

Statement of financial position as of 31 December 2014

ASSETS	Notes No.	31/12/2013 EUR k	31/12/2014 EUR k
Fixed assets			
Intangible assets	1	20,291	13,763
Property, plant and equipment	2	3,674	3,647
Financial assets	3	2,033,886	2,682,978
		2,057,851	2,700,388
Current assets			
Receivables and other assets	4	1,586,088	1,803,732
Cash and cash equivalents	5	326,491	98,764
		1,912,579	1,902,496
Prepaid expenses	6	12,881	2,277
Total assets		3,983,311	4,605,161

LIABILITIES	Notes No.	31/12/2013 EUR k	31/12/2014 EUR k
Equity			
Issued capital	7	217,728	260,123
Capital reserves	7	1,131,981	1,762,627
Revenue reserves	7	393,484	393,484
Net retained profit	8	82,357	709,297
Contingent capital		(65,319)	(21,773)
		1,825,550	3,125,531
Provisions			
Provisions for pensions and similar obligations	9	31,960	38,115
Other provisions	10	55,894	59,252
		87,854	97,367
Liabilities	11	2,069,868	1,382,260
Prepaid expenses		39	3
Total assets		3,983,311	4,605,161

Income statement for fiscal 2014

	Notes No.	2013 EUR k	2014 EUR k
Investment result	15	152,209	765,147
Financial result		0	297
Interest result	16	17,046	35,112
Own work capitalised		28	0
Other income	17	109,352	139,688
Personnel expenses	18	45,297	68,744
Amortisation of intangible assets and depreciation of property, plant and equipment		12,478	16,690
Other expenses	19	138,392	177,422
Earnings before tax		82,468	677,388
Income taxes	20	2,604	-582
Net profit for the year		79,864	677,970
Profit carried forward from the previous year		2,493	31,327
Transfer to other revenue reserves		0	0
Net retained profit		82,357	709,297

General disclosures

The annual financial statements of Celesio AG, Stuttgart, were compiled as of 31 December 2014 in euro (EUR) in accordance with Section 242 et seq. and Section 264 et seq. of the Handelsgesetzbuch (HGB, German Commercial Code) and the relevant regulations of the Aktiengesetz (AktG, German Stock Corporation Act). The Company is subject to the requirements for large corporations.

The group income statement has been prepared using the nature of expense method. The financial statements reflect the activities of a management holding. Main sources of income of Celesio AG include income from investments or from profit transfer agreements. The financing of the group remains a focus of business operations. For this reason, the income statement is not classified in accordance with Sec. 275 HGB.

In order to improve the clarity of the financial statements, we have summarised individual statement of financial position and income statement items and have disclosed and commented on them separately in these notes to the financial statements. For the same reason, we have also indicated in the notes whether individual items are related to other balance sheet items and "of which" captions.

Celesio AG's financial statements and management report for fiscal 2014 are published in the Bundesanzeiger (German Federal Gazette). The management report of Celesio AG is combined with the management report of the group.

Accounting policies

The financial statements are prepared pursuant to the provisions of the German Commercial Code. The methods used to report and value assets and liabilities are disclosed in the notes to the individual statement of financial position item.

Notes to the statement of financial position

Analysis of fixed assets for 2014

	Intangible assets		Property, plant and equipment		Financial assets		Total
	Purchased concessions and industrial rights	Payments on account	Buildings on third-party land	Other equipment, furniture and fixtures			
	EUR k	EUR k	EUR k	EUR k	EUR k	EUR k	EUR k
Accumulated historical cost as of 01/01/2014	67,644	2,061	6,753	4,917	2,192,896		2,274,271
Additions	6,527	2,944	102	648	884,391		894,612
Additions received from affiliates	0	0	0	0	0		0
Disposals	3,093	0	92	80	0		3,265
Disposals to affiliates	0	0	0	0	167,476		167,476
Reclassifications	2,062	-2,062	0	0	0		0
Accumulated historical cost as of 31/12/2014	73,140	2,943	6,763	5,485	2,909,811		2,998,142
Accumulated amortisation/depreciation as of 01/01/2014	49,414	0	4,111	3,885	159,010		216,420
Additions	15,999	0	272	419	100,970		117,660
Additions received from affiliates	0	0	0	0	0		0
Write-ups	0	0	0	0	33,147		33,147
Disposals	3,093	0	30	56	0		3,179
Disposals to affiliates	0	0	0	0	0		0
Reclassifications	0	0	0	0	0		0
Accumulated amortisation/depreciation as of 31/12/2014	62,320	0	4,353	4,248	226,833		297,754
Net book value as of 31/12/2014	10,820	2,943	2,410	1,237	2,682,978		2,700,388
Net book value as of 31/12/2013	18,230	2,061	2,642	1,032	2,033,886		2,057,851

Intangible assets are composed entirely of software. Property, plant and equipment includes leasehold improvements (including land improvements), other plant and equipment as well as furniture and fixtures. The development of financial assets is detailed in note (3), Financial assets.

(1) Intangible assets

Purchased intangible assets are recognised at acquisition cost. They are amortised over a period of three to five years using the straight-line method. The additions mainly concern software licenses, including incidental acquisition costs for putting them into operation. The unscheduled depreciation and amortisation in 2014 of EUR 3,093k relates to software and licences that will no longer be used, due to the new global IT strategy.

Exercising the option contained in Sec. 255 (2a) HGB, internally generated intangible assets are not recognised.

(2) Property, plant and equipment

Additions to property, plant and equipment are recognised at cost. Furniture and fixtures were subject to straight-line depreciation over a period of 3 to 20 years. Leasehold improvements are depreciated over the term of the lease. Land improvements are depreciated over a period of 4 to 33 years. Additions comprise furniture and fixtures as well as leasehold improvements. Low-value assets with a net value of up to EUR 150 per item were fully written off and expensed in the year of acquisition with their immediate disposal being assumed. In the interest of simplification, assets with a net value of more than EUR 150 but less than EUR 1,000 are summarised in a catch-all item in the commercial balance sheet in accordance with the requirement for an item to be set up annually for tax purposes. The total amount of the annual compound items is of subordinate importance and subject to depreciation at a flat rate of 20% in the year of initial recognition and the following four years pursuant to the tax provisions. All other depreciation on additions to property, plant and equipment is charged pro rata temporis.

3) Financial assets

	Shares in affiliates EUR k	Loans to affiliates EUR k	Shares in associates EUR k	Other loans EUR k	Securities classified as fixed assets EUR k	Total EUR k
Accumulated historical cost as of 01/01/2014	1,800,780	317,056	65,516	0	9,544	2,192,896
Additions	116,282	766,014	0	0	2,095	884,391
Disposals	116,253	51,223	0	0	0	167,476
Reclassifications	0	0	0	0	0	0
Accumulated historical cost as of 31/12/2014	1,800,809	1,031,847	65,516	0	11,639	2,909,811
Accumulated amortisation/dep reciation as of 01/01/2014	159,010	0	0	0	0	159,010
Additions	100,970	0	0	0	0	100,970
Write-ups	33,147	0	0	0	0	33,147
Disposals	0	0	0	0	0	0
Accumulated amortisation/dep reciation as of 31/12/2014	226,833	0	0	0	0	226,833
Net book value as of 31/12/2014	1,573,976	1,031,847	65,516	0	11,639	2,682,978
Net book value as of 31/12/2013	1,641,770	317,056	65,516	0	9,544	2,033,886

Financial assets are recognised at the lower of cost or fair value. For non-interest-bearing loans, historical cost is the present value. Interest-free or low-interest loans are discounted to their present value. Unwinding of the discount is presented under additions in the analysis of fixed assets. Interest-bearing loans are generally recognised at nominal value. Loans to affiliates increased in fiscal 2014 primarily due to an interest-bearing loan of EUR 757,483k issued to Admenta UK Limited, Coventry, United Kingdom. The disposals of loans to affiliates to the amount of EUR 51,223k refer to the passing of a loan to Admenta France to Admenta Deutschland GmbH.

As part of an intercompany transfer of shares in the subsidiary Admenta France S.A., Saint-Quen, France to the previously non-operative subsidiary McKesson France Holding SAS, Saint-Quen, France, a preliminary purchase price of EUR 900,000k was agreed upon as consideration. The company subsequently put up a partial amount of EUR 270,000k of the agreed purchase price as a contribution to the equity of the purchaser McKesson France Holding SAS, Saint-Quen, France and agreed on a long-term interest-bearing loan with it for the remaining amount. The object of purchase is virtually the only asset of the purchaser. We therefore assume that the intercompany transfer of shares is not sufficient to return a gain on disposal as the risks of a decline in the value of the transferred shares and/or the feasibility of the purchase price receivable have remained for the company. As a result of this, the shares in McKesson France Holding SAS, Saint-Quen, France were measured with the previous carrying amount of the transferred shares of around EUR 116,278k. The company's remaining loan receivable in the amount of EUR 630,000k for the residual purchase price has not yet been recognised in the annual financial statements of Celesio AG.

The loans to affiliates thereby include a loan receivable against McKesson France Holding SAS, Saint-Quen, France with a preliminary nominal value of EUR 630,000k, which results from an intercompany sale without realisation of profit and which therefore has a carrying amount of EUR 0k.

(4) Receivables and other assets

	31/12/2013 EUR k	31/12/2014 EUR k
Receivables from shareholders	1,560,773	– 1,771,234
Receivables from affiliates	(0)	2,377
of which due in more than one year	(0)	(0)
Receivables from other		
investors and investees	(0)	(0)
of which due in more than one year	(0)	(0)
Other assets	25,315	30,121
of which due in more than one year	(1,376)	(996)
Total	1,586,088	– 1,803,732

Receivables and other assets are stated at their nominal value. Specific bad debt allowances provide for all foreseeable valuation risks. Non-interest-bearing receivables due in more than one year are discounted. Receivables from affiliates include trade receivables of EUR 70,113k (previous year EUR 34,178k) as well as loans granted.

Receivables denominated in foreign currency were translated using the mean spot rate on closing date. If they have residual terms of more than one year, the realisation principle (Sec. 252 (1) No. 4 Clause 2 HGB) and the historical cost principle (Sec. 253 (1) Sentence 1 HGB) are applied.

