

9-Monthly Report

2015

Highlights of the first nine months 2015

**Strong sales growth continued –
rise of 32.8 % to EUR 511.0 m
(previous year: EUR 384.8 m)**

Forecast for total sales raised to EUR 740 m for the full year 2015

**Earnings before taxes (EBT) rise to EUR 9.1 m
(previous year: 6.1 m)**

Further efficiency improvements and economies of scale in key cost items

Detailed earnings forecast for FY 2015

Earnings before taxes (EBT) expected to add up to approx. EUR12 m



Table of contents

To the shareholders	2	Consolidated interim financial statements	14
The zooplus AG share	2	Consolidated balance sheet	15
		Consolidated statement of comprehensive income	17
		Consolidated statement of cash flows	18
		Group statement of changes in equity	19
Interim Group Management Report	4	Notes	20
Business report	5	Notes	21
Report on events after the balance sheet date	13	Imprint	26
Report on outlook, risks and opportunities	13		

To the shareholders

The zooplus AG share

Stock chart zooplus AG: January 2 to September 30, 2015



Overview

zooplus AG's shares were admitted to the Frankfurt Stock Exchange's Entry Standard segment on May 9, 2008. About a year and a half later, on October 22, 2009, the company made a successful move to the Prime Standard segment (which is the market segment requiring the highest transparency and disclosure requirements in Germany). After a continual rise in the company's market capitalization and the share's trading volume, zooplus AG entered the SDAX on June 29, 2011.

During the current financial year, the shares have continued their upward trend and have almost doubled since the start of the year. At the close of the first trading day of the year, January 2, 2015, the shares stood at a price of EUR 66.70 on the Xetra exchange. In April of this year, the shares reached the EUR 100 mark for the

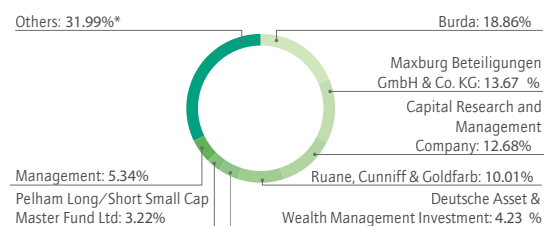
first time. By the end of the first half-year on June 30, the shares were trading at EUR 127.00. The shares reached their year-to-date high of EUR 135.00 in early August and, after a period of light consolidation, ended the reporting period on September 30, 2015, at a price of EUR 113.00.

Thus, in the first nine months of 2015, zooplus shares soared 69% and significantly outperformed their benchmark indices. During the January to September period, the SDAX increased some 15% and the DAXsubsector All Retail Internet sector index rose 16%. As of the September 30, 2015 reporting date, zooplus AG's market capitalization amounted to roughly EUR 790 m. At the end of September, the free float as defined by the Deutsche Börse was 67.47%.

Analysts

Institution	Analyst	Date	Recommendation	Target price (EUR)
Baader Bank	Volker Bosse	21.10.2015	Buy	160.00
Berenberg	Gunnar Cohrs	13.05.2015	Buy	120.00
Commerzbank	Andreas Riemann	19.08.2015	Hold	112.00
Deutsche Bank	Benjamin Kohnke	21.10.2015	Hold	135.00
Hauck & Aufhäuser	Christian Schwenkenbecher	23.10.2015	Buy	158.00
Bankhaus Lampe	Christoph Schlienkamp	21.10.2015	Hold	130.00
montega	Timo Buss	22.07.2015	Hold	130.00
Numis	Andrew Wade	29.07.2014	Add	145.00
Oddo Seydler Bank	Martin Decot	22.10.2015	Buy	140.00
quirin bank	Mark Josefson	19.08.2015	Sell	94.00

Shareholder structure



As of: October 21, 2015

Ownership according to published voting rights notifications

* Free float stands at 67.47 % according to Deutsche Börse's definition

Key data

WKN	5111 70
ISIN	DE0005111 702
Ticker symbol	Z01
Trading segment	Regulated market (Prime Standard)
Type of shares	No-par value bearer shares
Share capital in EUR as of December 31, 2014	6,984,450.00
Share capital in EUR as of September 30, 2015	6,991,478.00
Number of shares as of September 30, 2015	6,991,478
Initial listing	09.05.2008
Initial issue price *	13.00 EUR
Share price as of January 2, 2015	66.70 EUR
Share price as of September 30, 2015	113.00 EUR
Percentage change	69.42 %
Period high	135.00 EUR
Period low	64.23 EUR

Xetra closing prices

* This takes into account the capital increase from company resources in July 2011

Financial calendar 2015

November 23, 2015	German Equity Forum
January 28, 2016	Publication of 2015 preliminary sales figures
March 23, 2016	Publication of 2015 Annual Report

Business report	5
Report on events after the balance sheet date	13
Report on outlook, risks and opportunities	13

Interim Group Management Report

Interim Group Management Report as of September 30, 2015

1. Business report

A. Business performance and economic environment

a. Group structure and business activities

i. Business divisions

zooplus AG, the parent company of the Group, was founded in Munich in 1999. The Group operates in the field of e-commerce as a web-based retailer of pet supplies to private end consumers. The zooplus Group is by far the market leader in Europe in terms of sales and active customers.

The Group's primary business objectives are sustainable growth, the systematic penetration of existing markets, and the expansion of the company's online market leadership in Europe. To achieve these objectives, zooplus continuously works on expanding its infrastructure to maintain its technological edge within its segment.

