

Zur Rose Group

Conference call: Focusing on B2C core business

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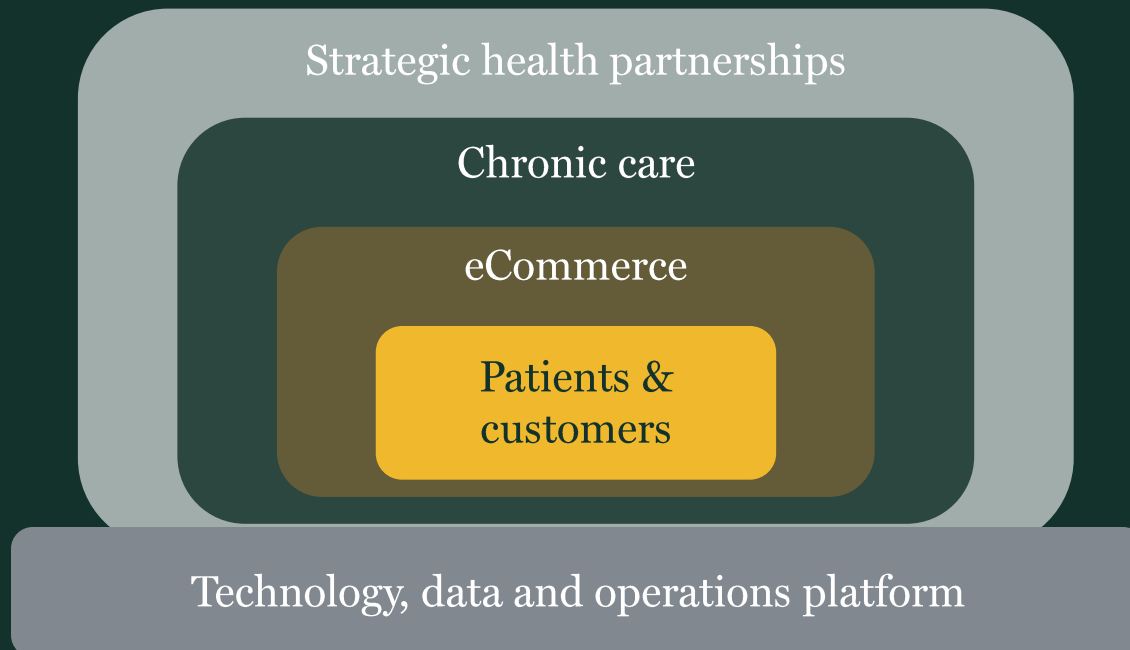
3 February 2023

Key messages

- **Zur Rose Group to purely focus on B2C core business**
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- **Swiss business will be sold to long-term partner Migros/Medbase**
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- **Proceeds of approximately CHF 360m**
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- **Transaction secures strategy and significantly strengthens balance sheet**
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- **Best positioned to benefit from eRx in Germany and committed to profitable growth**

Zur Rose Group to purely focus on B2C to enable everyone to manage their health in one click ...

Building the preferred digital health ecosystem

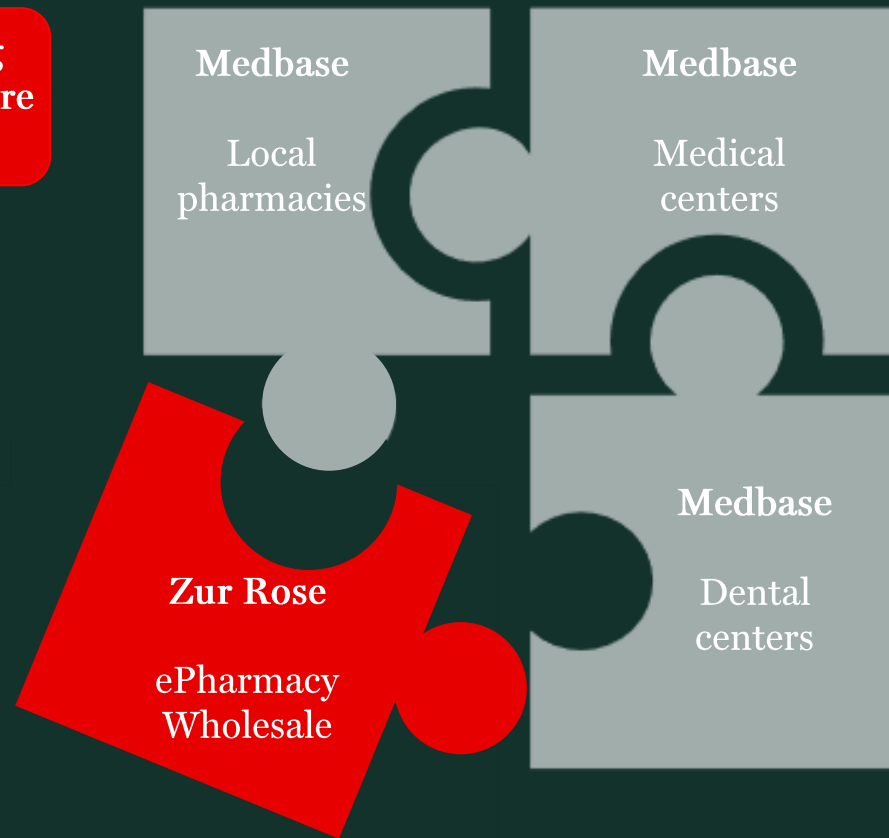


- Extension of the patient and customer centred digital health ecosystem
 - Further concentration of business activities to strengthen position in EUR 50bn German Rx market and other European countries
 - Lean and agile structure based on reduced complexity with a strong focus on cost discipline and profitable growth
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- Full focus on strengthening our foundation and eRx rollout in Germany driven by best-in-class platform and products
 - Update on strategic priorities and financial guidance with 2022 results on March 23rd