(5) Cash and cash equivalents

	31/12/2013 EUR k	31/12/2014 EUR k
Cash on hand	9	0
Cash at banks	326,482	98,764
Total	326,491	98,764

(6) Prepaid expenses

Prepaid expenses mainly concern accrued IT services.

(7) Issued capital and reserves

The issued capital of Celesio AG is split into 203,220,932 no-par value registered shares.

Authorised capital of EUR 43.5m has been approved until 15 May 2017 (authorised capital 2012) and of EUR 65.3m until 16 May 2016 (authorised capital 2011).

In addition, the capital stock was contingently increased in 2009, 2010 and 2013 by up to EUR 21.8m, split into 17,010,000 no-par registered shares (contingent capital 2009, contingent capital 2010 and contingent capital 2013).

In 2009, Celesio Finance B.V. had issued a convertible bond – based on the contingent capital 2009 – with a nominal value of EUR 350.0m and a coupon of 3.75%. The bond was to fall due on 29 October 2014 unless it was repaid, converted or repurchased prior to that date. The conversion price stood at EUR 22.49, both on the date the bond was issued and as of the reporting date.

In 2011 Celesio Finance B.V. issued a convertible bond, based on the contingent capital 2010, with a nominal value of EUR 350.0m guaranteed by Celesio AG and a coupon of 2.5 %. The bond was to fall due on 07 April 2018 unless it was repaid, converted or repurchased prior to that date. The conversion price when the bond was issued stood at EUR 22.48.

Until the end of 6 May 2014, convertible bonds with a total nominal value of EUR 42,394,792.96 were converted into 33,120,932 new no-par value registered shares in Celesio AG. The new shares were issued from the contingent capital 2009 and the contingent capital 2010.

The two convertible bonds were fully converted in the reporting year.

This caused an increase of the share capital from EUR 217,728,000 to EUR 260,122,792.96, now divided into 203,220,932 no-par value registered shares. The contingent capital 2009 fell accordingly from EUR 21,772,800 to EUR 1,150,807.04, however there are no convertible bonds outstanding and no further shares will be issued as a result of this. The contingent capital 2010 fell accordingly from EUR 21,772,800 to EUR 0.00.

The articles of association were amended by resolution of the General Committee of the supervisory board of Celesio AG on 22 May 2014 (share capital, number of no-par value shares, removal of the paragraphs for section 3, item 4 and 5 (contingent capital 2009 and 2010) and were submitted to the commercial register.

Capital reserves increased by EUR 630,645,776.74 compared to 2013 to EUR 1,762,626,617.98. Due to the conversion rights exercised by shareholders the amount exceeding the nominal share value of EUR 1.28 was transferred to capital reserves.

In the reporting period, a dividend of EUR 0.30 (previous year EUR 0.30) per no-par share was paid for the preceding year.

(8) Net retained profit

The net retained profit of Celesio AG is EUR 709,297k (previous year EUR 82,357k) and comprises the net profit for the year of EUR 677,970k and the profit carried forward of EUR 31,327k.

On the basis of the domination and profit and loss transfer agreement of 22 May 2014, McKesson Deutschland GmbH & Co. KGaA (previously Dragonfly GmbH & Co. KGaA) guarantees external shareholders of Celesio AG the payment of a guaranteed dividend for fiscal 2014 of EUR 0.83 per share and has declared to the management board of Celesio AG that it is prepared to pay this out in the full amount to the external shareholders for fiscal 2014. The external shareholders of Celesio AG thereby receive the guaranteed dividend of EUR 0.83 per share for fiscal 2014.

As a result, the following resolution has been proposed:

The management board proposes to fully transfer the net retained profit of EUR 709,297k of Celesio AG from fiscal 2014 to other revenue reserves.

(9) Provisions for pensions and early retirement obligations

Pension provisions have been calculated using the projected unit credit method and the 2005G mortality tables issued by Prof Dr Klaus Heubeck. Pursuant to the alternative treatment allowed by Sec. 253 (2) Sent. 2 HGB, the discount rate used in the calculation is based on the average market interest rate for instruments with a term of 15 years of 4.54%, as required by the regulation on discounting provisions issued on 18 November 2009. Expected salary increases were taken into account at 2.75%; expected pension increases at 1.75% for employees and 1.9% for members of the management board. Employee turnover has been considered using assumptions that vary depending on the age, length of service and gender of the employees.

(10) Other provisions

	31/12/2013 EUR k	31/12/2014 EUR k
Tax provisions	7,684	9,541
Sundry other provisions	48,210	49,711
	55,894	59,252

Other provisions comprise tax provisions as well as sundry other provisions.

Sundry other provisions are created to cover all contingent liabilities and anticipated losses from pending transactions. These are measured on the basis of prudent commercial judgement at the amount considered necessary to settle the liability (i.e. including any future cost or price increases). Provisions with a residual term of more than twelve months were discounted.

Deferred taxes are calculated on the basis of the differences between the commercial financial statements and tax balance sheet of Celesio AG. In addition, the deferred taxes carried by the dependent companies in the consolidated tax group led by Celesio AG are also considered. A tax rate of 29.79% has been used to calculate deferred taxes. This rate includes corporate income tax, the solidarity surcharge and trade tax.

Deferred tax assets result in particular from the prohibition of recognising provisions for potential losses from pending transactions in the tax balance sheet, the discounting of shareholder loans, and the measurement of provisions for pensions, phased retirement and long-service bonuses. Furthermore, there are also losses carried forward and interest carried forward.

Deferred tax liabilities originate primarily from the different measurement bases used by partnerships.

A decision was made not to recognise the surplus deferred tax assets remaining after deducting deferred tax liabilities within the consolidated tax group of Celesio AG in accordance with the alternative treatment allowed by Sec. 274 HGB.

Provisions with a residual term of more than twelve months were discounted with 4.54%.

Other provisions mainly comprise provisions for personnel-related expenses, provisions for outstanding invoices, remuneration of the supervisory board, costs of preparing the annual report, costs of preparing the financial statements as well as outstanding contributions, for provisions in connection with divestments, the costs of integrating Celesio AG into the McKesson Group and provisions for severance payments.

(11) Liabilities

LIABILITIES	31/12/2013				31/12/2014			
	Due in				Due in			
	less than 1 year EUR k	1–5 years EUR k	less than 1 year EUR k	1–5 years EUR k	less than 1 year EUR k	1–5 years EUR k	less than 1 year EUR k	1–5 years EUR k
Bonds	0	– 117,500	0	– 117,500	50,000	– 40,000	0	– 90,000
Liabilities to banks	0	– 71,968	0	– 71,968	55,206	– 60,342	0	– 115,548
Trade payables	6,307	– 0	0	– 6,307	4,039	– 0	0	– 4,039
Liabilities to affiliates	1,516,420	– 350,000	0	– 1,866,420	1,163,900	– 0	0	– 1,163,900
Liabilities to other investors and investees	0	– 0	0	– 0	0	– 0	0	– 0
Other liabilities	7,590	– 83	0	– 7,673	8,758	– 15	0	– 8,773
of which taxes	(1,163)	– (0)	(0)	– (1,226)	(1,060)	– (0)	(0)	– (1,060)
of which for social security	(0)	– (0)	(0)	– (0)	(0)	– (0)	(0)	– (0)
	1,530,317	– 539,551	0	2,069,868	1,281,903	– 100,357	0	1,382,260

Liabilities to affiliates include liabilities of EUR 0k which can be converted into equity instruments (previous year EUR 700,000k). Celesio AG and Celesio Finance B.V. announced on 28 January and on 12 February 2014 that there had been a change of control in accordance with the issue conditions of its 3.75% convertible bonds maturing in October 2014 and its 2.5% convertible bonds maturing in April 2018. As a consequence of the change of control, holders of convertible bonds were entitled to either redeem their convertible bonds early or exercise their right of conversion on the basis of adjusted conversion prices. The liabilities were fully converted into equity. The liabilities to affiliates also include trade payables of EUR 22,636k (previous year EUR 67,571k). This item also contains loans granted by group companies.

Liabilities are measured at the settlement amount. Liabilities denominated in foreign currency were translated using the mean spot rate on closing date. If they have residual terms of more than one year, the realisation principle (Sec. 252 (1) No. 4 Clause 2 HGB) and the historical cost principle (Sec. 253 (1) Sentence 1 HGB) were applied.

(12) Contingent liabilities

CONTINGENT LIABILITIES	31/12/2013 EUR k	31/12/2014 EUR k
From guarantees, bill and cheque guarantees	2,160,284	1,197,855
of which to affiliates	(2,160,281)	(1,197,851)
Total	2,160,284	1,197,855

Most of the guarantee obligations have been entered into towards creditor banks (of which EUR 831,094k [previous year EUR 1,619,450k] for Celesio Finance B.V., Baarn, Netherlands).

The risk of a claim relating to guarantees, bill and cheque guarantees for affiliates' liabilities to banks as well as loans is deemed to be low because of these subsidiaries' good net assets, financial position and results of operations.

(13) Other financial obligations and off-balance sheet transactions

In addition to the contingent liabilities, there are other financial obligations amounting to EUR 68,718k (previous year EUR 99,977k). These obligations relate to the following items:

Due to the outsourcing of all the group's IT infrastructure by virtue of an agreement concluded in February 2009 and effective 1 April 2009, the group has a financial obligation to pay service fees and future lease instalments expected to amount to EUR 54,970k (previous year EUR 89,435k) over a period ending 31 March 2016.

Other financial obligations relate to rental agreements, future lease payments for company cars and company equipment of EUR 2,358k (previous year EUR 1,748k) which expire within one to five years. In addition, there are purchasing commitments of EUR 11,390k (previous year EUR 8,794k) from granted investment contracts, including the data and voice communication service agreements.

In addition to standardising the IT infrastructure within the group, the purpose of the above mentioned agreements is to improve the liquidity situation and secure a funding advantage.

We are not aware of any significant risks.

