

Amendment
to the Declaration by the Management and Supervisory Boards of zooplus AG
pursuant to Section 161 of the Aktiengesetz (AktG – German Stock Corporation Act)
regarding the recommendations of the “Government Commission German Corporate Governance Code”

The declaration of the Management and Supervisory Boards of zooplus AG as of March 13, 2013 in regard of the recommendations of the Government Commission German Corporate Governance Code (in the version dated May 15, 2012) is amended as follows:

Item 5.1.2, 5.4.1: An age limit has been set for members of the Management and Supervisory Boards.

Item 5.3: The Supervisory Board has set up an Audit Committee. The formation of a Nomination Committee is not intended. The full Supervisory Board continues to intensively deal with selecting suitable candidates for the Supervisory Board to be proposed to the Shareholders’ Meeting.

In all other respects the declaration of conformity as of March 2013 will remain unchanged.

Munich, September 2013

On behalf of the Supervisory Board

On behalf of the Management Board

Michael Rohowski

Dr. Cornelius Patt

Chairman of the Supervisory Board

Chairman of the Management Board