Overall, zooplus offers its customers around 8,000 pet food products and accessories for dogs, cats, small pets, birds, fishes, and horses. These offers include everyday products, such as brand-name pet food generally available at specialty stores, zooplus' private label brands, and specialty items such as toys, care products, and other accessories. The company also offers a range of free information, veterinary advice, and interactive applications such as discussion forums and blogs on its websites.

zooplus generates sales by selling products from its four central fulfillment centers in Hörselgau, Germany; Tilburg, Netherlands; Wrocław, Poland; and Chalon-sur-Saône, France. The center in France began operating in March 2015, thereby increasing zooplus' maximum fulfillment capacity to roughly EUR 900 m in sales. The locations of the central warehouses allow the company to ensure fast, efficient delivery and a high degree of

general product availability for customers throughout Europe. Products are delivered to end customers using national and international delivery service providers.

From the customer's perspective, the zooplus business model stands out thanks to the combination of its broad product range, attractive prices, efficient flow of goods, and simple and convenient handling.

ii. Markets

zooplus operates in 30 countries across Europe through a variety of localized and international online shops. The company estimates that the total market volume for pet supplies in Europe was approximately EUR 25 bn (gross) in 2014. zooplus AG believes it is the definitive online market leader in terms of sales and active customers in the European high-volume markets of Germany, France, the Netherlands, Spain, and Italy, as well as in Europe as a whole. The company also estimates that it is the fastest growing company in its sector.

As of the end of September 2015, zooplus had a total of 24 localized web shops operating in the United Kingdom, Belgium, Denmark, Finland, Ireland, Croatia, Austria, Poland, Romania, Slovakia, Switzerland, Slovenia, Sweden, the Czech Republic, Hungary, Portugal, Bulgaria, Norway, and Turkey in addition to those operated in the five high-volume markets mentioned above. This coverage effectively makes zooplus the dominant online provider across Europe by far in comparison to smaller local and national competitors.

The Group also operates a second brand "bitiba". This brand is based on a discount concept with fewer products and is already operating in 12 countries alongside the zooplus brand.

iii. Key influential factors

Two critical influential factors define the online retailing business for pet supplies: The development of the overall European pet supply market and the general and sector-specific development of Internet users' online purchasing behavior.

Development of the European market for pet supplies

The European market for pet supplies currently boasts a gross market volume of approximately EUR 25 bn. The high volume markets of Germany, France, the United Kingdom, Spain, the Netherlands, and Italy comprise roughly EUR 17 bn of this market.

In all European countries, the primary sales channels for pet supplies are the brick-and-mortar pet stores, garden centers, DIY stores, conventional supermarkets, and discounters. The key differences among the individual bricks-and-mortar retail concepts for pet supplies are the product range and product positioning: While large-scale supermarkets and discounters usually limit themselves to a product range of approximately 150 – 200 products in smaller, typically lower-priced pet food segments, larger pet store chains offer a complete product range of pet food (from entry-level to premium prices) and accessories (including toys, hygiene products, pet furniture, and equipment). zooplus has defined its relevant market segment as the conventional specialty retailer segment, including the related specialty product areas of the core supermarket segment.

Overall, zooplus expects market volume to remain stable or slightly increase in the years to come. For 2015, zooplus anticipates market growth of roughly 2–3% in Europe. Throughout Germany, for example, around one-third of all households have one or more pets. zooplus believes that the rate is similar in all other major European markets. Changes in the market are driven by changing pet populations and a shift in sales towards higher-value products and categories within the food

and accessory segments ("premiumization") as well as by the increasing "humanization" of pets.

Thanks to recurring patterns of demand, especially in the pet food segment, the pet supplies market enjoys a very low degree of seasonality. For example, around 80% of total demand relates to pet food, which results in particularly stable medium- and long-term demand from a Group perspective.

Online retail development

The development of the Internet as a distribution channel for pet supplies is of crucial importance to the Group. A fundamental prerequisite for European online retailing to consumers is fast and reliable Internet access for large sections of the population. This factor is primarily driven by the availability of fast, reliable fixed and growing mobile Internet access. zooplus offers its customers access to its websites via desktop computers, tablets, smartphones, and through its own zooplus app. Increased access has driven the number of Internet users sharply higher in recent years. This, in turn, has led to a significant increase in the general interest and activity within online retail in connection with the increased use of search engines and other information platforms, such as price information services and product comparison websites.

E-commerce has become an increasingly important distribution channel for retail. According to publications by the German Retail Federation (Handelsverband Deutschland), e-commerce sales in Germany amounted to around EUR 39 bn in 2014, which corresponds to a year-on-year increase of 18%. Further growth in online retail in Europe seems likely, particularly in view of the inherent advantages of online retail in comparison to existing bricks-and-mortar retail concepts in terms of product range and shopping convenience. Logistics and package delivery service providers are also making

considerable efforts to continue to improve the quality of deliveries to end customers. This will also provide added support to the online market's growth. Therefore, independent market observers, such as Statista, expect online retailing to continue growing at annual double-digit percentage rates in the years to come.

However, the share of pet supplies sold online is still relatively low when compared with other categories and is greatly influenced by the sales zooplus generates in the European markets. Based on internal estimates, the company believes that only around 5% of the total European pet supply market today uses the Internet as a distribution channel.

This means zooplus, as the market leader, is in an excellent position to take advantage of the lasting shift in the existing distribution and retail structures going forward.

iv. Competitive position

Advantages over online competitors

Generally, there are lower barriers to market entry in online retail than in brick-and-mortar retail. As a result, zooplus is not only faced with international (online) retailers in the European market but also a number of mostly regional providers, such as independent pet stores with their own web shops and local delivery options. Moreover, larger brick-and-mortar retailers are increasingly accelerating their establishment of infrastructure for online sales while other online retailers are entering into direct competition with zooplus by expanding their presence to include additional countries.

In contrast to both of these groups, zooplus' size and market leadership in Europe give it the structural capacity to reap the crucial benefits of economies of scale and efficiency effects that are not equally available to existing smaller providers. This structural advantage in areas such as procurement, private label

development, logistics, technology, customer service, and marketing is key to zooplus' strong competitive position. In addition, the Group profits from other relative advantages based on its brand recognition and financial strength.