(14) Derivative financial instruments and hedge accounting

DERIVATIVE FINANCIAL INSTRUMENTS	Nominal volume		Market value		Book value	
	31/12/2013 EUR k	31/12/2014 EUR k	31/12/2013 EUR k	31/12/2013 EUR k	31/12/2014 EUR k	31/12/2013 EUR k
Interest instruments	70,000	0	-1,343	0	0	0
Currency instruments	108,885	118,049	511	301	0	0
Currency instruments	702,650	-1,370,916	-8,850	-28,193	0	-13,563
Total	881,535	-1,488,965	-9,682	-27,892	0	-13,563

The carrying amounts of derivative financial instruments are recognised in the statement of financial position under liabilities at EUR 0k (previous year EUR 95k) and other provisions at EUR 13,563k (previous year EUR 0k).

The market values of derivative financial instruments are determined by reference to capital market data at the end of the reporting period and use of suitable valuation techniques such as the discounted cash flow method as well as other generally accepted option pricing models. If interest rates are needed for the valuation, the market interest rates for the respective residual term of the derivatives are taken. The derivative interest instruments are interest swaps. The derivative currency instruments exclusively comprise forward exchange contracts in pound sterling, Danish krone, Swedish krona, US dollar, Swiss franc, Polish zloty, Norwegian krone and Brazilian real.

As regards assets, liabilities and forecast transactions, Celesio is exposed to risks resulting from changes in exchange rates and interest rates, among other things. Based on a risk appraisal, selected hedging instruments are used to limit these risks.

The use of derivatives is subject to uniform group guidelines set by the management board, compliance of which is monitored constantly. These include the functional segregation of trading, handling and posting and the authorisation of just a few qualified employees to enter into derivative financial instruments. We only enter into derivatives for hedging purposes and then only with banks with good credit ratings.

Interest rate risks are understood as the negative impact of fluctuating interest rates on the net profit of the group. A distinction must be made between fixed-interest and floating-rate financial instruments. For fixed-interest financial instruments, a fixed market interest rate is agreed on for the full term of the derivative. The risk is that when market interest rates fluctuate, the market price of the financial instrument will change (fair value risk due to changes in interest rates). The market price is based on the present value of future payments (interest payments plus repayment of principal) discounted using the market interest rate prevailing at the end of the reporting period for the residual term. The fair value risk due to changes in interest rates will therefore lead to a gain or loss if the fixed-interest instrument is sold before maturity.

For floating-rate financial instruments the interest rate is adjusted in line with respective market interest rates. However, there is a risk here that there may be a short-term fluctuation in interest rates leading to changes in the future interest payment (cash flow risk due to interest rates).

Interest swaps were used in the past to hedge interest risks. An interest swap involves swapping the fixed or floating interest rate in the underlying transaction for a floating or fixed interest rate respectively for the entire term of the underlying instrument. The decision on whether to use derivative financial instruments is based on the projected interest rate risk and debt. The interest hedging strategy is reviewed at monthly intervals and new targets are defined. This involves securing interest rates for at least 50% of the projected debt level. The existing interest swaps expired in fiscal 2014. Due to the predominant use of originally fixed-interest instruments, new interest instruments were not required.

Currency risks refer to the possible impairment of items in the statement of financial position and any forward transactions due to fluctuations in exchange rates.

The majority of the foreign exchange risks are a result of the development of the euro against pound sterling.

Currency risks are mainly secured by so-called micro-hedges. This involves a direct hedge of the underlying transaction by means of a foreign exchange derivative, generally a currency swap. In addition, currency derivatives are used to hedge forecast transactions in foreign currency. This involves selecting the currency derivative (or a combination of several derivatives) which best reflects the likelihood of occurrence and timing of the forecast transaction.

Forward exchange contracts and currency swaps were used in fiscal 2014 to hedge foreign currency transactions.

When hedge accounting is applied in accordance with Sec. 254 HGB, the following accounting and valuation principles apply:

Economic hedging relationships are accounted for by designating hedges. If the positive and negative changes in the values of the underlying and the hedging instrument completely cancel each other out for the hedged risk during the period, they are offset and not recognised in either the underlying or the hedging instrument or in the income statement (compensatory approach). If the negative changes in value from the hedged risk outweigh the positive changes (an ineffective hedge), the difference is expensed as an unrealised loss in keeping with the imparity principle by recognising a provision for the hedge relationship.

The risk management strategy is formalised and documented at the beginning of a hedge relationship in terms of the hedged risk, the planned term of the hedge, the hedging instrument, the underlying transaction and the method used to measure the effectiveness of the hedge.

The following hedges were designated:

	Hedged item / hedging instrument	Risk/type of hedge	Amount included	Volume	Amount of hedged risk	Term of the hedge
(1)	Group loan / currency derivative	Currency risk / micro hedge	EUR -13,749k	GBP 495,749k	EUR -13,749k	up to 12 months
(2)	Group loan / currency derivative	Currency risk / micro hedge	EUR 53k	DKK 363,688k	EUR 53k	up to 3 months
(3)	Group loan / currency derivative	Currency risk / micro hedge	EUR -179k	SEK 120,393k	EUR -179k	up to 3 months
(4)	Group loan / currency derivative	Currency risk / micro hedge	EUR -104k	NOK 220,023k	EUR -104k	up to 1 month
(5)	Group loan / currency derivative	Currency risk / micro hedge	EUR -222k	GBP 14,234k	EUR -222k	up to 3 months

To (14): According to the group's risk policy, risk exposures (in this case group loans in foreign currency) are hedged immediately when they arise by entering into currency swaps for the same amount and on the same terms. Hedge effectiveness is measured using the critical term match method both prospectively and retrospectively. The diametrically opposed cash flows between the underlying and the hedging instrument will offset each other completely over the term of the hedge by the closing date.

Notes to the income statement

(15) Investment result

	2013 EUR k	2014 EUR k
Income from profit transfer agreements	0	40,416
Income from investments	203,834	820,967
Of which received from affiliates	(202,670)	(818,075)
Expenses from loss absorption	-52,617	-28,413
Write-ups of financial assets	21,993	33,147
Impairment of financial assets	-21,001	-100,970
Total	152,209	765,147

Income from investments relates to distributions from Admenta UK. The write-up of the financial assets relates to shares in affiliates in Italy, Slovenia and Ireland. The impairment of financial assets relates to shares held in affiliates in Belgium, Germany, Denmark and Ireland.

(16) Interest result

	2013 EUR k	2014 EUR k
Income from long-term loans	1,504	15,441
Of which from affiliates	(1,504)	(15,441)
Other interest and similar income	95,070	88,416
Of which from affiliates	(93,925)	(87,944)
Interest and similar expenses	-79,528	-68,745
Of which to affiliates	(-54,391)	(-31,951)
Of which expense from discounting	(-1,493)	(-1,995)
Total	17,046	35,112

(17) Other income

	2013 EUR k	2014 EUR k
Group tax allocations	14,374	0
of which corporate income tax	(7,419)	0
of which trade tax	(6,954)	0
Income from previous periods	16,370	27,018
Sundry income	78,608	896,415
of which exchange rate gains	(18,187)	(58,614)
Total	109,352	923,433

The change of group tax allocations is based on the resolution to end the tax allocation postings between the parent company Ceslesio AG and the subsidiary companies from 1 January 2014. Income relating to other periods from previous periods mainly comprises intragroup income from cost allocations. Sundry income primarily stems from services for IT and business provisions rendered for affiliates.

(18) Personnel expenses/employees

	2013 EUR k	2014 EUR k
Wages and salaries	40,244	59,760
Social security and pension cost	5,053	8,984
of which pension benefits	(2,010)	(5,392)
Total	45,297	68,744

The average headcount in fiscal 2014 was 348

(previous year 302). Wages and salaries include expenses incurred in connection with the settlement of contractual claims of members of the management board that left the company before the contractually agreed date in the amount of EUR 26,693m (previous year EUR 4,111m).

(19) Other expenses

	2013 EUR k	2014 EUR k
Other taxes	684	499
Sundry expenses	137,708	176,923
of which losses from disposal of investments	(6,000)	(1,457)
of which exchange rate losses	(25,844)	(59,649)
Total	138,392	177,422

In addition to the exchange rate losses, sundry expenses mainly comprise IT expenses, losses from the disposal of investments, legal and consulting fees, costs for services rendered by affiliates, travel expenses, recruiting expenses, remuneration of the supervisory board, the cost of preparing financial statements and annual general meeting expenses as well as other rent and incidental costs.

(20) Income taxes

	2013 EUR k	2014 EUR k
Corporate income tax/trade tax for fiscal year	0	2,200
Corporate income tax/trade tax for previous years	2,604	-2,782
Total	2,604	-582

Other taxes are reported under (19) Other expenses.

Other notes

Audit fees

The annual financial statements of Celesio AG, the German subsidiaries subject to audit and the consolidated financial statements were audited by Ernst & Young GmbH Wirtschaftsprüfungsgesellschaft (Ernst & Young Germany), Stuttgart. In accordance with Sec. 285 (1) No. 17 HGB, fees for the auditor have not been disclosed. The total fees of Ernst & Young Germany are disclosed in the consolidated financial statements of Celesio AG.

Information provided in accordance with Sec. 161 of the Aktiengesetz (AktG, German Stock Corporation Act)

The following declaration of compliance pursuant to Sec. 161 of the Aktiengesetz (AktG, German Stock Corporations Act) was issued by the supervisory board and management board on 17 December 2014:

The management board and supervisory board of Celesio AG hereby declare in accordance with Section 161 of the Aktiengesetz (AktG; German Stock Corporations Act) that since the last declaration of compliance in December 2013 the recommendations of the government commission on the Corporate Governance Code – initially in the version dated 13 May 2013, followed since it came into effect by the version dated 25 June 2014 – have been and are being complied with.

Exemption pursuant to Sec. 264 (3), Sec. 264a and Sec. 264b HGB

The following entities are exempted under Sec. 264 (3) HGB from the duty to publish their financial statements:

- ABG Apotheken-Beratungsgesellschaft mbH, Stuttgart
 - Admenta Deutschland GmbH, Stuttgart
 - DocMorris Kooperationen GmbH, Stuttgart
 - GEHE Pharma Handel GmbH, Stuttgart
 - Gesellschaft für Versorgungskonzepte in der Wundbehandlung GmbH, Stuttgart
 - Inten GmbH, Stuttgart
 - GEHE Informatik Services GmbH, Stuttgart
 - Ancavion GmbH, Weiterstadt
 - GEHE Immobilien Verwaltungs-GmbH
-
- GEHE Immobilien GmbH & Co. KG, Stuttgart is exempted from the duty to publish its financial statements pursuant to Secs. 264b, 264a HGB.
 - Matis Immobilien OHG, Stuttgart, is exempted from the duty to publish its financial statements pursuant to Secs. 264b, 264a HGB.

