

CONVOCAATION OF THE ANNUAL GENERAL MEETING OF REDCARE PHARMACY N.V. TO BE HELD PHYSICALLY AND VIRTUALLY ON 15 APRIL 2026

Redcare Pharmacy N.V. (the "**Company**"), a public limited liability company incorporated and existing under the laws of The Netherlands, hereby invites its shareholders to attend the 2026 annual general meeting of the Company ("**2026 AGM**") to be held on Wednesday, 15 April 2026 at 10:00 (Amsterdam time). The 2026 AGM will be a hybrid meeting, meaning that shareholders are invited to attend the meeting either physically or virtually.

This convocation notice is divided into three sections:

Section A. Agenda

Section B. Explanatory notes to the agenda

Section C. General information and instructions on how to attend the 2026 AGM

This convocation notice has to be read in conjunction with the following documents, which are attached hereto and/or can be found on our corporate website:

- Annual report (including financial statements and sustainability statements) for the financial year 2025
- Proposed 2026 Managing Board Remuneration Policy
- Proposed 2026 Managing Board Stock Option Plan
- Hybrid Meetings Policy

Redcare Pharmacy N.V.

The Managing Board

4 March 2026



Section A. AGENDA

1. **Opening**
2. **Review of the financial year 2025**
 - a. Report of the Managing Board (including sustainability statements) regarding the financial year 2025 (*discussion item*)
 - b. Application of the Dutch Corporate Governance Code (*discussion item*)
 - c. Remuneration report for the financial year 2025 (*advisory voting item*)
3. **2025 Financial Statements**
 - a. Adoption of the financial statements for the financial year 2025 (*voting item*)
 - b. Discharge from liability of all members of the Managing Board for the performance of their duties during the past financial year (*voting item*)
 - c. Discharge from liability of all members of the Supervisory Board for the performance of their duties during the past financial year (*voting item*)
4. **Re-appointment of the external auditor**
 - a. Re-appointment of Forvis Mazars Accountants N.V. as external auditor of the Company to audit the financial statements of the Company for the financial year ending 31 December 2026 (*voting item*)
 - b. Re-appointment of Forvis Mazars Accountants N.V. as external auditor of the Company to perform a limited assurance audit on the sustainability statements of the Company for the financial year ending on 31 December 2026 (*voting item*)
5. **Remuneration Policy**
 - a. Adoption of the revised Managing Board Remuneration Policy (*voting item*)
 - b. Approval of the 2026 Managing Board Stock Option Plan (*voting item*)
6. **Composition of the Managing Board**
 - a. Notification of the intention of the Supervisory Board to appoint Hendrik Krampe as member of the Managing Board with the title “Chief Financial Officer” for a term of four years (*discussion item*)
7. **Composition of the Supervisory Board**
 - a. Appointment of Mrs. Anja Hendel as a member of the Supervisory Board for a term of two years (*voting item*)
 - b. Appointment of Max Müller as a member of the Supervisory Board for a term of two years (*voting item*)
 - c. Appointment of Peter Schmid von Linstow as a member of the Supervisory Board for a term of two years (*voting item*)

[to be continued on the following page]



8. Shares

- a. Authorisation of the Managing Board to repurchase shares in the Company's own share capital up to a maximum of 10% for a period of 18 months (*voting item*)
- b. Designation of the Managing Board as the corporate body authorised, for the duration of the calendar year 2026, to issue shares and to grant rights to subscribe for shares under, pursuant to and in connection with the 2019 Employee Stock Option Plan and to restrict or exclude pre-emptive rights in connection therewith (*voting item*)

9. Any other business

10. Closing



Section B. EXPLANATORY NOTES TO THE AGENDA

Agenda item 1: Opening

Agenda item 2.a.: Report of the Managing Board (including the sustainability statements) regarding the financial year 2025 (*discussion item*)

The managing board of the Company (the "**Managing Board**") will first give a presentation regarding the performance of the Company in 2025 as presented and described in the financial statements and in the report of the Managing Board (including the sustainability statements) for the financial year 2025 as included in the annual report for the financial year 2025 (the "**Annual Report**").

Forvis Mazars Accountants N.V. has audited the financial statements for the financial year 2025 and has issued an unqualified auditor's opinion thereon. Forvis Mazars Accountants N.V. also performed an assurance audit on the sustainability statements and has provided limited assurance thereon.