At the same time, the company's active European customer base gives zooplus substantial momentum in acquiring new customers through word-of-mouth recommendations from existing customers.

Advantages over bricks-and-mortar competitors

The zooplus business model is based on a lean, technologically efficient and scalable value chain combined with an outstanding shopping experience in terms of choice, price, and convenience, and particularly with regard to easy home delivery.

zooplus does not operate any physical stores, but instead can serve its customers throughout Europe from its four central warehouses and a much broader product range than is offered by the brick-and-mortar retailers. At the same time, the Group's centralized structure and related efficiency advantages, combined with highly automated business processes, allow it to compensate for certain disadvantages, such as those related to product procurement, due to the difference in size compared to larger specialty retail chains. zooplus believes it is already today's cost leader in the online retailing of pet supplies.

zooplus' objective remains the consolidation and expansion of its online leadership and the further improvement of its position in the overall market comprising both the online and bricks-and-mortar business. In doing so, the company intends to profit significantly from the ongoing, substantial growth of online retail.

v. Group structure

As of September 30, 2015, the Group's scope of fully consolidated companies comprised zooplus AG, Munich, and the following subsidiaries:

	Interest in share capital	
Matina GmbH, Munich, Germany	100 %	(private label business)
Bitiba GmbH, Munich, Germany	100 %	(secondary brand business)
zooplus services Ltd., Oxford, Great Britain	100 %	(service company for Great Britain)
zooplus italia s.r.l., Genoa, Italy	100 %	(service company for Italy)
zooplus polska Sp. z o.o., Krakow, Poland	100 %	(service company for Poland)
zooplus services ESP S.L., Madrid, Spain	100 %	(service company for Spain)
zooplus france s.a.r.l., Strasbourg, France	100 %	(service company for France)
zooplus Pet Supplies Import and Trade Ltd., Istanbul, Turkey	100 %	(sales company for Turkey)

The following companies are not included in the consolidated financial statements

- the wholly owned subsidiary zooplus EE TOV, Kiev, Ukraine, founded in the second quarter of 2011, with equity of kEUR 10;
- the wholly owned subsidiary zooplus Nederland B.V., Rotterdam, Netherlands, founded in November 2012, with equity of kEUR 10;
- the wholly owned subsidiary zooplus d.o.o., Zagreb, Croatia, founded in February 2013, with equity of kEUR 3;
- the wholly owned subsidiary Tifuve GmbH, Munich, Germany, founded in May 2013, with equity of kEUR 25.

These four companies did not engage in any business activities in the financial year and are not included in

the consolidated financial statements because of their minor importance.

In the first nine months of 2015, and as of September 30, 2015, zooplus AG was managed by the following Management Board members:

- Dr. Cornelius Patt, CEO (Corporate Management, overall responsibility for Business Development & System Development, IT, Logistics, Supply Chain Management and HR)
- Andrea Skersies (Sales & Marketing)
- Andreas Grandinger (Finance, Controlling, Legal, Investor Relations, Internal Audit and Procurement)

Jürgen Vedic ended his Management Board mandate and resigned from the company as of June 30, 2015. Dr. Cornelius Patt, CEO of zooplus AG, has assumed responsibility for the Logistics and Supply Chain divisions and Andreas Grandinger, CFO of zooplus AG, is now also responsible for the Procurement division.

The Management Board is advised and monitored by the Supervisory Board. During the first nine months of 2015, and as of September 30, 2015, this committee consisted of the following members:

- Michael Rohowski, spokesman of the management board of Burda Direkt Services GmbH, Offenburg (Chairman)
- Dr. Rolf-Christian Wentz, freelance business consultant, Bonn (Deputy Chairman)
- Moritz Greve, partner and managing director of Maxburg Capital Partners GmbH, Munich
- Thomas Schmitt, management board member responsible for contract logistics of Schenker AG, Essen
- Dr. Norbert Stoeck, freelance business consultant, Munich
- Stefan Winners, management board member responsible for the digital business at Hubert Burda Media Holding Kommanditgesellschaft, Offenburg

b. Corporate strategy – sustainable and profitable growth throughout Europe

The Group aims to maintain and significantly expand its existing leadership in the online retailing of pet supplies in Europe and thereby substantially increase the company's medium-term and long-term earnings potential. In the company's view, both the Internet and online retail in Europe continue to offer excellent growth opportunities. In order to seize these opportunities, the Group intends to position itself with the structure necessary to generate significant positive returns in the medium and long term by virtue of its critical size and market leadership.

With this in mind, the Group's activities are focused on the following goals:

- Defending and expanding the company's market leadership
- Expanding the customer base and increasing customer loyalty in all major European markets
- Further penetrating existing national markets and tapping additional markets
- Increasing the sales and contribution margin per customer per year

The top priority is to generate continued high growth while sustaining the company's operating profitability and increasing it on a continuous basis. In view of the Group's continued excellent growth prospects throughout Europe, management believes that this is the right strategy for achieving long-term growth in company value in the quarters and years to come.

The targets are managed and monitored in all areas using key indicators that are regularly reviewed and that can be adapted and modified in the short to medium term, if necessary. The company places particular importance on clearly communicating its goals to its employees and the public.

zooplus believes its employees are a crucial factor in its success. Regular internal training courses and high employee participation in external advanced training courses have further increased the work quality and added value creation potential of its workforce.

c. Technology and development

zooplus regards itself primarily as a technology-based online retail group. The new and further development of the company's business model's core processes and key systems are largely initiated and executed internally. External partners are involved if they can usefully add to the internal expertise and implementation capacity.