... and hands over its Swiss business to exploit maximum development potential with Migros/Medbase

Zur Rose Switzerland is a leading wholesaler and integrated healthcare provider and enabler

- Strong wholesaler to physicians (B2B) with automated fulfillment center
- Scalable pharmacy platform (B2B2C/B2C) with:
 - Online pharmacy
 - BPC marketplace
 - Health partnerships and cooperations with physicians, insurers, pharma
- Tech-platform provider for physicians and insurers



Ecosystem ready to be scaled by strong partner Migros/Medbase

- Swiss leader in integrated ambulatory care with Medbase
- Customer relationships with connected 3.1m households
- 160 points-of-care medical centers and pharmacies with 3,200 care professionals
- Integrated health platform (insurers and hospitals)

Transaction details: Securing Zur Rose Group's strategy and strengthening balance sheet significantly

Rationale

- Strategic step to purely focus on B2C core business with priority on eRx Germany
- Transaction to finance strategy and to strengthen balance sheet
- Maximum development potential for Swiss business with Migros/Medbase

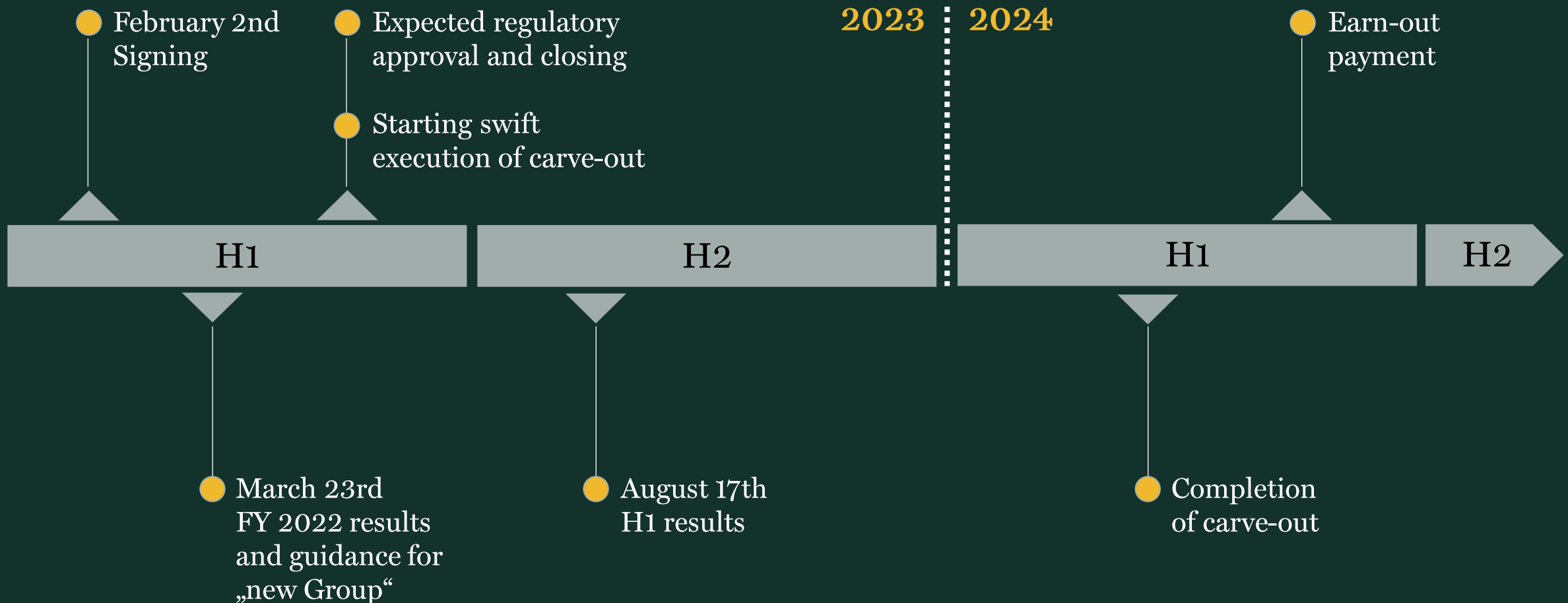
Transaction

- Sale of the entire operating business in Switzerland
 - Revenue 2022: CHF 687m
 - Expected EBITDA margin 2022: approx. 3%
- Proceeds of approx. CHF 360m, including
 - CHF 15m sale of IP rights to Zur Rose Suisse AG
 - CHF 47m earn-out based on 2023 EBITDA target, paid in Q2 2024
- Zur Rose Group pro forma equity ratio of 73%
- Zur Rose Group pro forma net debt reduced to CHF 30m from CHF 390m
- Sale of Swiss property and land has been initiated

Execution period

- Contracts signed on February 2nd by Zur Rose Group and Migros/Medbase
- Closing subject to regulatory approval, envisaged by Q2 2023

Timeline: Swift execution and closing of transaction expected in the first half of 2023



Q&A