Celesio AG is the general partner of GEHE Immobilien GmbH & Co. KG, Stuttgart.

Group relationships

The consolidated financial statements of Celesio AG and its subsidiaries as of 31 December 2014 have been prepared in accordance with the International Financial Reporting Standards (IFRSs) of the International Accounting Standards Board (IASB), London, UK, as endorsed by the European Union and applicable at the end of the reporting period, and supplemented by the provisions of Sec. 315a (1) Handelsgesetzbuch (HGB, German Commercial Code).

McKesson Deutschland GmbH & Co. KGaA, Schönefeld, formerly known as Dragonfly GmbH & Co. KGaA, Frankfurt am Main, is the German parent company of Celesio AG.

Celesio AG and McKesson Deutschland GmbH are indirectly owned by McKesson Corporation, San Francisco, USA, as the ultimate parent company and are included in its consolidated financial statements of 31 March 2015 in accordance with US reporting principles.

Notices from shareholders

On 6 February 2014, the McKesson Corporation, San Francisco, USA, announced the completion of the acquisition of more than 75% of Celesio shares. McKesson is therefore the majority shareholder in Celesio. As of 31 December 2014, the McKesson Corporation, San Francisco, USA, and the companies attributable to it held 154,284,606 Celesio shares. This equates to a stake of 75.92% of the total share capital issued and of the voting rights in Celesio.

On 3 April 2014, Magnetar Financial LLC, Evanston, Illinois, USA, notified us that the share of the voting rights held by it and companies attributable to it amounted to 3.14 % (which equates to 6,387,521 voting rights) on 27 March 2014.

Notices from shareholders in fiscal 2014 are listed below:

14 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 14 January 2014, BlackRock, Inc., New York, NY, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 10 January 2014 passed the threshold of 3% of the voting rights and amounted to 3.002% on that date (5,105,767 voting rights). 3.002% of the voting rights (5,105,767 voting rights) are held by the company pursuant to Section 22 (1) 1, No. 6 of the WpHG in conjunction with Section 22 (1) 2.

15 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 15 January 2014, BlackRock, Inc., New York, NY, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 13 January 2014 fallen short of the threshold of 3% of the voting rights and amounted to 2.67% on that date (4,535,964 voting rights). 2.67% of the voting rights (4,535,964 voting rights) are held by the company pursuant to Section 22 (1) 1, No. 6 of the WpHG in conjunction with Section 22 (1) 2.

16 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

Voting rights announcement pursuant to Section 25a (1) of the WpHG

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

McKesson Corporation, San Francisco, USA

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

3%, 5%, 10%, 15%, 20%, 25%, 30% and 50%

5. Date of threshold deviation:

13/01/2014

6. Share of voting rights subject to notification requirement:

0.50% (equates to 851,764 voting rights)

of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

0.50% (equates to 851,764 voting rights)

of which are held indirectly:

0.50% (equates to 851,764 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

McKesson International Holdings IV S.a.r.l., McKesson International Holdings, McKesson International Bermuda IP2A Limited

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)

Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)

Maturity: 07/04/2018

16 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

Voting rights announcement pursuant to Section 25a (1) of the WpHG

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

McKesson US Finance Corporation, San Francisco, USA

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

3%, 5%, 10%, 15%, 20%, 25%, 30% and 50%

5. Date of threshold deviation:

13/01/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:

16 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

Voting rights announcement pursuant to Section 25a (1) of the WpHG

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar III UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

3%, 5%, 10%, 15%, 20%, 25%, 30% and 50%

5. Date of threshold deviation:

13/01/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:

16 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

Voting rights announcement pursuant to Section 25a (1) of the WpHG

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar II UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

3%, 5%, 10%, 15%, 20%, 25%, 30% and 50%

5. Date of threshold deviation:

13/01/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:
Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:

16 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

Voting rights announcement pursuant to Section 25a (1) of the WpHG

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar I UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

3%, 5%, 10%, 15%, 20%, 25%, 30% and 50%

5. Date of threshold deviation:

13/01/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:

16 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

Voting rights announcement pursuant to Section 25a (1) of the WpHG

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Dragonfly Verwaltungs GmbH, Frankfurt am Main, Germany

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

3%, 5%, 10%, 15%, 20%, 25%, 30% and 50%

5. Date of threshold deviation:

13/01/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:

16 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

Voting rights announcement pursuant to Section 25a (1) of the WpHG

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Dragonfly GmbH & Co. KGaA, Frankfurt am Main, Germany

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

3%, 5%, 10%, 15%, 20%, 25%, 30% and 50%

5. Date of threshold deviation:

13/01/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:

16 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Mr Paul E. Singer, USA

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

30%

5. Date of threshold deviation:

13/01/2014

6. Share of voting rights subject to notification requirement:

32.01% (equates to 54,448,572 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
7.93% (equates to 13,488,365 voting rights)

of which are held indirectly:

7.93% (equates to 13,488,365 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

24.08% (equates to 40,960,207 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

Elliott International, L.P., Cayman Islands, Hambledon, Inc., Cayman Islands, Elliott Capital Advisors, L.P., USA, Braxton Associates, Inc., USA, Elliott Asset Management LLC, USA, The Liverpool Limited Partnership, Bermuda, Liverpool Associates, Ltd., Bermuda, Elliott Associates, L.P., USA, and Elliott Special GP, LLC, USA

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)

Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)

Maturity: 07/04/2018

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Elliott Asset Management LLC, Wilmington, DE, USA

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

30%

5. Date of threshold deviation:

13/01/2014

6. Share of voting rights subject to notification requirement:

32.01% (equates to 54,448,572 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
7.93% (equates to 13,488,365 voting rights)

of which are held indirectly:

7.93% (equates to 13,488,365 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
24.08% (equates to 40,960,207 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

Elliott International, L.P., Cayman Islands, Hambledon, Inc., Cayman Islands, Elliott Capital Advisors, L.P., USA, The Liverpool Limited Partnership, Bermuda, Liverpool Associates, Ltd., Bermuda, Elliott Associates, L.P., USA, and Elliott Special GP, LLC, USA

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)
Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)
Maturity: 07/04/2018

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Braxton Associates, Inc., Wilmington, DE, USA

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

30%

5. Date of threshold deviation:

13/01/2014

6. Share of voting rights subject to notification requirement:

32.01% (equates to 54,448,572 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
7.93% (equates to 13,488,365 voting rights)
of which are held indirectly:
7.93% (equates to 13,488,365 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
24.08% (equates to 40,960,207 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:
Elliott International, L.P., Cayman Islands, Hambledon, Inc., Cayman Islands, Elliott Capital Advisors, L.P., USA, The Liverpool Limited Partnership, Bermuda, Liverpool Associates, Ltd., Bermuda, Elliott Associates, L.P., USA, and Elliott Special GP, LLC, USA

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)
Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)
Maturity: 07/04/2018

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Elliott Capital Advisors, L.P., Wilmington, DE, USA

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

30%

5. Date of threshold deviation:

13/01/2014

6. Share of voting rights subject to notification requirement:

32.01% (equates to 54,448,572 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
7.93% (equates to 13,488,365 voting rights)

of which are held indirectly:
7.93% (equates to 13,488,365 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
24.08% (equates to 40,960,207 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

Elliott International, L.P., Cayman Islands, Hambledon, Inc., Cayman Islands, The Liverpool Limited Partnership, Bermuda, Liverpool Associates, Ltd., Bermuda, Elliott Associates, L.P., USA, and Elliott Special GP, LLC, USA

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)

Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)

Maturity: 07/04/2018

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Hambledon Inc., Grand Cayman, Cayman Islands

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

25%

5. Date of threshold deviation:

13/01/2014

6. Share of voting rights subject to notification requirement:

28.08% (equates to 47,770,107 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

5.16% (equates to 8,785,454 voting rights)

of which are held indirectly:
5.16% (equates to 8,785,454 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
22.92% (equates to 38,984,653 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

Elliott International, L.P., Cayman Islands

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)

Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)

Maturity: 07/04/2018

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Elliott International, L.P., Grand Cayman, Cayman Islands

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

25%

5. Date of threshold deviation:

13/01/2014

6. Share of voting rights subject to notification requirement:

28.08% (equates to 47,770,107 voting rights)

of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

5.16% (equates to 8,785,454 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

22.92% (equates to 38,984,653 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)

Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)

Maturity: 07/04/2018

16 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 16 January 2014, Mr Paul E. Singer, USA notified us pursuant to Section 21 (1) of the WpHG that his voting share in Celesio AG, Stuttgart, Germany, had on 13 January 2014 passed the threshold of 20% of the voting rights and amounted to 24.08% on that date (40,960,207 voting rights).

20.75% of the voting rights (35,292,103 voting rights) are held by Mr Singer pursuant to Section 22 (1) 1, No. 1 of the WpHG including via the following companies controlled by Mr Singer, which each have a voting share in Celesio AG of 3% or more: Cornwall (Luxembourg) S.à.r.l., Luxembourg, Wolverton (Luxembourg) S.à.r.l., Luxembourg, Maidenhead LLC, USA, Elliott International, L.P., Cayman Islands, Hambledon, Inc., Cayman Islands, Elliott Capital Advisors, L.P., USA, Braxton Associates, Inc., USA and Elliott Asset Management LLC, USA.

3.33% of the voting rights (5,668,104 voting rights) are held by Mr Singer pursuant to Section 22 (1) 1, No. 2 of the WpHG in conjunction with Section 22 (1) 2.

22.92% of the voting rights (38,984,653 voting rights) are also held by Mr Singer pursuant to Section 22 (1) 1, No. 6 of the WpHG in conjunction with Section 22 (1) 2. Of these 20.75% of the voting rights (35,290,103 voting rights) are held by Mr Singer via Cornwall (Luxembourg) S.à.r.l., Luxembourg.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 16 January 2014, Elliott Asset Management LLC, Wilmington, DE, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 13 January 2014 passed the threshold of 20% of the voting rights and amounted to 24.08% on that date (40,960,207 voting rights).