Proprietary systems and highly specialized software solutions in all major business areas have made a decisive contribution in the past to the success of zooplus AG and the zooplus Group and are expected to remain vital components to achieving the company's goals. Existing in-house developments will be partly integrated and partly replaced by the upcoming implementation of the ERP system. Areas in which the company's proprietary systems play a key role include:

- Price and margin management
- Logistics management and controlling
- Domestic and international payment processing
- Online marketing and customer acquisition
- Working capital management and procurement
- International Group controlling

B. Net assets, financial position and results of operations

a. Business performance 9M / 2015

i. Economy and overall market

There is still a risk that the effects of the euro debt crisis and exchange rate risk outside of the eurozone could have a major negative impact on Europe's real economy. It is currently uncertain which additional risks and consequences may arise from the ongoing situation in Greece and economic developments in China. Although the German economy has largely managed to set itself apart from the rest of the eurozone so far, an economic downturn cannot be ruled out and this could also affect zooplus AG's future business. However, the management believes that zooplus AG's sector-specific development and the online retail environment in the respective individual markets will override the impact of the macro-economic considerations described above.

ii. Performance of the zooplus Group in the reporting period

In the view of the Management Board, the zooplus Group performed favorably in the first nine months of 2015 and is in line to exceed its total sales and sales targets and meet its earnings target for the 2015 financial year. This assessment is supported, above all, by the year-on-year growth in sales and total sales of 33% and 32%, respectively. The Group was able to continue its growth trend and expand its market share versus its competitors. The rise in the sales retention rate in the first nine months to 94% compared to 91% in the previous year is another indication for the Group's strong performance. Based on the positive business performance during the first nine months, the Management Board of zooplus AG is again raising its forecast for total sales in 2015 from a minimum of EUR 725 m to around EUR 740 m. From today's standpoint, the Management Board expects earnings before taxes (EBT) of approximately EUR 12 m in

financial year 2015, which is at the upper end of the target range of EUR 8 m to EUR 12 m given at the start of the year.

During the reporting period, zooplus continued to benefit from economies of scale and efficiency gains in all major operating areas and improved upon the previous year's high level of customer loyalty. These factors helped zooplus generate earnings before taxes (EBT) of EUR 9.1 m in the first nine months of 2015 (9M / 2014: EUR 6.1 m), which is a significant year-on-year improvement.

b. Results of operations

i. Development of total sales and sales

The Group's total sales increased overall by 31.7% to EUR 531.3 m in the first nine months of 2015 after their level of EUR 403.4 m in the same period of the previous year. This strong growth confirms the continued sound development in business with new and existing customers and the ongoing internationalization and penetration of existing markets. The Group's sales increased by 32.8% to EUR 511.0 m in the reporting period after EUR 384.8 m in the same period of the previous year.

The share of sales generated abroad rose to 72% after amounting to 69% in the same period of the previous year. The consistently high degree of customer loyalty and the continued improvement in the sales retention rate for existing customers, in particular, continued to have a positive impact on sales and total sales.

ii. Expense items

Cost of materials increased in the first nine months of 2015 to EUR 372.8 m following their level of EUR 276.0 m in the previous year. As a result, the cost of materials ratio in relation to total sales rose to 70.2% after 68.4% in the same period of the previous year. In turn, the net cost of sales margin fell from 31.6% to 29.8%. The

continued fiercely competitive e-commerce environment, as well as product range and portfolio effects, was the cause of this margin decline. The effect of the rise in the cost of materials on earnings was entirely offset by the continued improvements in operating expenses.

These improvements were reflected particularly by the reduction in total costs for marketing, logistics, staff, payment and administration, depreciation and amortization, and interest. Hence, total costs fell two percentage points from 30.1% of total sales in the previous year to 28.1% in the reporting period.

This drop resulted, among others, from better efficiency at the existing logistics centers, combined with improvements throughout the entire logistics network. Despite a higher share of international shipments, the ratio of logistics / fulfillment costs to total sales decreased to 19.2% compared to 20.3% in the same period of the previous year. At the beginning of the 2015 financial year, zooplus started operations at its fourth fulfillment center in Chalon-sur-Saône, France, which further increased the company's overall logistical capacity. This expansion allows zooplus' logistics activities to keep pace with the company's ongoing rapid growth and enables the company to serve its customers faster and more efficiently, particularly in the regions of France and Spain.

Expenses for customer acquisition and marketing were reduced from 1.7% of total sales in the previous year to 1.4% and reached an absolute level of EUR 7.5 m compared to EUR 7.0 m in the same period of the previous year. This positive development was made possible thanks to targeted efficiency gains and a further optimization of the marketing approach. Growth momentum increased in comparison to the previous year and both the new and existing customer businesses continued to expand. The sales retention rate for the first nine months of 2015 increased to 94% compared to 91% in the previous year.

In the first nine months of 2015, the growth in personnel costs was disproportionately lower than the growth in total sales, lowering the personnel cost ratio to 3.4% compared to 3.9% in the same period of the previous year. In absolute terms, personnel costs increased from EUR 15.6 m to EUR 18.1 m in the reporting period.

Payment costs totaled EUR 5.5 m in the reporting period compared to EUR 4.9 m in the same period of the previous year and as a percentage of total sales, they fell from 1.2% in the same period of the previous year to 1.0%.

iii. Earnings development

The company generated earnings before taxes (EBT) of EUR 9.1 m in the first nine months of 2015, representing an improvement over the figure of EUR 6.1 m in the same period of 2014. This improvement is particularly noteworthy because the better-than-expected sales growth was also accompanied by additional investments for the new customer business. Moreover, on the procurement side, zooplus had to compensate for the adverse effects resulting from the appreciation in the US dollar since the start of the year. Consolidated net profit of EUR 5.7 m was generated in the first nine months of 2015 compared to EUR 3.8 m in the same period of 2014.