The shareholders will then be invited to discuss the Annual Report.

Under this agenda item shareholders may also ask questions regarding the report of the Supervisory Board of the Company (the "**Supervisory Board**") as included in the Annual Report.

Agenda item 2.b.: Application of the Dutch Corporate Governance Code

This agenda item facilitates the discussion on the application of the 2025 Dutch Corporate Governance Code (the "**Code**"). Reference is made to the Managing Board report (including the Corporate Governance Section, as included on pages 130-136 of the Annual Report), for a detailed overview of the Company's governance structure and references to the application of the Code.

Agenda item 2.c.: Remuneration report for the financial year 2025 (*advisory voting item*)

The Supervisory Board has drawn up the Company's remuneration report for the financial year 2025 (the "**Remuneration Report**"). The Remuneration Report is submitted to the shareholders for a non-binding advisory vote in accordance with Section 2:135b subsection 2 of the Dutch Civil Code. It is proposed to approve the Remuneration Report.

To enable the advisory vote, the Supervisory Board will elaborate on the Remuneration Report that is included in the Annual Report. Thereafter, the shareholders will be invited to share their views regarding the Remuneration Report and the Company's implementation of the remuneration policy for the members of the Managing Board (the "**MB Remuneration Policy**") and of the remuneration policy for the members of the Supervisory Board (the "**SB Remuneration Policy**") and together with the MB Remuneration Policy, the "**Remuneration Policy**").



In the Remuneration Report, it is explained how the advisory vote of the general meeting at the general meeting of shareholders as held in 2025 has been considered.

Agenda item 3.a.: Adoption of the financial statements for the financial year 2025 (voting item)

The Company's financial statements for the financial year 2025 were drawn up by the Managing Board and signed by the members of the Managing Board and the Supervisory Board.

The financial statements for the financial year 2025 were published on 4 March 2026 and are submitted for adoption by the general meeting in the 2026 AGM. It is proposed to adopt the financial statements for the financial year 2025.

Agenda item 3.b.: Discharge from liability of all members of the Managing Board for the performance of their duties during the past financial year (voting item)

It is proposed to grant discharge to all current and former members of the Managing Board from liability for the performance of their duties during the financial year 2025, insofar as the performance of such duties is disclosed in the financial statements for the financial year 2025 or has otherwise been disclosed to the general meeting prior to the adoption of the financial statements for the financial year 2025.

Agenda item 3.c.: Discharge from liability of all members of the Supervisory Board for the performance of their duties during the past financial year (voting item)

It is proposed to grant discharge to all current and former members of the Supervisory Board from liability for the performance of their duties during the financial year 2025, insofar as the performance of such duties is disclosed in the financial statements for the financial year 2025 or has otherwise been disclosed to the general meeting prior to the adoption of the financial statements for the financial year 2025.

Agenda item 4.a.: Re-appointment of Forvis Mazars Accountants N.V. as external auditor of the Company to audit the financial statements of the Company for the financial year ending 31 December 2026 (voting item)

It is proposed to re-appoint Forvis Mazars Accountants N.V. as the external auditor of the Company to audit the financial statements of the Company for the financial year ending 31 December 2026.



Agenda item 4.b.: Re-appointment of Forvis Mazars Accountants N.V. as external auditor of the Company to perform a limited assurance audit on the sustainability reporting of the Company for the financial year ending on 31 December 2026 (voting item)

In anticipation of the transposition of the EU Corporate Sustainability Reporting Directive ("CSRD") into Dutch law and subject to the Dutch CSRD implementation bill taking effect for the financial year 2026, it is proposed to re-appoint Forvis Mazars Accountants N.V. as external auditor of the Company to perform a limited assurance audit on the sustainability report of the Company for the financial year ending on 31 December 2026.

Agenda item 5.a.: Adoption of the revised Remuneration Policy for the Managing Board (voting item)

The current remuneration policy for the members of the Managing Board (the "**MB Remuneration Policy**") was adopted on 14 April 2022. In accordance with section 2:135a subsection 2 of the Dutch Civil Code, the remuneration policy should be submitted to the general meeting for adoption at least every four years. In accordance with article 15.1 of the Company's articles of association, the Supervisory Board therefore proposes to the general meeting to adopt the revised MB Remuneration Policy (the "**2026 MB Remuneration Policy**").