20.75% of the voting rights (35,292,103 voting rights) are held by Elliott Asset Management LLC pursuant to Section 22 (1) 1, No. 1 of the WpHG, including via the following companies controlled by Elliott Asset Management LLC, which each have a voting share in Celesio AG of 3% or more: Cornwall (Luxembourg) S.à.r.l., Luxembourg, Wolverton (Luxembourg) S.à.r.l., Luxembourg, Maidenhead LLC, USA, Elliott International, L.P., Cayman Islands, Hambledon, Inc., Cayman Islands, and Elliott Capital Advisors, L.P., USA.

3.33% of the voting rights (5,668,104 voting rights) are held by the company pursuant to Section 22 (1) 1, No. 2 of the WpHG in conjunction with Section 22 (1) 2.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 16 January 2014, Braxton Associates, Inc., Wilmington, DE, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 13 January 2014 passed the threshold of 20% of the voting rights and amounted to 24.08% on that date (40,960,207 voting rights).

20.75% of the voting rights (35,292,103 voting rights) are held by Braxton Associates, Inc. pursuant to Section 22 (1) 1, No. 1 of the WpHG, including via the following companies controlled by Braxton Associates, Inc., which each have a voting share in Celesio AG of 3% or more: Cornwall (Luxembourg) S.à.r.l., Luxembourg, Wolverton (Luxembourg) S.à.r.l., Luxembourg, Maidenhead LLC, USA, Elliott International, L.P., Cayman Islands, Hambledon, Inc., Cayman Islands, and Elliott Capital Advisors, L.P., USA.

3.33% of the voting rights (5,668,104 voting rights) are held by the company pursuant to Section 22 (1) 1, No. 2 of the WpHG in conjunction with Section 22 (1) 2.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 16 January 2014, Elliott Capital Advisors, L.P., Wilmington, DE, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 13 January 2014 passed the threshold of 20% of the voting rights and amounted to 24.08% on that date (40,960,207 voting rights).

20.75% of the voting rights (35,292,103 voting rights) are held by Elliott Capital Advisors, L.P. pursuant to Section 22 (1) 1, No. 1 of the WpHG, including via the following companies controlled by Elliott Capital Advisors, L.P., which each have a voting share in Celesio AG of 3% or more: Cornwall (Luxembourg) S.à.r.l., Luxembourg, Wolverton (Luxembourg) S.à.r.l., Luxembourg, Maidenhead LLC, USA, Elliott International, L.P., Cayman Islands, and Hambledon, Inc., Cayman Islands.

3.33% of the voting rights (5,668,104 voting rights) are held by the company pursuant to Section 22 (1) 1, No. 2 of the WpHG in conjunction with Section 22 (1) 2.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 16 January 2014, Elliott International Capital Advisors Inc., Wilmington, DE, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 13 January 2014 passed the threshold of 20% of the voting rights and amounted to 22.92% on that date (38,984,653 voting rights).

22.92% of the voting rights (38,984,653 voting rights) are also held by the company pursuant to Section 22 (1) 1, No. 6 of the WpHG. Of these 20.75% of the voting rights (35,290,103 voting rights) are held by Elliott International Capital Advisors Inc. via Cornwall (Luxembourg) S.à.r.l., Luxembourg.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 16 January 2014, Hambledon, Inc., Grand Cayman, Cayman Islands notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 13 January 2014 passed the threshold of 20% of the voting rights and amounted to 22.92% on that date (38,984,653 voting rights).

20.75% of the voting rights (35,291,753 voting rights) are held by Hambledon, Inc. pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Hambledon, Inc., which each have a voting share in Celesio AG of 3% or more: Cornwall (Luxembourg) S.à.r.l., Luxembourg, Wolverton (Luxembourg) S.à.r.l., Luxembourg, Maidenhead LLC, USA and Elliott International, L.P., Cayman Islands.

2.17% of the voting rights (3,692,900 voting rights) are held by the company pursuant to Section 22 (1) 1, No. 2 of the WpHG in conjunction with Section 22 (1) 2.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 16 January 2014, Elliott International, L.P., Grand Cayman, Cayman Islands notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 13 January 2014 passed the threshold of 20% of the voting rights and amounted to 22.92% on that date (38,984,653 voting rights).

20.75% of the voting rights (35,291,753 voting rights) are held by Elliott International, L.P. pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Elliott International, L.P., which each have a voting share in Celesio AG of 3% or more: Cornwall (Luxembourg) S.à.r.l., Luxembourg, Wolverton (Luxembourg) S.à.r.l., Luxembourg and Maidenhead LLC, USA.

2.17% of the voting rights (3,692,900 voting rights) are held by the company pursuant to Section 22 (1) 1, No. 2 of the WpHG.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 16 January 2014, Elliott International Limited, Grand Cayman, Cayman Islands notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 13 January 2014 passed the threshold of 20% of the voting rights and amounted to 20.75% on that date (35,291,753 voting rights).

20.75% of the voting rights (35,291,753 voting rights) are held by Elliott International Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Elliott International Limited, which each have a voting share in Celesio AG of 3% or more: Cornwall (Luxembourg) S.à.r.l., Luxembourg, Wolverton (Luxembourg) S.à.r.l., Luxembourg, and Maidenhead LLC, USA.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 16 January 2014, Maidenhead LLC, Wilmington, DE, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 13 January 2014 passed the threshold of 20% of the voting rights and amounted to 20.75% on that date (35,291,753 voting rights).

20.75% of the voting rights (35,291,103 voting rights) are held by Wolverton (Luxembourg) S.à.r.l. pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Maidenhead LLC, which each have a voting share in Celesio AG of 3% or more: Cornwall (Luxembourg) S.à.r.l., Luxembourg, and Wolverton (Luxembourg) S.à.r.l., Luxembourg.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 16 January 2014, Wolverton (Luxembourg) S.à.r.l., Luxembourg, Luxembourg notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 13 January 2014 passed the threshold of 20% of the voting rights and amounted to 20.75% on that date (35,291,103 voting rights).

20.75% of the voting rights (35,290,103 voting rights) are held by Wolverton (Luxembourg) S.à.r.l. pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Wolverton (Luxembourg) S.à.r.l., which each have a voting share in Celesio AG of 3% or more: Cornwall (Luxembourg) S.à.r.l., Luxembourg.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 16 January 2014, Cornwall (Luxembourg) S.à.r.l., Luxembourg, Luxembourg notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 13 January 2014 passed the threshold of 20% of the voting rights and amounted to 20.75% on that date (35,290,103 voting rights).

22 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

Voting rights announcement pursuant to Section 25a (1) of the WpHG

We received the following announcement pursuant to Section 25a (1) of the WpHG on 22 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Hambledon Inc., Grand Cayman, Cayman Islands

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

30%

5. Date of threshold deviation:

17/01/2014

6. Share of voting rights subject to notification requirement:

30.98% (equates to 52,698,237 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
7.24% (equates to 12,307,984 voting rights)

of which are held indirectly:

7.24% (equates to 12,307,984 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights) 2

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

23.75% (equates to 40,390,253 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:
Elliott International, L.P., Cayman Islands

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)

Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)

Maturity: 07/04/2018

We received the following announcement pursuant to Section 25a (1) of the WpHG on 22 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Elliott International, L.P., Grand Cayman, Cayman Islands

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

30%

5. Date of threshold deviation:

17/01/2014

6. Share of voting rights subject to notification requirement:

30.98% (equates to 52,698,237 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
7.24% (equates to 12,307,984 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

23.75% (equates to 40,390,253 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)

Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)

Maturity: 07/04/2018

23 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

We received the following announcement pursuant to Section 25 (1) of the WpHG on 23 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Franz Haniel & Cie. GmbH, Duisburg, Germany

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

22/01/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

75.99% (equates to 129,258,505 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

23 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 23 January 2014, Franz Haniel & Cie. GmbH, Duisburg, Germany notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 22 January 2014 passed the threshold of 75% of the voting rights and amounted to 75.99% on that date (129,258,505 voting rights).

23 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

We received the following announcement pursuant to Section 25 (1) of the WpHG on 23 January 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Franz Haniel & Cie. GmbH, Duisburg, Germany

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

20/01/2014

6. Share of voting rights subject to notification requirement:

75.99% (equates to 129,258,505 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
25.98% (equates to 44,200,000 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
50.01% (equates to 85,058,505 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

23 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 23 January 2014, Mr Paul E. Singer, USA notified us pursuant to Section 21 (1) of the WpHG that his voting share in Celesio AG, Stuttgart, Germany, had on 22 January 2014 fallen short of the thresholds of 20%, 15%, 10%, 5% and 3% of the voting rights and amounted to 1.15% on that date (1,960,603 voting rights).

0.00% of the voting rights (2,000 voting rights) are held by Mr Singer pursuant to Section 22 (1) 1, No. 1 of the WpHG.

1.15% of the voting rights (1,958,603 voting rights) are held by Mr Singer pursuant to Section 22 (1) 1, No. 2 of the WpHG in conjunction with Section 22 (1) 2.

0.75% of the voting rights (1,274,742 voting rights) are held by Mr Singer pursuant to Section 22 (1) 1, No. 6 of the WpHG in conjunction with Section 22 (1) 2.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 23 January 2014, Elliott Asset Management LLC, Wilmington, DE, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 22 January 2014 fallen short of the thresholds of 20%, 15%, 10%, 5% and 3% of the voting rights and amounted to 1.15% on that date (1,960,603 voting rights).

0.00% of the voting rights (2,000 voting rights) are held by Elliott Asset Management LLC pursuant to Section 22 (1) 1, No. 1 of the WpHG.

1.15% of the voting rights (1,958,603 voting rights) are held by Elliott Asset Management LLC pursuant to Section 22 (1) 1, No. 2 of the WpHG in conjunction with Section 22 (1) 2.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 23 January 2014, Braxton Associates, Inc., Wilmington, DE, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 22 January 2014 fallen short of the thresholds of 20%, 15%, 10%, 5% and 3% of the voting rights and amounted to 1.15% on that date (1,960,603 voting rights).