The earnings performance resulted from economies of scale and further efficiency gains in the operating areas, as well as from continued dynamic growth and high customer loyalty.

c. Net assets

Non-current assets totaled EUR 13.4 m as of September 30, 2015, compared to EUR 13.6 m as of December 31, 2014. The major items are intangible assets of EUR 9.4 m and deferred tax assets of EUR 2.7 m.

Current assets amounted to EUR 129.5 m as of September 30, 2015, after EUR 125.0 m as of the end of 2014. This increase was mainly the result of a sharp rise

in cash and cash equivalents from EUR 32.0 m to EUR 43.4 m and increases in advance payments from EUR 0.5 m to EUR 2.4 m and in accounts receivables from EUR 12.1 m to EUR 15.2 m. These increases were partly offset by a decline in other current assets from EUR 13.1 m to EUR 7.4 m and in derivative financial instruments from EUR 2.3 m to EUR 0.5 m. At EUR 60.6 m, inventories were below their level at the end of 2014.

As of September 30, 2015, equity was higher than its level as of December 31, 2014, and amounted to EUR 91.0 m. The equity ratio was 63.7% as of September 30, 2015. The decline in other reserves within equity was caused by a decrease in the hedge reserve.

Accounts payables declined to EUR 19.3 m as of September 30, 2015, compared to EUR 23.4 m at the end of 2014. Other current liabilities, in contrast, rose from EUR 20.1 m to EUR 23.4 m as of September 30, 2015. Tax liabilities were reduced to EUR 0.8 m as of September 30, 2015, compared to their level of EUR 2.0 m at the end of 2014. This decrease resulted from income tax payments for previous years and from advance payments made.

As at the end of the previous year, there were no financial liabilities as of September 30, 2015. The company has increased its flexible lines of credit from EUR 28.0 m to a total of EUR 40.0 m at significantly more favorable conditions than in the previous year. zooplus AG is not obliged to provide any collateral for this higher credit line.

Total assets as of September 30, 2015, amounted to EUR 142.9 m and were up only slightly compared to their level of EUR 138.6 m as of December 31, 2014, allowing the company to maintain solid balance sheet ratios despite the strong growth in total sales and sales.

d. Financial position

Cash flows from operating activities amounted to EUR 13.5 m in the reporting period, as compared to EUR -0.9 m in the first nine months of 2014. Operating cash flows mainly benefitted from the exceptional level of earnings before taxes in the reporting period. Cash flows from investing activities amounted to EUR -1.9 m in the first nine months of 2015 compared to EUR -3.5 m in the comparable period of 2014. Cash flows from financing activities were kEUR -29.

As a retail company, zooplus is exposed to considerable volatility in the figures relevant to the balance sheet and cash flows, such as inventories, liabilities and sales taxes. This causes a much higher natural fluctuation in these figures throughout the year compared to the earnings figures presented.

e. Overall statement on the financial situation

The performance during the first nine months of the 2015 financial year can be regarded as exceptional given the growth in total sales of 32% to EUR 531 m, the improvement in EBT from EUR 6.1 m in the previous year to EUR 9.1 m, and the simultaneous expansion in logistical capacity.

2. Report on events after the balance sheet date

Following the end of the first nine months of 2015, no events of material importance occurred that impacted the company's net assets, financial position, or results of operations.

3. Report on outlook, risks and opportunities

A. Outlook

According to the latest economic forecasts, general economic conditions are not expected to change significantly in 2015. zooplus anticipates a slight rise in overall sales for the pet supply sector during this period.

Irrespective of this fact, the company expects the Internet to continue to gain importance as a sales channel in the years to come and develop at a faster pace than the market overall. zooplus will benefit considerably from this trend.

Based on the company's positive business performance year-to-date, at the end of the third quarter of 2015, the Management Board decided to increase its forecast for total sales once again for the current year. Earlier in the year, at the close of the first quarter, the Management Board had raised its forecast for total sales from around EUR 700 m to a minimum of EUR 725 m. Now, in early October, the Management Board again raised its forecast for total sales for the 2015 financial year, this time to roughly EUR 740 m, and also raised its projection for earnings before taxes (EBT) to around EUR 12 m, which is at the top of the EUR 8 m to EUR 12 m target range given at the start of the year.

Management reiterates its statements given at the beginning of the year concerning the expected development of the key factors related to the net assets, financial position, and results of operations and expects the following:

- A further increase in overall sales in all European markets in 2015 driven by a growing number of active customers from both the new and existing customer businesses.
- A slight decline in the 2015 gross margin (in relation to total sales).
- A slight fall in the ratio of logistics / fulfillment costs to total sales in 2015 as a result of efficiency gains and economies of scale.
- Stable marketing costs in relation to total sales in the area of new customer acquisitions in 2015.
- A slightly lower equity ratio than in the previous year.
- A continued leading market position in the online retailing of pet supplies as in the previous year.

At the start of the year, management expected the key figure for customer loyalty (sales retention) to remain at the previous year's level. Based on the positive business development in the reporting period, management now expects this key figure to rise above the previous year's level.

In 2015, as in previous years, growth remains the primary objective. A sustainable increase in earnings is also an important element of the company's strategy.

B. Risk report

The risk situation for zooplus AG has not changed materially in comparison to the presentation in the 2014 annual report (pages 54 to 59).

C. Opportunities report

The opportunity situation for zooplus AG has not changed materially in comparison to the presentation in the 2014 annual report (pages 60 to 61).