The Supervisory Board is committed to enhancing stakeholder support for the revised remuneration proposal. With the support of an external independent advisor, the Supervisory Board conducted a thorough review process of the MB Remuneration Policy where strategic alignment, remuneration competitiveness and feedback from institutional investors and proxy advisors alongside current market practices played a large role.

Based on this review, the Supervisory Board is pleased to present the 2026 MB Remuneration Policy, which can be found on the corporate website.

The Supervisory Board decided to retain the Managing Board Stock Option Plan as part of the LTI-design, as it feels that 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 comprehensively rework of the MB Remuneration Policy to provide greater level of detail, transparency, and precision for our investors and to adjust for a slightly more balanced risk profile.

The key changes are as follows:

1. A shareholding ownership requirement is seen as disproportionate for the members of the Managing Board, since the Management Board Stock Option Plan by principle is concentrating on long-term value creation by its focus on share price development. In addition, the Company does not foresee a short-term incentive.
2. The exercise period under the revised Management Board Stock Option Plan is extended from three to four years.



3. The updated definition of the performance criteria now follows a more transparent methodology and the default indicators selected as well as their weightings are clearly disclosed within the 2026 MB Remuneration Policy to consider feedback on transparency from institutional investors and proxy advisors.
4. To ensure the 2026 MB Remuneration Policy aligns with developing market best practices and the expectations of investors, updates were made to the “Malus” and “Clawback” provision and the leaver arrangements for handling outstanding variable remuneration in the case of early termination and change of control.
5. Additionally, the Supervisory Board intends to replace current employment or services agreements of members of the Managing Board with subsidiaries of the Company by executive services agreements with the Company with the aim to align the terms and conditions with market practice, which includes lowering the severance payment from 12 to 8 months and shortening the notice periods to four months for both the Managing Board members and the Company.

The Supervisory Board, upon the recommendation of the Remuneration Committee, proposes to adopt the 2026 MB Remuneration Policy. If adopted, the 2026 MB Remuneration Policy will be effective retroactively as of 1 January 2026. The Supervisory Board is of the opinion that the 2026 MB Remuneration Policy is in the best interest of the Company and its stakeholders.

The works council has rendered a positive advice regarding the proposed 2026 MB Remuneration Policy noting that the 2026 MB Remuneration Policy fundamentally strengthens the long-term and sustainable alignment of Managing Board remuneration.

The proposal under this agenda item can only be adopted by a majority of at least 75% of the votes cast.

Agenda item 5.b.: Approval of the 2026 Managing Board Stock Option Plan (*voting item*)

In accordance with Section 2:135 subsection 5 of the Dutch Civil Code and article 15.3 of the Company's articles of association and under the condition precedent of the 2026 MB Remuneration Policy being adopted, it is proposed to the general meeting to approve the 2026 Managing Board Stock Option Plan (the “**2026 MB SOP**”). Reference is made to the 2026 MB SOP which can be found on the corporate website.

The 2026 MB SOP reflects the 2026 MB Remuneration Policy as set out above under agenda item 5.a. The vesting of stock options is subject to the achievement of pre-determined performance criteria. A holding period of one year applies as from the vesting of the stock options. The effective date of the 2026 MB SOP is 1 January 2026, once approved by the general meeting, and it will have a term of five years. No stock options shall be granted under the 2026 MB SOP after 31 December 2030.



The approval of the 2026 MB SOP includes the designation by the general meeting of the Supervisory Board as the corporate body authorised to issue shares and to grant rights to subscribe for shares and restrict or exclude pre-emptive rights of existing shareholders to the extent required, up to a maximum of (rights to subscribe for) 1,028,000 (i.e. approx. 5% of the total number of issued shares outstanding on the date of the 2026 AGM), for the same period as the term of the 2026 MB SOP.

Agenda item 6.a.: Notification of the intention of the Supervisory Board to appoint Hendrik Krampe as member of the Managing Board with the title “Chief Financial Officer” for a term of four years (*discussion item*)

In accordance with article 14.3 of the articles of association of the Company, the Supervisory Board notifies the general meeting of its intention to appoint Mr. Krampe as a member of the Managing Board with the title “Chief Financial Officer” of the Company for a term with an effective date of 15 April 2026 and ending at the close of the annual general meeting held in 2030. The relevant details from Mr. Krampe's curriculum vitae have been included below.