0.00% of the voting rights (2,000 voting rights) are held by Braxton Associates, Inc. pursuant to Section 22 (1) 1, No. 1 of the WpHG.

1.15% of the voting rights (1,958,603 voting rights) are held by Braxton Associates, Inc. pursuant to Section 22 (1) 1, No. 2 of the WpHG in conjunction with Section 22 (1) 2.

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Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 23 January 2014, Elliott Capital Advisors, L.P., Wilmington, DE, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 22 January 2014 fallen short of the thresholds of 20%, 15%, 10%, 5% and 3% of the voting rights and amounted to 1.15% on that date (1,960,603 voting rights).

0.00% of the voting rights (2,000 voting rights) are held by Elliott Capital Advisors, L.P. pursuant to Section 22 (1) 1, No. 1 of the WpHG.

1.15% of the voting rights (1,958,603 voting rights) are held by Elliott Capital Advisors, L.P. pursuant to Section 22 (1) 1, No. 2 of the WpHG in conjunction with Section 22 (1) 2.

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On 23 January 2014, Elliott International Capital Advisors Inc., Wilmington, DE, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 22 January 2014 fallen short of the thresholds of 20%, 15%, 10%, 5% and 3% of the voting rights and amounted to 0.75% on that date (1,274,742 voting rights).

0.75% of the voting rights (1,274,742 voting rights) are held by Elliott International Capital Advisors Inc. pursuant to Section 22 (1) 1, No. 6 of the WpHG.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 23 January 2014, Hambledon, Inc., Grand Cayman, Cayman Islands notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 22 January 2014 fallen short of the thresholds of 20%, 15%, 10%, 5% and 3% of the voting rights and amounted to 0.75% on that date (1,274,742 voting rights).

0.00% of the voting rights (1,650 voting rights) are held by Hambledon, Inc. pursuant to Section 22 (1) 1, No. 1 of the WpHG.

0.75% of the voting rights (1,273,092 voting rights) are held by Hambledon, Inc. pursuant to Section 22 (1) 1, No. 2 of the WpHG in conjunction with Section 22 (1) 2.

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Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 23 January 2014, Elliott International, L.P., Grand Cayman, Cayman Islands notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 22 January 2014 fallen short of the thresholds of 20%, 15%, 10%, 5% and 3% of the voting rights and amounted to 0.75% on that date (1,274,742 voting rights).

0.00% of the voting rights (1,650 voting rights) are held by Elliott International, L.P. pursuant to Section 22 (1) 1, No. 1 of the WpHG.

0.75% of the voting rights (1,273,092 voting rights) are held by Elliott International, L.P. pursuant to Section 22 (1) 1, No. 2 of the WpHG.

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Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 23 January 2014, Elliott International Limited, Grand Cayman, Cayman Islands notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 22 January 2014 fallen short of the thresholds of 20%, 15%, 10%, 5% and 3% of the voting rights and amounted to 0.00% on that date (1,650 voting rights).

0.00% of the voting rights (1,650 voting rights) are held by Elliott International Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 23 January 2014, Maidenhead LLC, Wilmington, DE, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 22 January 2014 fallen short of the thresholds of 20%, 15%, 10%, 5% and 3% of the voting rights and amounted to 0.00% on that date (1,650 voting rights).

0.00% of the voting rights (1,000 voting rights) are held by Maidenhead LLC pursuant to Section 22 (1) 1, No. 1 of the WpHG.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 23 January 2014, Wolverson (Luxembourg) S.à.r.l., Luxembourg, Luxembourg notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 22 January 2014 fallen short of the thresholds of 20%, 15%, 10%, 5% and 3% of the voting rights and amounted to 0.00% on that date (1,000 voting rights).

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 23 January 2014, Cornwall (Luxembourg) S.à.r.l., Luxembourg, Luxembourg notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 22 January 2014 fallen short of the thresholds of 20%, 15%, 10%, 5% and 3% of the voting rights and amounted to 0.00% on that date (0 voting rights).

23 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

We received the following announcement pursuant to Section 25a (1) of the WpHG on 16 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Elliott International Limited, Grand Cayman, Cayman Islands

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15% and 20%

5. Date of threshold deviation:

22/01/2014

6. Share of voting rights subject to notification requirement:

24.90% (equates to 42,360,253 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
24.90% (equates to 42,358,603 voting rights)

of which are held indirectly:

24.90% (equates to 42,358,603 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
0.00% (equates to 1,650 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:
Cornwall (Luxembourg) S.à.r.l., Luxembourg, Wolverton (Luxembourg) S.à.r.l., Luxembourg and Maidenhead LLC, USA

ISIN or designation of the (financial/other) instrument:

Agreement on atypical stock lending
Expiry: 27/01/2014

We received the following announcement pursuant to Section 25a (1) of the WpHG on 23 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Maidenhead LLC, Wilmington, DE, USA

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15% and 20%

5. Date of threshold deviation:

22/01/2014

6. Share of voting rights subject to notification requirement:

24.90% (equates to 42,360,253 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
24.90% (equates to 42,358,603 voting rights)

of which are held indirectly:

24.90% (equates to 42,358,603 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0.00% (equates to 1,650 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

Cornwall (Luxembourg) S.à.r.l., Luxembourg and Wolverton (Luxembourg) S.à.r.l., Luxembourg

ISIN or designation of the (financial/other) instrument:

Agreement on atypical stock lending

Expiry: 27/01/2014

We received the following announcement pursuant to Section 25a (1) of the WpHG on 23 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Wolverton (Luxembourg) S.à r.l., Luxembourg, Luxembourg

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15% and 20%

5. Date of threshold deviation:

22/01/2014

6. Share of voting rights subject to notification requirement:

24.90% (equates to 42,359,603 voting rights)

of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

24.90% (equates to 42,358,603 voting rights)

of which are held indirectly:

24.90% (equates to 42,358,603 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0.00% (equates to 1,000 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

Cornwall (Luxembourg) S.à.r.l., Luxembourg

ISIN or designation of the (financial/other) instrument:

Agreement on atypical stock lending

Expiry: 27/01/2014

We received the following announcement pursuant to Section 25a (1) of the WpHG on 23 January 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cornwall (Luxembourg) S.à.r.l., Luxembourg, Luxembourg

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15% and 20%

5. Date of threshold deviation:

22/01/2014

6. Share of voting rights subject to notification requirement:

24.90% (equates to 42,358,603 voting rights)

of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

24.90% (equates to 42,358,603 voting rights)

of which are held indirectly:
24.90% (equates to 42,358,603 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
0.00% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:
Agreement on atypical stock lending
Expiry: 27/01/2014

29 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

We received the following announcement pursuant to Section 25a (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Dragonfly GmbH & Co. KGaA, Frankfurt am Main, Germany

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

89.29% (equates to 151,874,742 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
13.30% (equates to 22,616,237 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)

Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)

Maturity: 07/04/2018

We received the following announcement pursuant to Section 25a (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Dragonfly Verwaltungs GmbH, Frankfurt am Main, Germany

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

89.29% (equates to 151,874,742 voting rights)

of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

13.30% (equates to 22,616,237 voting rights)

of which are held indirectly:

13.30% (equates to 22,616,237 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

75.99% (equates to 129,258,505 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

Dragonfly GmbH & Co. KGaA

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)

Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)
Maturity: 07/04/2018

We received the following announcement pursuant to Section 25a (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar I UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

89.29% (equates to 151,874,742 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
13.30% (equates to 22,616,237 voting rights)

of which are held indirectly:

13.30% (equates to 22,616,237 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

75.99% (equates to 129,258,505 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:
Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)
Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)
Maturity: 07/04/2018

We received the following announcement pursuant to Section 25a (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar II UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

89.29% (equates to 151,874,742 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
13.30% (equates to 22,616,237 voting rights)

of which are held indirectly:

13.30% (equates to 22,616,237 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

75.99% (equates to 129,258,505 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1ANSK5)

Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)

Maturity: 07/04/2018

We received the following announcement pursuant to Section 25a (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar III UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

89.29% (equates to 151,874,742 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
13.30% (equates to 22,616,237 voting rights)

of which are held indirectly:

13.30% (equates to 22,616,237 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

75.99% (equates to 129,258,505 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)

Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)

Maturity: 07/04/2018

We received the following announcement pursuant to Section 25a (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

McKesson US Finance Corporation, San Francisco, USA

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

89.29% (equates to 151,874,742 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
13.30% (equates to 22,616,237 voting rights)

of which are held indirectly:

13.30% (equates to 22,616,237 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

75.99% (equates to 129,258,505 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited, Cougar III UK Limited

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)

Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)

Maturity: 07/04/2018

We received the following announcement pursuant to Section 25a (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

McKesson Corporation, San Francisco, USA

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

89.86% (equates to 152,846,782 voting rights)

of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

13.87% (equates to 23,588,277 voting rights)

of which are held indirectly:

13.87% (equates to 23,588,277 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

75.99% (equates to 129,258,505 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited, Cougar III UK Limited, McKesson US Finance Corporation, McKesson International Holdings IV S.a.r.l., McKesson International Holdings, McKesson International Bermuda IP2A Limited

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)

Maturity: 29/10/2014

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1GPH50)

Maturity: 07/04/2018

29 January 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

We received the following announcement pursuant to Section 25 (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Dragonfly GmbH & Co. KGaA, Frankfurt am Main, Germany

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

75.99% (equates to 129,258,505 voting rights)

of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

ISIN or designation of the (financial/other) instrument: Share purchase agreement

Maturity: 06/02/2014

We received the following announcement pursuant to Section 25 (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Dragonfly Verwaltungs GmbH, Frankfurt am Main, Germany

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

75.99% (equates to 129,258,505 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

75.99% (equates to 129,258,505 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

Chain of controlled companies:

Dragonfly GmbH & Co. KGaA

ISIN or designation of the (financial/other) instrument: Share purchase agreement

Maturity: 06/02/2014

We received the following announcement pursuant to Section 25 (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar I UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

75.99% (equates to 129,258,505 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

75.99% (equates to 129,258,505 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

Chain of controlled companies:

Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH

ISIN or designation of the (financial/other) instrument: Share purchase agreement

Maturity: 06/02/2014

We received the following announcement pursuant to Section 25 (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar II UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