Consolidated balance sheet	15
Consolidated statement of comprehensive income	17
Consolidated statement of cash flows	18
Group statement of changes in equity	19

Consolidated interim financial statements as of September 30, 2015

Consolidated balance sheet as of September 30, 2015 according to IFRS

Assets

in EUR	30.09.2015	31.12.2014
A. NON-CURRENT ASSETS		
I. Property, plant and equipment	1,232,740.76	756,365.01
II. Intangible assets	9,414,421.79	8,588,363.83
III. Other financial assets	47,708.71	47,708.71
IV. Deferred tax assets	2,712,586.00	4,174,817.68
Non-current assets, total	13,407,457.26	13,567,255.23
B. CURRENT ASSETS		
I. Inventories	60,555,159.11	65,030,799.69
II. Advance payments	2,394,322.00	524,206.84
III. Accounts receivable	15,238,970.13	12,050,649.58
IV. Other current assets	7,351,492.82	13,114,283.83
V. Derivative financial instruments	482,154.43	2,301,965.39
VI. Cash and cash equivalents	43,442,967.90	31,966,234.96
Current assets, total	129,465,066.39	124,988,140.29
	142,872,523.65	138,555,395.52

Equity and Liabilities

in EUR	30.09.2015	31.12.2014
A. EQUITY		
I. Subscribed capital	6,991,478.00	6,984,450.00
II. Capital reserves	92,564,706.62	92,011,390.94
III. Other reserves	177,483.60	1,667,848.60
IV. Profit / loss for the period and losses carried forward	-8,746,123.56	-14,471,014.94
Equity, total	90,987,544.66	86,192,674.60
B. NON-CURRENT LIABILITIES	1,551,873.49	1,237,873.49
C. CURRENT LIABILITIES		
I. Accounts payable	19,271,392.23	23,393,344.49
II. Other current liabilities	23,420,282.04	20,098,203.30
III. Tax liabilities	824,236.85	2,001,742.04
IV. Provisions	4,939,082.68	4,130,102.79
V. Deferred income	1,878,111.70	1,501,454.81
Current liabilities, total	50,333,105.50	51,124,847.43
	142,872,523.65	138,555,395.52

Consolidated statement of comprehensive income from January 1 to September 30, 2015 according to IFRS

in EUR	9M / 2015	9M / 2014	Q3 / 2015	Q3 / 2014
Sales	511,004,478.45	384,843,262.91	178,041,304.00	140,018,002.51
Other income	20,245,969.79	18,544,532.29	9,129,290.21	6,376,978.32
Total sales	531,250,448.24	403,387,795.20	187,170,594.21	146,394,980.83
Cost of materials	-372,760,348.79	-276,007,936.59	-130,890,651.55	-100,841,358.57
Personnel costs	-18,145,937.36	-15,609,604.92	-6,128,303.38	-5,091,122.28
of which cash	(-17,708,583.68)	(-14,940,917.69)	(-5,984,813.34)	(-4,915,423.26)
of which stock-based and non-cash	(-437,353.68)	(-668,687.23)	(-143,490.04)	(-175,699.02)
Depreciation	-603,541.38	-533,323.40	-215,072.71	-194,700.77
Other expenses	-130,477,009.85	-104,832,859.38	-44,387,482.51	-37,340,994.58
of which logistics / fulfillment costs	(-102,182,152.09)	(-81,854,807.33)	(-35,134,403.25)	(-29,176,936.52)
of which marketing costs	(-7,524,502.35)	(-7,032,569.72)	(-2,244,897.92)	(-2,620,007.10)
of which payment transaction costs	(-5,485,458.68)	(-4,937,346.60)	(-1,682,086.76)	(-1,599,444.61)
of which other costs	(-15,284,896.73)	(-11,008,135.73)	(-5,326,094.58)	(-3,944,606.35)
Earnings before interest and taxes (EBIT)	9,263,610.86	6,404,070.91	5,549,084.06	2,926,804.63
Financial income	30,933.30	454.88	1,183.12	120.06
Financial expenses	-151,681.70	-323,183.28	-38,188.55	-131,306.79
Earnings before taxes (EBT)	9,142,862.46	6,081,342.51	5,512,078.63	2,795,617.90
Taxes on income	-3,417,971.08	-2,255,533.10	-1,863,016.47	-944,555.72
Consolidated net profit / loss	5,724,891.38	3,825,809.41	3,649,062.16	1,851,062.18
Other profits and losses (after tax)				
Differences from currency translation	-270,636.71	25,076.44	-343,938.47	12,061.81
Hedge Reserve	-1,219,728.29	1,338,964.25	-234,239.30	1,315,253.34
Items subsequently reclassified to profit or loss	-1,490,365.00	1,364,040.69	-578,177.77	1,327,315.15
Overall result	4,234,526.38	5,189,850.10	3,070,884.39	3,178,377.33
Consolidated earnings per share				
undiluted (EUR / share)	0.82	0.62	0.52	0.30
diluted (EUR / share)	0.80	0.60	0.51	0.29

Consolidated statement of cash flows from January 1 to September 30, 2015 according to IFRS