Mr. Hendrik Krampe – curriculum vitae

Age:	55
Nationality:	German
Relevant work experience:	<ul style="list-style-type: none"> ▪ eBay, various roles including Finance Director of eBay's Retail Media business 2004-2014 ▪ Amazon, Finance Director of the European marketplace business 2017-2025

Mr. Krampe is an internationally experienced finance leader with a deep understanding of digital business models. The Supervisory Board feels that his perspective from two of the world's most successful online stores will help Redcare build on its strong financial foundation and drive the next phase of profitable growth. Mr. Krampe has broad expertise in efficiently scaling digital businesses, particularly marketplaces and retail media which complements the Company's strategy.

Mr. Krampe does not hold any supervisory positions.

The 2026 MB Remuneration Policy will apply to Mr. Krampe, once the Supervisory Board has appointed him and on the condition precedent of the 2026 MB Remuneration Policy being adopted. The service agreement of Mr. Krampe with the Company and the remuneration of Mr. Krampe have been determined by the Supervisory Board in accordance with the 2026 MB Remuneration Policy.

The proposed appointment of Hendrik Krampe is supported by the Company's works council.

The main elements of the service agreement of Mr. Krampe are included below:



Mr. Hendrik Krampe – Key terms service agreement	
Effective date of the contract:	15 April 2026
Contractor:	Redcare Pharmacy N.V.
Annual base compensation:	EUR 450,000
Short term benefits:	None
Other remuneration components:	It is envisaged that Mr. Krampe will receive an annual average target value of approximately EUR 650,000 in the form of rights to subscribe for shares (i.e. stock option grants) under, pursuant to and in connection with the 2026 MB SOP.
Notice period upon termination:	Four months for both Mr. Krampe and Redcare Pharmacy N.V.
Severance:	Severance payments are limited to eight monthly base salaries in the event of involuntary termination.
Pension:	Participation in the Company's defined contribution plan (2026:12% of the pensionable base)

The Supervisory Board is of the opinion that a ratio of approximately 2/5 as base compensation and 3/5 in the form of long-term performance-based incentives strikes a healthy balance between fixed and variable compensation and will ensure that the interests of Mr. Krampe are fully aligned with those of the Company.

Agenda item 7: Composition of the Supervisory Board

At the close of the 2026 AGM, Mr. Björn Söder, Mr. Jérôme Cochet and Mrs. Jaska de Bakker will resign as members of the Supervisory Board. Consequently, the Supervisory Board proposes to appoint three new Supervisory Board members under agenda items 7.a. through 7.c. Michael Köhler will succeed Björn Söder as chair of the Supervisory Board.

Agenda item 7.a.: Appointment of Mrs. Anja Hendel as member of the Supervisory Board for a term of two years (*voting item*)

In accordance with article 21 of the Company's articles of association, and by way of a non-binding nomination of the Supervisory Board, it is proposed to the general meeting to appoint Mrs. Hendel as member of the Supervisory Board for a first term of two years, with effect as per the date of the 2026 AGM (i.e. 15 April 2026) and ending at the close of the annual general meeting to be held in 2028.



Mrs. Anja Hendel – curriculum vitae

Age:	47
Profession:	Technology & AI Advisor
Number of shares held in the Company:	None
Relevant work experience:	<ul style="list-style-type: none"> ▪ Managing Director of diconium Group (Volkswagen Group) 2020 – 2025 ▪ Various leadership positions at Porsche 2013 – 2019 ▪ Head of IT Project Portfolio Management & SAP Services at Celesio 2007 – 2013 ▪ Technology consultant at Capgmini 2002 - 2007
Experience as a supervisory director:	<ul style="list-style-type: none"> ▪ Supervisory Board member of Marquardt Group 2023 – present ▪ Member of the Advisory Board of talentsconnect, 2020 – 2025 ▪ Member of several Advisory Board of start-ups 2025 – present

Mrs. Hendel will bring extensive knowledge of digital strategy, technology governance and organisational transformation. She most recently served as managing director at diconium, a digital business transformation partner and Volkswagen Group company. Mrs. Hendel has over 20 years of experience of helping organisations build software capabilities, adopt AI, and develop future-proof digital business models. The Supervisory Board believes that her appointment will strengthen the Supervisory Board’s capacity to contribute to the Company’s growth ambition in a rapidly scaling business and shaping the future of healthcare delivery and pharmacy services in Europe and areas such as AI, digital transformation and scalable health technologies.