75.99% (equates to 129,258,505 voting rights)

of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

75.99% (equates to 129,258,505 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

Chain of controlled companies:

Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited

ISIN or designation of the (financial/other) instrument: Share purchase agreement

Maturity: 06/02/2014

We received the following announcement pursuant to Section 25 (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar III UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

75.99% (equates to 129,258,505 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

75.99% (equates to 129,258,505 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

Chain of controlled companies:

Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited

ISIN or designation of the (financial/other) instrument: Share purchase agreement

Maturity: 06/02/2014

We received the following announcement pursuant to Section 25 (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

McKesson US Finance Corporation, San Francisco, USA

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

75.99% (equates to 129,258,505 voting rights)
of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

75.99% (equates to 129,258,505 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

Chain of controlled companies:

Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited, Cougar III UK Limited

ISIN or designation of the (financial/other) instrument: Share purchase agreement

Maturity: 06/02/2014

We received the following announcement pursuant to Section 25 (1) of the WpHG on 29 January 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

McKesson Corporation, San Francisco, USA

3. Type of threshold deviation:

Deviation above

4. Affected reporting thresholds:

5%, 10%, 15%, 20%, 25%, 30%, 50% and 75%

5. Date of threshold deviation:

23/01/2014

6. Share of voting rights subject to notification requirement:

75.99% (equates to 129,258,505 voting rights)

of the total number of voting rights held by the issuer of: 170,100,000

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

75.99% (equates to 129,258,505 voting rights)

of which are held indirectly:

75.99% (equates to 129,258,505 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

Chain of controlled companies:

Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited, Cougar III UK Limited, McKesson US Finance Corporation

ISIN or designation of the (financial/other) instrument: Share purchase agreement

Maturity: 06/02/2014

31 January 2014

Celesio AG: Publication of the total number of voting rights pursuant to Section 26a of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of the total number of voting rights via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

Celesio AG hereby announces that the total number of voting rights at the end of the month of January 2014 amounted to 181,543,569 voting rights.

3 February 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 3 February 2014, Franz Haniel & Cie. GmbH, Duisburg, Germany notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 31 January 2014 fallen short of the threshold of 75% of the voting rights and amounted to 71.20% on that date (129,258,505 voting rights).

5 February 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 5 February 2014, Dragonfly GmbH & Co. KGaA, Frankfurt am Main, Germany notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 3 February 2014 passed the thresholds of 3% and 5% of the voting rights and amounted to 6.30% on that date (11,443,569 voting rights).

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 5 February 2014, Dragonfly Verwaltungs GmbH, Frankfurt am Main, Germany notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 3 February 2014 passed the thresholds of 3% and 5% of the voting rights and amounted to 6.30% on that date (11,443,569 voting rights).

6.30% of the voting rights (11,443,569 voting rights) are held by Dragonfly Verwaltungs GmbH pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Dragonfly Verwaltungs GmbH: Dragonfly GmbH & Co. KGaA.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 5 February 2014, Cougar I UK Limited, London, United Kingdom notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 3 February 2014 passed the thresholds of 3% and 5% of the voting rights and amounted to 6.30% on that date (11,443,569 voting rights).

6.30% of the voting rights (11,443,569 voting rights) are held by Cougar I UK Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Cougar I UK Limited: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 5 February 2014, Cougar II UK Limited, London, United Kingdom notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 3 February 2014 passed the thresholds of 3% and 5% of the voting rights and amounted to 6.30% on that date (11,443,569 voting rights).

6.30% of the voting rights (11,443,569 voting rights) are held by Cougar II UK Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Cougar II UK Limited: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 5 February 2014, Cougar III UK Limited, London, United Kingdom notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 3 February 2014 passed the thresholds of 3% and 5% of the voting rights and amounted to 6.30% on that date (11,443,569 voting rights).

6.30% of the voting rights (11,443,569 voting rights) are held by Cougar III UK Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Cougar III UK Limited: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 5 February 2014, McKesson US Finance Corporation, San Francisco, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 3 February 2014 passed the thresholds of 3% and 5% of the voting rights and amounted to 6.30% on that date (11,443,569 voting rights).

6.30% of the voting rights (11,443,569 voting rights) are held by McKesson US Finance Corporation pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by McKesson US Finance Corporation: Dragonfly GmbH & Co. KGaA., Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited, Cougar III UK Limited.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 5 February 2014, McKesson Corporation, San Francisco, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 3 February 2014 passed the thresholds of 3% and 5% of the voting rights and amounted to 6.30% on that date (11,443,569 voting rights).

6.30% of the voting rights (11,443,569 voting rights) are held by McKesson Corporation pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by McKesson Corporation: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited, Cougar III UK Limited, McKesson US Finance Corporation.

6 February 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

We received the following announcement pursuant to Section 25a (1) of the WpHG on 6 February 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Elliott International, L.P., Grand Cayman, Cayman Islands

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

30%

5. Date of threshold deviation:

31/01/2014

6. Share of voting rights subject to notification requirement:

28.20% (equates to 51,196,442 voting rights)
of the total number of voting rights held by the issuer of: 181,543,569

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
28.20% (equates to 51,196,442 voting rights)
of which are held indirectly:
23.33% (equates to 42,358,603 voting rights)
Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:
Cornwall (Luxembourg) S.à r.l., Luxembourg, Wolverton (Luxembourg) S.à r.l., Luxembourg and Maidenhead LLC, USA

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)
Maturity: 29/10/2014
Pledging of shares

We received the following announcement pursuant to Section 25a (1) of the WpHG on 6 February 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Hambledon, Inc., Grand Cayman, Cayman Islands

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

30%

5. Date of threshold deviation:

31/01/2014

6. Share of voting rights subject to notification requirement:

28.20% (equates to 51,196,442 voting rights)

of the total number of voting rights held by the issuer of: 181,543,569

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

28.20% (equates to 51,196,442 voting rights)

of which are held indirectly:

28.20% (equates to 51,196,442 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

Cornwall (Luxembourg) S.à r.l., Luxembourg, Wolverton (Luxembourg) S.à r.l., Luxembourg, Maidenhead LLC, USA and Elliott International, L.P., Cayman Islands

ISIN or designation of the (financial/other) instrument: Convertible bond (ISIN DE 000 A1AN5K5)

Maturity: 29/10/2014

Pledging of shares

7 February 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 7 February 2014, Franz Haniel & Cie. GmbH, Duisburg, Germany, informed us in accordance with Sec. 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 6 February 2014 fallen short of the thresholds of 50%, 30%, 25%, 20%, 15%, 10%, 5% and 3% of the voting rights and amounted to 0% on that date (0 voting rights).

7 February 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

We received the following announcement pursuant to Section 25a (1) of the WpHG on 7 February 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Mr Paul E. Singer, USA

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 181,543,569

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 7 February 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Elliott Asset Management LLC, Wilmington, DE, USA

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 181,543,569

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 7 February 2014:

1. Issuer:
Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:
Braxton Associates, Inc., Wilmington, DE, USA

3. Type of threshold deviation:
Deviation below

4. Affected reporting thresholds:
30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:
06/02/2014

6. Share of voting rights subject to notification requirement:
0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 181,543,569

7. Details regarding the share of voting rights:
Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 7 February 2014:

1. Issuer:
Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Elliott Capital Advisors, L.P., Wilmington, DE, USA

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 181,543,569

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 7 February 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Hambledon, Inc., Grand Cayman, Cayman Islands

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 181,543,569

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 7 February 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Elliott International, L.P., Grand Cayman, Cayman Islands

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 181,543,569

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 7 February 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Elliott International Limited, Grand Cayman, Cayman Islands

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 181,543,569

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 7 February 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Elliott International Limited, Grand Cayman, Cayman Islands

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 181,543,569

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

0% (equates to 0 voting rights)
of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)
of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 7 February 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Maidenhead LLC, Wilmington, DE, USA

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 181,543,569

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

0% (equates to 0 voting rights)
of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)
of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 7 February 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Wolverton (Luxembourg) S.à r.l., Luxembourg, Luxembourg

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 181,543,569

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 7 February 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cornwall (Luxembourg) S.à r.l., Luxembourg, Luxembourg

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 181,543,569

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

0% (equates to 0 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

11 February 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

We received the following announcement pursuant to Section 25 (1) of the WpHG on 11 February 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Dragonfly GmbH & Co. KGaA, Frankfurt am Main, Germany

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 182,273,227

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
77.19% (equates to 140,702,074 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:

We received the following announcement pursuant to Section 25 (1) of the WpHG on 11 February 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Dragonfly Verwaltungs GmbH, Frankfurt am Main, Germany

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 182,273,227

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
77.19% (equates to 140,702,074 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:

We received the following announcement pursuant to Section 25 (1) of the WpHG on 11 February 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar I UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 182,273,227

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

77.19% (equates to 140,702,074 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:

We received the following announcement pursuant to Section 25 (1) of the WpHG on 11 February 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar II UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 182,273,227

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

77.19% (equates to 140,702,074 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:

We received the following announcement pursuant to Section 25 (1) of the WpHG on 11 February 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar III UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 182,273,227

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

77.19% (equates to 140,702,074 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:

We received the following announcement pursuant to Section 25 (1) of the WpHG on 11 February 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

McKesson US Finance Corporation, San Francisco, USA

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 182,273,227

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
77.19% (equates to 140,702,074 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:

We received the following announcement pursuant to Section 25 (1) of the WpHG on 11 February 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

McKesson Corporation, San Francisco, USA

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

06/02/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 182,273,227

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:
0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:
77.59% (equates to 141,431,732 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25 of the WpHG:

Chain of controlled companies:

ISIN or designation of the (financial/other) instrument:

12 February 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 12 February 2014, Dragonfly GmbH & Co. KGaA, Frankfurt am Main, Germany notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 6 February 2014 passed the thresholds of 10%, 15%, 20%, 25%, 30%, 50% and 75% of the voting rights and amounted to 77.19% on that date (140,702,074 voting rights).

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 12 February 2014, Dragonfly Verwaltungs GmbH, Frankfurt am Main, Germany notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 6 February 2014 passed the thresholds of 10%, 15%, 20%, 25%, 30%, 50% and 75% of the voting rights and amounted to 77.19% on that date (140,702,074 voting rights).