in EUR	9M 2015	9M 2014
Cash flows from operating activities		
Earnings before taxes	9,142,862.46	6,081,342.51
Adjustments for:		
Depreciation and amortization	603,541.38	533,323.40
Non-cash personnel costs	437,353.68	668,687.23
Other non-cash business transactions or business transactions with payments relating to other periods	-270,636.71	25,823.91
Financial expenses	151,681.70	323,183.28
Financial income	-30,933.30	-454.88
Changes in:		
Inventories	4,475,640.58	-13,970,907.58
Advance payments	-1,870,115.16	-5,134,760.22
Accounts receivable	-3,188,320.55	-1,730,852.95
Other current assets	5,762,791.01	4,000,627.62
Accounts payable	-4,121,952.26	-376,459.24
Other liabilities	3,322,078.74	6,846,929.89
Provisions	808,979.89	1,112,157.43
Non-current liabilities	314,000.00	480,801.00
Deferred income	376,656.89	271,577.78
Income taxes paid	-2,402,526.16	-62,286.15
Interest received	30,933.30	454.88
Cash flows from operating activities	13,542,035.49	-930,812.09
Cash flows from investing activities		
Payments for property, plant and equipment / intangible asset	-1,914,827.01	-3,449,563.21
Cash flows from investing activities	-1,914,827.01	-3,449,563.21
Cash flows from financing activities		
Proceeds from capital increase	122,990.00	4,740,510.00
Interest paid	-151,681.70	-323,183.28
Cash flows from financing activities	-28,691.70	10,417,326.72
Currency effects on cash and cash equivalents	-121,783.84	80,857.98
Net change of cash and cash equivalents	11,476,732.94	6,117,809.40
Cash and cash equivalents at the beginning of the period	31,966,234.96	5,646,622.19
Cash and cash equivalents at the end of the period	43,442,967.90	11,764,431.59
Composition of cash and cash equivalents at the end of the period		
Cash on hand, bank deposits, checks	43,442,967.90	11,764,431.59
	43,442,967.90	11,764,431.59

Consolidated statement of changes in equity as of September 30, 2015 according to IFRS

	Subscribed capital	Capital reserves	Other reserves	Profit / loss for the period and losses carried forward	Total
in EUR					
As of January 1, 2015	6,984,450.00	92,011,390.94	1,667,848.60	-14,471,014.94	86,192,674.60
Increase from stock options	7,028.00	553,315.68	0.00	0.00	560,343.68
Currency translation differences	0.00	0.00	-270,636.71	0.00	-270,636.71
Net profit / loss for 9M 2015	0.00	0.00	0.00	5,724,891.38	5,724,891.38
Hedge reserve	0.00	0.00	-1,219,728.29	0.00	-1,219,728.29
As of September 30, 2015	6,991,478.00	92,564,706.62	177,483.60	-8,746,123.56	90,987,544.66
As of January 1, 2014	6,101,639.00	50,258,477.53	39,503.54	-19,686,820.01	36,712,800.06
Increase from stock options	272,772.00	5,136,425.23	0.00	0.00	5,409,197.23
Currency translation differences	0.00	0.00	25,076.44	0.00	25,076.44
Net profit / loss for 9M 2014	0.00	0.00	0.00	3,825,809.41	3,825,809.41
Hedge reserve	0.00	0.00	1,338,964.25	0.00	1,338,964.25
As of September 30, 2014	6,374,411.00	55,394,902.76	1,403,544.23	-15,861,010.60	47,311,847.39

Notes	21
Imprint	26

Notes

Notes to the consolidated financial statements

Notes and explanations to the interim consolidated financial statements

Accounting principles

This nine month financial report as of September 30, 2015, was prepared in accordance with International Financial Reporting Standards as applicable in the European Union (EU). These consolidated financial statements comply with IAS 34 "Interim Financial Reporting".

The same accounting policies were applied as those applied to the consolidated financial statements for the financial year ended December 31, 2014.

Fair value disclosures

Fair value is the amount an asset could be exchanged or a liability settled between knowledgeable, willing and mutually independent parties in an arm's length transaction.

The table below shows financial instruments measured at fair value broken down by the levels of the fair value hierarchy. The different levels are defined as follows:

- Level 1: Unadjusted quoted prices on active markets for identical assets and liabilities
- Level 2: Directly or indirectly observable inputs that are not allocated to Level 1
- Level 3: Unobservable inputs

The following table shows the assets and liabilities measured at fair value on September 30, 2015:

	Level 1	Level 2	Level 3
Assets in kEUR			
Derivative financial instruments as hedging instruments	0	482	0
Liabilities in kEUR			
Derivative financial instruments as hedging instruments	0	0	0

The following table shows the assets and liabilities measured at fair value on December 31, 2014:

	Level 1	Level 2	Level 3
Assets in kEUR			
Derivative financial instruments as hedging instruments	0	2,302	0
Liabilities in kEUR			
Derivative financial instruments as hedging instruments	0	0	0

There were no reclassifications within the respective levels during the reporting period. The reclassification of items is carried out on a quarterly basis when circumstances arise that require a change in classification.

The fair value of financial instruments that are traded on an active market is based on the quoted market price on the reporting date. A market is considered to be active if quoted prices are easily and regularly available on a stock exchange or from a dealer, a broker, an industry group, a pricing service or a regulatory authority, and if these prices represent current and regularly occurring market transactions at arm's length conditions. For assets held by the Group, the appropriate quoted market price corresponds to the bid price offered by the buyer.

The fair value of financial instruments that are not traded on an active market (e.g., over-the-counter derivatives) is determined using valuation methods based as much as possible on market data and as little as possible on company-specific data. If all data required to determine the fair value are observable, the instrument is assigned to Level 2. If one or more important data are not based on observable market data, the instrument is assigned to Level 3.

Specific valuation methods used to measure financial instruments include net present value models based on market data applicable on the reporting date.

Additional information on financial instruments

The following table shows the carrying amounts and fair values of all financial instruments recognized in the consolidated financial statements and shows the allocation of the assets, liabilities, and of parts of the balance sheet items to the measurement categories in accordance with IAS 39:

in kEUR	Measurement category	Carrying amount		Fair value	
		30.09.2015	31.12.2014	30.09.2015	31.12.2014
Financial assets					
Accounts receivable	LaR	15,239	12,051	15,239	12,051
Other financial assets	AfS	48	48	n / a	n / a
Other current assets of which financial instruments in accordance with IFRS 7	LaR	4,537	9,268	4,537	9,268
Derivative financial instruments	n / a	482	2,302	482	2,302
Cash and cash equivalents	LaR	43,443	31,966	43,443	31,966
Total		63,749	55,635	63,701	55,587
Financial liabilities					
Accounts payable	FLaC	19,271	23,393	19,271	23,393
Other liabilities of which financial liabilities in accordance with IFRS 7	FLaC	3,791	3,333	3,791	3,333
Total		23,062	26,726	23,062	26,726

LaR (Loans and Receivables)

AFS (Available for Sale)

FLaC (Financial Liability at amortized Cost)

The market values of the cash and cash equivalents, accounts receivables, current assets, accounts payables and other current liabilities reported as of September 30, 2015, and December 31, 2014, correspond to their carrying amounts. This is mainly due to the short-term maturities of such instruments.