The proposed appointment of Mrs. Hendel to the Supervisory Board is in accordance with the Company's articles of association. The appointment of Mrs. Hendel complies with the provisions of Section 2:142a of the Dutch Civil Code limiting the number of supervisory positions that may be held by supervisory board members of certain large companies. Mrs. Hendel is considered independent within the meaning of the Dutch Corporate Governance Code.

The nomination is supported by the Company’s works council. Subject to her appointment, the Supervisory Board Remuneration Policy will apply to Mrs. Hendel.

Agenda item 7.b.: Appointment of Mr. Max Müller as a member of the Supervisory Board for a term of two years (*voting item*)

In accordance with article 21 of the Company's articles of association, and by way of non-binding nomination of the Supervisory Board, it is proposed to the general meeting to appoint Mr. Müller as a member of the Supervisory Board with effect as per the date of this General Meeting (i.e. 15 April 2026). The proposed appointment is for a two-year term ending at the close of the annual general meeting to be held in 2028.



Max Müller – curriculum vitae

Age:	50
Profession:	Senior Vice President/Head Global Public Affairs at BAYER AG
Number of shares held in the Company:	None
Relevant work experience:	<ul style="list-style-type: none">▪ Chief Strategy Officer and member of the Executive Board at DocMorris 2013-2020▪ Vice President External Affairs and Corporate Communication at Celesio 2008-2012▪ Managing Director, KPW-Gesellschaft für Kommunikation in Politik - Wirtschaft 2002-2007
Experience as a supervisory director:	None

For more than 20 years, Mr. Müller has built a career in public affairs, corporate communications, and strategic leadership within the healthcare sector and held several board positions at DocMorris and Celesio. He is currently serving as Senior Vice President and Head of Global Public Affairs at Bayer, where he leads engagement with governmental and regulatory stakeholders. The Supervisory Board believes that his appointment will strengthen the Supervisory Board's capacity to contribute to the Company's growth ambition and shaping the future of healthcare delivery and pharmacy services in Europe and areas such as AI, digital transformation and scalable health technologies.

The proposed appointment of Mr. Müller to the Supervisory Board is in accordance with the Company's articles of association. The appointment of Mr. Müller complies with the provisions of Section 2:142a of the Dutch Civil Code limiting the number of supervisory positions that may be held by supervisory board members of certain large companies.

Mr. Müller is considered independent within the meaning of the Dutch Corporate Governance Code.

The nomination is supported by the works council of the Company.

Subject to his appointment, the Supervisory Board Remuneration Policy will apply to Mr. Müller.

Agenda item 7.c.: Appointment of Mr. Peter Schmid von Linstow as a member of the Supervisory Board for a term of two years (*voting item*)

In accordance with article 21 of the Company's articles of association, and by way of non-binding nomination of the Supervisory Board, it is proposed to the general meeting to appoint Mr. Schmid von Linstow as a member of the Supervisory Board with effect as per the date of this General Meeting (i.e. 15 April 2026). The proposed appointment is for a two-year term ending at the close of the annual general meeting to be held in 2028.



Peter Schmid von Linstow – curriculum vitae

Age:	55
Profession:	Investor and advisor
Number of shares held in the Company:	None
Relevant work experience:	<ul style="list-style-type: none">▪ CEO at Partner at Visible 2012 – 2025▪ CEO at Parship 2009 – 2012▪ CEO at eBay 2006 – 2009▪ CFO at AutoScout24 Deutschland 1999 – 2006
Experience as a supervisory director:	<ul style="list-style-type: none">▪ Advisory Board member at Julius Schulte Trebsen 2019 – present▪ Advisory Board member at Karriere Tutor 2024 – present▪ Chairman, State Commission “Internet & Digital Economy” of Wirtschaftsrat Hamburg 2017 - 2021

Mr. Schmid von Linstow will bring strong strategic leadership thanks to his extensive experience in rapidly scaling businesses at Visible, Parship, eBay and AutoScout24. Mr. Schmid von Linstow has held executive responsibility for strategy execution and financial oversight in complex international organizations for more than 20 years. The Supervisory Board believes that his appointment will strengthen the Supervisory Board’s capacity to contribute to the Company’s growth ambition in a rapidly scaling business and shaping the future of healthcare delivery and pharmacy services in Europe and areas such as AI, digital transformation and scalable health technologies.

