the issuing of up to 610,039 new no-par value bearer shares in the Company. The newly issued shares will be offered by way of private placement via an accelerated bookbuilding process to international institutional investors. The placement price and proceeds will be announced after the price has been set. Deutsche Bank will support the transaction as Sole Bookrunner.

As Dr. Patt comments on the capital increase: “According to our information, zooplus is market leader in all relevant online markets within Europe and is therefore the fastest growing company in the overall market for pet supplies both online and offline – a market worth around EUR 25 billion. The resolved capital increase enables us to strengthen our capital base and prepares us to systematically make the most of this extraordinary growth opportunity.”

The full report for the first nine months of 2014 is available for download from today on the website investors.zooplus.com.

DISCLAIMER

This release is for information purposes only and does not constitute an offer to buy, sell, exchange or transfer securities, or a solicitation of an offer to buy securities of zooplus AG (the “Issuer”), in the United States of America, Germany or any other jurisdiction. Securities may not be offered or sold in the United States of America absent registration or an exemption from registration under the U.S. Securities Act of 1933, as amended (the “Securities Act”). The securities described herein have not been and will not be registered under the Securities Act, or the laws of any State, and may not be offered or sold within the United States of America, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable State laws. Neither the Issuer nor any other person participating in the transaction described herein intends to register in connection with this notice any securities described herein in the United States of America or in any other jurisdiction within the United States of America, or to conduct a public offering of securities in the United States of America.

Deutsche Bank AG is acting solely for the Issuer and no one else and will not be responsible for providing the protections afforded to customers of Deutsche Bank AG nor for providing advice in relation to the transaction.

The shares may not be offered to the public in any jurisdiction in circumstances which would require the preparation or registration of any prospectus or offering document relating to the shares in such jurisdiction.

No action has been taken by the Issuer or Deutsche Bank AG or any of their respective affiliates that would permit an offering of the shares or possession or distribution of this announcement or any other offering or publicity material relating to such securities in any jurisdiction where action for that purpose is required.

In member states of the European Economic Area (“EEA”), this announcement and any offer if made subsequently is directed only at persons who are “qualified investors” within the meaning of Article 2(1)(e) of the Prospectus Directive (Directive 2003/71/EC) (“Qualified Investors”). Any person in the EEA who acquires the securities in any offer (an “Investor”) or to whom any offer of the securities is made will be deemed to have represented and agreed that it is a Qualified Investor. Any Investor will also be deemed to have represented and agreed that any securities acquired by it in the offer have not been acquired on behalf of

persons in the EEA other than Qualified Investors or persons in the UK and other member states (where equivalent legislation exists) for whom the Investor has authority to make decisions on a wholly discretionary basis, nor have the securities been acquired with a view to their offer or resale in the EEA to persons where this would result in a requirement for publication by the Issuer or Deutsche Bank AG of a prospectus pursuant to Article 3 of the Prospectus Directive. The Issuer and Deutsche Bank AG and any of their affiliates, and others will rely upon the truth and accuracy of the foregoing representations and agreements.

This release contains forward-looking statements. These statements are based on current experience, estimates and projections of the management and currently available information. They are not guarantees for the realization of the future developments and results stated. The future developments and results are dependent on a wide range of factors. They encompass various risks and uncertainties, and are based upon assumptions as to future events that may not be accurate. Zooplus does not assume any obligation to update the forward-looking statements contained in this release.

Company profile:

zooplus was founded in 1999 and has established itself as Europe's leading online retailer for pet products, measured by sales and total sales. In 2013, the latter amounted to EUR 427 m and has therefore increased seven-fold since 2007. The Company's business model has already been introduced successfully in 27 European countries. zooplus offers products for all pet varieties. Its product range comprises foods (dry and wet pet foods as well as pet food supplements) and pet accessories (such as cat trees, dog baskets and toys) in all price categories. In addition to a selection of over 8,000 products, zooplus customers benefit from a range of interactive online content and community features. Pet supplies is a key market segment within the European retail landscape. Sales within the pet supplies industry amount to around EUR 25 bn in the European Union. Continued strong growth is expected for eCommerce in Europe also in the coming years. zooplus is therefore anticipating continued dynamic growth for the future.

Online at: www.zooplus.de

Investor relations / media contact:

Susanne Emich
cometis AG
Unter den Eichen 7
65195 Wiesbaden
Phone: +49 (0)611-205855-15
Fax: +49 (0)611-205855-66
Email: emich@cometis.de
Web: <http://www.cometis.de/>