The measurement of other financial assets (interests in non-consolidated Group companies) cannot be based on an active market or a quoted price and the fair value cannot be determined by other means. Therefore, the disclosure of fair value has been refrained from. The company does not intend to sell these instruments.

All of the Group's financial liabilities are of a short-term nature with maturities of up to one year. Existing financial liabilities are repaid out of operating cash flows.

Aggregated by IAS 39 measurement categories, the Group's financial assets and liabilities are as follows:

in kEUR	Measurement category	Carrying amount		Fair value	
		30.09.2015	31.12.2014	30.09.2015	31.12.2014
Financial assets					
Loans and receivable	LaR	63,219	53,285	63,219	53,285
Available for sale	AfS	48	48	n / a	n / a
Financial liabilities					
Financial liability at amortized cost	FLaC	23,062	26,726	23,062	26,726

Scope of consolidation

As of September 30, 2015, the Group's scope of fully consolidated companies comprised zooplus AG, Munich, and the following subsidiaries:

	Interest in share capital	
Matina GmbH, Munich, Germany	100 %	(private label business)
Bitiba GmbH, Munich, Germany	100 %	(secondary brand business)
zooplus services Ltd., Oxford, Great Britain	100 %	(service company for Great Britain)
zooplus italia s.r.l., Genoa, Italy	100 %	(service company for Italy)
zooplus polska Sp. z o.o., Krakow, Poland	100 %	(service company for Poland)
zooplus services ESP S.L., Madrid, Spain	100 %	(service company for Spain)
zooplus france S.A.R.L, Strasbourg, France	100 %	(service company for France)
zooplus Pet Supplies Import and Trade Ltd., Istanbul, Turkey	100 %	(sales company for Turkey)

The following companies are not included in the consolidated financial statements:

- the wholly owned subsidiary zooplus EE TOV, Kiev, Ukraine, founded in the second quarter of 2011, with equity of kEUR 10;
- the wholly owned subsidiary zooplus Nederland B.V., Rotterdam, Netherlands, founded in November 2012, with equity of kEUR 10;
- the wholly owned subsidiary zooplus d.o.o., Zagreb, Croatia, founded in February 2013, with equity of kEUR 3;
- the wholly owned subsidiary Tifuve GmbH, Munich, Germany, founded in May 2013, with equity of kEUR 25.

These four companies did not engage in any business activities in the financial year and have not been included in the consolidated financial statements because of their minor importance.

Segment reporting

The zooplus Group operates in only one business segment – the distribution and sale of pet supplies in the EU and other European countries. The products sold by the company are homogeneous and cannot be sub-divided. As an online retailer, the company offers its products centrally from one location irrespective of the end customers' geographic location. Consequently, there are no geographical segments as defined by IFRS. There is also no internal reporting by segment at present. The Group, therefore, does not prepare segment reporting.

Earnings per share

Basic earnings per share is computed using the net profit for the period attributable to holders of the parent company's ordinary shares divided by the weighted average number of ordinary shares outstanding during the reporting period. Consolidated net profit for the first nine months of 2015 amounted to EUR 5.7 m (previous year: EUR 3.8 m). The average number of shares outstanding in the first nine months of 2015 was 6,987,696, resulting in basic earnings per share of EUR 0.82 (previous year: EUR 0.62).

Diluted earnings per share is computed using the net profit for the period attributable to holders of the parent company's ordinary shares divided by the weighted average number of ordinary shares outstanding during the reporting period plus any share equivalents that could lead to dilution. This computation results in notional earnings per share of EUR 0.80 (previous year: EUR 0.60).

Information in accordance with Section 37w (5) of the WpHG

As with all of the company's regular interim reports, these interim financial statements and the interim management report have not been reviewed by an auditor.

German Corporate Governance Code

zooplus Aktiengesellschaft has issued the declaration on the German Corporate Governance Code that is required under Section 161 of the German Stock Corporation Act (Aktiengesetz) and has made this declaration available to its shareholders on its website at <http://investors.zooplus.com/en/corporate-governance/corporate-governance-statement.html>.

Munich, November 18, 2015

The Management Board

Imprint

Publisher

zooplus AG
Sonnenstraße 15
80331 Munich
Germany
Tel.: +49 (0) 89 95 006 – 100
Fax: +49 (0) 89 95 006 – 500

E-Mail: kontakt@zooplus.de
www.zooplus.de

Investor Relations

cometis AG
Unter den Eichen 7
65195 Wiesbaden
Germany
Tel.: +49 611 20 58 55 – 0
Fax: +49 611 20 58 55 – 66

E-Mail: info@cometis.de
www.cometis.de

Concept, editing, layout and typesetting:

cometis AG

Photos:

zooplus AG

The 9-Monthly report is also available in German. In case of discrepancies the German version prevails.

A digital version of this zooplus AG 9-Monthly report as well as the annual reports can be downloaded from the Investor Relations section of www.zooplus.com.

Forward-looking statements

This report contains forward-looking statements. These statements are based on current experiences, 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. Such factors include those discussed in the report on risks on page 13. We do not assume any obligation to update the forward-looking statements contained in this report.



zooplus AG
Sonnenstraße 15
80331 Munich
Germany