The proposed appointment of Mr. Schmid von Linstow to the Supervisory Board is in accordance with the Company’s articles of association. The appointment of Mr. Schmid von Linstow complies with the provisions of Section 2:142a of the Dutch Civil Code limiting the number of supervisory positions that may be held by supervisory board members of certain large companies.

The nomination is supported by the works council of the Company.

Subject to his appointment, the Supervisory Board Remuneration Policy will apply to Mr. Schmid von Linstow.

It is intended that Mr. Schmid von Linstow will be appointed as chair of the audit committee.



Agenda item 8.a.: Authorisation of the Managing Board to repurchase shares in the Company's own share capital up to a maximum of 10% for a period of 18 months (*voting item*)

It is proposed that the general meeting authorises the Managing Board to repurchase shares, on the stock exchange or otherwise, for a period of 18 months as from the date of the 2026 AGM (i.e. up to and including 14 October 2027), up to a maximum of 10% of the total number of issued shares outstanding on the date of the 2026 AGM, provided that the Company will 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 volume-weighted average price on the Xetra trading venue at the Frankfurt Stock Exchange for five trading days prior the day of purchase plus 10%. This price range enables the Company to adequately repurchase its own shares, also in volatile market conditions.

Agenda item 8.b.: Designation of the Managing Board as the corporate body authorised to issue shares and to grant rights to subscribe for shares under, pursuant to and in connection with the 2019 ESOP for the calendar year 2026 and to restrict or exclude pre-emptive rights in connection therewith (*voting item*)

In 2019, an employee stock option plan was implemented pursuant to which certain employees of the Company can be issued shares or grant rights to subscribe for shares in the share capital of the Company (i.e. stock options) (the "**2019 ESOP**"). The 2019 ESOP was evaluated by the Managing Board and an amendment of the terms of the 2019 ESOP was, with the Supervisory Board's prior approval, adopted during the 2022 annual general meeting of the Company (i.e. on 14 April 2022). This 2019 ESOP expires on 30 June 2026.

It is proposed that the general meeting designates the Managing Board as the corporate body authorised, for the duration of the calendar year 2026, to issue shares and to grant rights to subscribe for shares and restrict or exclude pre-emptive rights of existing shareholders to the extent required and in connection therewith, subject to the prior approval of the Supervisory Board, up to a maximum of (rights to subscribe for) 50,000 shares (i.e. approx. 0.24% of the total number of issued shares outstanding on the date of the 2026 AGM), under, pursuant to and in connection with the 2019 ESOP.

For the avoidance of doubt, the authority to issue shares and to grant rights to subscribe for shares under this authorisation of the Managing Board in connection with the 2019 ESOP will not be deducted from the general authorisation to issue shares granted to the Managing Board pursuant to the resolution of the general meeting on 17 April 2024.

Agenda item 9: Any other business

Agenda item 10: Closing



Section C. GENERAL INFORMATION

C.1. Hybrid meeting

The 2026 AGM will take place as a hybrid meeting. This means that the Company's shareholders, who are entitled to participate and exercise voting rights, can take part in the 2026 AGM either:

- a. in-person at Bilderberg Château Holtmühle, Kasteellaan 10, 5932 AG, Tegelen, municipality Venlo (the Netherlands); or
- b. via the online platform provided by the Company's service provider CAPTRACE GmbH (such online platform, the "**Virtual AGM Platform**").

The requirements for registration for the 2026 AGM and the process regarding (virtual) voting and submitting questions are set forth below. The Company's hybrid meetings policy and the terms and conditions regarding virtual general meetings (available on the Virtual AGM Platform) apply to all shareholders who wish to attend, participate and vote at the meeting via the Virtual AGM Platform.

Recognizing the ongoing importance of promoting environmental sustainability and reducing carbon footprints, the Company has decided to organize the 2026 AGM as a hybrid meeting. This format allows shareholders the flexibility to participate either in-person or virtually, aligning with the Company's commitment to environmental responsibility.

C.2. Meeting documents

The agenda with the explanatory notes thereto and the related documents are available on the Company's corporate website in the section Investor Relations/Corporate Governance/Annual General Meeting 2026 as from today (click [here](#)). Copies of the aforementioned documents are also available to shareholders free of charge. If you wish to receive copies, please contact us via investors@redcare-pharmacy.com. These documents are also available for review by shareholders at the Company's offices at Erik de Rodeweg 11-13, 5975 WD Sevenum, The Netherlands.

C.3. Attendance and registration

Shareholders who wish to attend and vote at the 2026 AGM (either in-person or through the Virtual AGM Platform) must:

- be a shareholder on the Record Date (see paragraph C.4 below);
- have registered for the 2026 AGM (see paragraph C.5 below);
- have received a proof of registration for the 2026 AGM (see paragraph C.6); and
- have identified themselves (see paragraph C.7 for attendance through the Virtual AGM Platform and paragraph C.8 for attendance in-person).



C.4. Record Date

The Managing Board has determined that persons entitled to participate in, and vote at, the 2026 AGM on Wednesday, 15 April 2026 will be those persons who, after all changes have been processed have these rights on **Wednesday, 18 March 2026** (the "**Record Date**") **at 18:00 (Amsterdam time)** and are registered as such in one of the designated registers, provided that those persons have registered for the 2026 AGM in time in accordance with the provisions below.

C.5. Registration

Shareholders who wish to attend and/or exercise their voting right at the 2026 AGM are required to notify CAPTRACE GmbH by email redcare-pharmacy@captrace.com through their bank or stockbroker (the "**intermediary**").

Notification for registration can take place as from **Thursday, 19 March 2026** until **Monday, 13 April 2026 at 12:00 (noon) (Amsterdam time)** at the latest. For this purpose, the intermediary that has registered the shares must, no later than **Monday, 13 April at 18:00 (Amsterdam time)**, either (i) issue a written statement either in English or in German to CAPTRACE GmbH by email redcare-pharmacy@captrace.com or (ii) confirm by means of transmission of intermediaries, in accordance with Section 67c of the German Stock Corporation Act (AktG), to the following SWIFT address:

SWIFT: CPTGDE5WXXX

Instructions in accordance with ISO 20022

Authorization via SWIFT Relationship Management Application (RMA) required,

that the shares were registered in the name of the holder thereof **on the Record Date at 18:00 (Amsterdam time)**. Each person who registers for the general meeting is requested to:

- include all required details to enable CAPTRACE GmbH to verify in an efficient manner (i) the shareholding on the Record Date, and (ii) his or her attendance and/or voting rights; and
- specify whether they (i) will attend in-person or attend through the Virtual AGM Platform and (ii) intend on (x) appointing a proxy, (y) vote in advance or (z) vote during the meeting.

C.6. Proof of registration and identification

Persons who have timely registered in accordance with paragraph C.5 above will receive proof of registration and (in case of virtual attendance) an individual login data set for the Virtual AGM Platform from the respective intermediary that has registered his/her shares, which will also serve as proof for admission to the 2026 AGM via the Virtual AGM Platform.



C.7. Attending through the Virtual AGM Platform

Shareholders, or their representatives, as applicable, who have the right to attend the 2026 AGM via the Virtual AGM Platform, are required to identify themselves electronically by entering their individual login data set on the Virtual AGM Platform.

Further details about how to follow the meeting via the webcast via the Virtual AGM Platform will be made available on the Company's corporate website on **Wednesday, 19 March 2026**, at <https://redcare-pharmacy.com> in the section Investor Relations/Corporate Governance/Annual General Meeting 2026 (click [here](#)).

Login for admission to the virtual meeting will take place on the day of the meeting from 09:00 (Amsterdam time) on Wednesday, 15 April 2026.

C.8 Attending in-person

Shareholders, or their representatives, as applicable, who have the right to attend the 2026 AGM in person, must register themselves at the registration desk at the venue in Tegelen, municipality Venlo, between 09:00 (Amsterdam time) and the start of the annual general meeting at 10:00 (Amsterdam time) on Wednesday, 15 April 2026. It is not possible to register or enter the meeting after this time. Shareholders and proxy holders can be asked to identify themselves when attending the 2026 AGM and can be declined access in case a satisfactory proof of identity or proof of registration lacks. All attendees of the 2026 AGM are therefore kindly requested to bring a valid identity document (i.e. passport, driving license, or identity card) with them.

C.9. Voting during the 2026 AGM

Shareholders who wish to vote during the 2026 AGM can only cast their votes through the Virtual AGM Platform. This applies to both shareholders who have chosen to attend the meeting in person and to shareholders who have chosen to participate virtually.

Shareholders who wish to attend in person and vote during the meeting should therefore ensure to be in possession of their individual login data set for the Virtual AGM Platform. The Company will provide laptops to shareholders attending the 2026 AGM in person who wish to vote during the meeting.



C.10. Proxy voting and voting instructions

Without prejudice to the provisions above regarding registration and attendance of the meeting, shareholders who are entitled to attend the 2026 AGM and choose to be represented may, in addition to the registering for the 2026 AGM in accordance with paragraph C.5, authorise others by means of a written proxy to attend:

- the virtual meeting and vote on their behalf by giving:
 - a) the respective intermediary (with the right of substitution), that has registered their shares, a proxy with voting instructions to represent them at the 2026 AGM and to vote on their behalf either (i) in the manner prescribed by that intermediary or (ii) ultimately by **Monday, 13 April 2026 at 12:00 (noon) (Amsterdam time)**, by means of transmission of intermediaries, in accordance with Section 67c of the German Stock Corporation Act (AktG), to the following SWIFT address:
 - SWIFT: CPTGDE5WXXX
 - Instructions in accordance with ISO 20022
 - Authorization via SWIFT Relationship Management Application (RMA) required; or
 - b) CAPTRACE GmbH an electronic proxy with voting instructions to represent them at the 2026 AGM via the Virtual AGM Platform and to vote on their behalf. In respect of this option (b), shareholders who wish to issue an electronic proxy with voting instructions must (i) login onto the Virtual AGM Platform by entering their individual login data set, and (ii) complete and duly submit the respective electronic form which will be available via the Virtual AGM Platform and accessible via the Company's corporate website from **Thursday, 19 March 2026**, at <https://redcare-pharmacy.com> in the section Investor Relations/Corporate Governance/Annual General Meeting 2026 (click [here](#)). The completed and duly submitted electronic form by the shareholder must have been received by CAPTRACE GmbH via the Virtual AGM Platform ultimately by **Monday, 13 April 2026 at 12:00 (noon) (Amsterdam time)**; or
- the meeting in person and vote on their behalf by giving: (a) a third party; or (b) CAPTRACE GmbH, a duly signed proxy with voting instructions to represent them at the 2026 AGM at the venue in Tegelen, municipality Venlo, and to vote on their behalf. In respect of both options, shareholders who wish to issue a proxy are required to use the respective form which will be available for download on the Company's website from **Thursday, 19 March 2026**, via <https://redcare-pharmacy.com> in the section Investor Relations/Corporate Governance/Annual General Meeting 2026 (click [here](#)). The completed and duly signed form by the shareholder must have been received by CAPTRACE GmbH ultimately by **Monday, 13 April 2026 at 12:00 (noon) (Amsterdam time)**, by email redcare-pharmacy@captrace.com. Before the meeting, the proxy holder must hand in a valid copy of the duly signed proxy at the registration desk.



C.11. Submission of questions

Questions can be submitted in advance of the 2026 AGM via the Virtual AGM Platform until **Monday, 13 April 2026 at 12:00 (noon) (Amsterdam time)**. During the meeting, it will also be possible to raise questions, in person for those participants attending the meeting physically or via the Virtual AGM Platform for those participants attending the meeting virtually.

To submit questions via the Virtual AGM Platform, shareholders who are entitled to attend the 2026 AGM pursuant to the above provisions and timely registered as virtual attendee, must (i) login onto the Virtual AGM Platform by entering their individual login data set, and (ii) submit their questions by using the “Questions” function via the Virtual AGM Platform.

C.12. Issued share capital and voting rights of the Company

At the date of the notice convening the 2026 AGM, the Company's issued share capital amounted to EUR 411,567.82 consisting of 20,578,391 shares in bearer form having a nominal value of EUR 0.02 each. The number of shares on which voting rights can be exercised as at the day on which the 2026 AGM is convened, is 20,578,391.

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