77.19% of the voting rights (140,702,074 voting rights) are held by Dragonfly Verwaltungs GmbH pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Dragonfly Verwaltungs GmbH: Dragonfly GmbH & Co. KGaA.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 12 February 2014, Cougar I UK Limited, London, United Kingdom notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 6 February 2014 passed the thresholds of 10%, 15%, 20%, 25%, 30%, 50% and 75% of the voting rights and amounted to 77.19% on that date (140,702,074 voting rights).

77.19% of the voting rights (140,702,074 voting rights) are held by Cougar I UK Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Cougar I UK Limited: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 12 February 2014, Cougar II UK Limited, London, United Kingdom notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 6 February 2014 passed the thresholds of 10%, 15%, 20%, 25%, 30%, 50% and 75% of the voting rights and amounted to 77.19% on that date (140,702,074 voting rights).

77.19% of the voting rights (140,702,074 voting rights) are held by Cougar II UK Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Cougar II UK Limited: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 12 February 2014, Cougar III UK Limited, London, United Kingdom notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 6 February 2014 passed the thresholds of 10%, 15%, 20%, 25%, 30%, 50% and 75% of the voting rights and amounted to 77.19% on that date (140,702,074 voting rights).

77.19% of the voting rights (140,702,074 voting rights) are held by Cougar III UK Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Cougar III UK Limited: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 12 February 2014, McKesson US Finance Corporation, San Francisco, USA informed us pursuant to Sec. 21 (1) WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 6 February 2014 passed the thresholds of 10%, 15%, 20%, 25%, 30%, 50% and 75% of the voting rights and amounted to 77.19% on that date (140,702,074 voting rights).

77.19% of the voting rights (140,702,074 voting rights) are held by McKesson US Finance Corporation pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by McKesson US Finance Corporation: Dragonfly GmbH & Co. KGaA., Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited, Cougar III UK Limited.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 12 February 2014, McKesson Corporation, San Francisco, USA informed us pursuant to Sec. 21 (1) WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 6 February 2014 passed the thresholds of 10%, 15%, 20%, 25%, 30%, 50% and 75% of the voting rights and amounted to 77.59% on that date (141,431,732 voting rights).

77.59% of the voting rights (141,431,732 voting rights) are held by McKesson Corporation pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by McKesson Corporation: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited, Cougar III UK Limited, McKesson US Finance Corporation, McKesson International Holdings IV S.à r.l., McKesson International Holdings, McKesson International Bermuda IP2A Limited.

28 February 2014

Total voting rights announcement

Celesio AG / publication of total number of voting rights
28 February 2014

Celesio AG: Publication of the total number of voting rights pursuant to Section 26a of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of the total number of voting rights via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

Celesio AG hereby announces that the total number of voting rights at the end of the month of February 2014 amounted to 196,220,249 voting rights.

24 March 2014

Voting rights announcement

Celesio AG
24 March 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

We received the following announcement pursuant to Section 25a (1) of the WpHG on 24 March 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Dragonfly GmbH & Co. KGaA, Frankfurt am Main, Germany

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

19/03/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 203,058,744

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

0% (equates to 0 voting rights)
of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)
of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

75.02% (equates to 152,331,805 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 24 March 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Dragonfly Verwaltungs GmbH, Frankfurt am Main, Germany

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

19/03/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 203,058,744

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

75.02% (equates to 152,331,805 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 24 March 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar I UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

19/03/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 203,058,744

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

75.02% (equates to 152,331,805 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 24 March 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar II UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

19/03/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 203,058,744

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

0% (equates to 0 voting rights)
of which are held indirectly:
0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)
of which are held indirectly:
0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

75.02% (equates to 152,331,805 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 24 March 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

Cougar III UK Limited, London, United Kingdom

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

19/03/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 203,058,744

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

75.02% (equates to 152,331,805 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 24 March 2014:

1. Issuer:

Celesio AG

Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

McKesson US Finance Corporation, San Francisco, USA

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

19/03/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)

of the total number of voting rights held by the issuer of: 203,058,744

7. Details regarding the share of voting rights:

Share of voting rights based on (financial/other) instruments pursuant to Section 25a of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Share of voting rights based on (financial/other) instruments pursuant to Section 25 of the WpHG:

0% (equates to 0 voting rights)

of which are held indirectly:

0% (equates to 0 voting rights)

Shares of voting rights pursuant to Sections 21 and 22 of the WpHG:

75.02% (equates to 152,331,805 voting rights)

8. Details on the (financial/other) instruments pursuant to Section 25a of the WpHG:

Chain of controlled companies:

We received the following announcement pursuant to Section 25a (1) of the WpHG on 24 March 2014:

1. Issuer:

Celesio AG
Neckartalstr. 155, 70376 Stuttgart, Germany

2. Party subject to notification requirement:

McKesson Corporation, San Francisco, USA

3. Type of threshold deviation:

Deviation below

4. Affected reporting thresholds:

75%, 50%, 30%, 25%, 20%, 15%, 10% and 5%

5. Date of threshold deviation:

19/03/2014

6. Share of voting rights subject to notification requirement:

0% (equates to 0 voting rights)
of the total number of voting rights held by the issuer of: 203,058,744

7. Details regarding the share of voting rights:

Voting rights proportion based on financial/other instruments pursuant to Art. 25a, Sec. 1 WpHG:

0% (equals 0 voting rights)

thereof held indirectly:

0% (equals 0 voting rights)

Voting rights proportion based on financial/other instruments pursuant to sec. 25 WpHG:

0% (equals 0 voting rights)

thereof held indirectly:

0% (equals 0 voting rights)

Voting rights pursuant to sec. 21, 22 WpHG:

75.50% (equals 153303845 voting rights)

8. Detailed information on financial/other instruments pursuant to Art. 25a, Sec. 1 WpHG:

Chain of controlled undertakings:

26 March 2014

Voting rights announcement

Celesio AG
26 March 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 26 March 2014, Dragonfly GmbH & Co. KGaA, Frankfurt am Main, Germany notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 21 March 2014 fallen short of the threshold of 75% of the voting rights and amounted to 74.98% on that date (152,331,805 voting rights).

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 26 March 2014, Dragonfly Verwaltungs GmbH, Frankfurt am Main, Germany notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 21 March 2014 fallen short of the threshold of 75% of the voting rights and amounted to 74.98% on that date (152,331,805 voting rights).

74.98% of the voting rights (152,331,805 voting rights) are held by Dragonfly Verwaltungs GmbH pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Dragonfly Verwaltungs GmbH: Dragonfly GmbH & Co. KGaA.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 26 March 2014, Cougar I UK Limited, London, United Kingdom notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 21 March 2014 fallen short of the threshold of 75% of the voting rights and amounted to 74.98% on that date (152,331,805 voting rights).

74.98% of the voting rights (152,331,805 voting rights) are held by Cougar I UK Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Cougar I UK Limited: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 26 March 2014, Cougar II UK Limited, London, United Kingdom notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 21 March 2014 fallen short of the threshold of 75% of the voting rights and amounted to 74.98% on that date (152,331,805 voting rights).

74.98% of the voting rights (152,331,805 voting rights) are held by Cougar II UK Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Cougar II UK Limited: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 26 March 2014, Cougar III UK Limited, London, United Kingdom notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 21 March 2014 fallen short of the threshold of 75% of the voting rights and amounted to 74.98% on that date (152,331,805 voting rights).

74.98% of the voting rights (152,331,805 voting rights) are held by Cougar III UK Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Cougar III UK Limited: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 26 March 2014, McKesson US Finance Corporation, San Francisco, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 21 March 2014 fallen short of the threshold of 75% of the voting rights and amounted to 74.98% on that date (152,331,805 voting rights).

74.98% of the voting rights (152,331,805 voting rights) are held by McKesson US Finance Corporation pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by McKesson US Finance Corporation: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited, Cougar III UK Limited.

31 March 2014

Total voting rights announcement

Celesio AG / publication of total number of voting rights
31 March 2014

Celesio AG: Publication of the total number of voting rights pursuant to Section 26a of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of the total number of voting rights via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

Celesio AG hereby announces that the total number of voting rights at the end of the month of March 2014 amounted to 203,178,694 voting rights.

3 April 2014

Voting rights announcement

Celesio AG
3 April 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 3 April 2014, Mr Alec N. Litowitz, USA notified us pursuant to Section 21 (1) of the WpHG that his voting share in Celesio AG, Stuttgart, Germany, had on 27 March 2014 passed the threshold of 3% of voting rights and amounted to 3.14% on that date (6,387,521 voting rights).

3.14% of the voting rights (6,387,521 voting rights) are held by Mr Litowitz pursuant to Section 22 (1) 1, No. 6 of the WpHG in conjunction with Section 22 (1) 2 of the WpHG.

3 April 2014

Voting rights announcement

Celesio AG
3 April 2014

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Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 3 April 2014, Supernova Management LLC, Evanston, Illinois, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 27 March 2014 passed the threshold of 3% of the voting rights and amounted to 3.14% on that date (6,387,521 voting rights).

3.14% of the voting rights (6,387,521 voting rights) are held by the company pursuant to Section 22 (1) 1, No. 6 of the WpHG in conjunction with Section 22 (1) 2 of the WpHG.

3 April 2014

Voting rights announcement

Celesio AG

3 April 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 3 April 2014, Magnetar Capital Partners LP, Evanston, Illinois, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 27 March 2014 passed the threshold of 3% of the voting rights and amounted to 3.14% on that date (6,387,521 voting rights).

3.14% of the voting rights (6,387,521 voting rights) are held by the company pursuant to Section 22 (1) 1, No. 6 of the WpHG in conjunction with Section 22 (1) 2 of the WpHG.

3 April 2014

Voting rights announcement

Celesio AG

3 April 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 3 April 2014, Magnetar Financial LLC, Evanston, Illinois, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 27 March 2014 passed the threshold of 3% of the voting rights and amounted to 3.14% on that date (6,387,521 voting rights).

3.14% of the voting rights (6,387,521 voting rights) are held by the company pursuant to Section 22 (1) 1, No. 6 of the WpHG.

30 April 2014

Total voting rights announcement

Celesio AG / publication of total number of voting rights

30 April 2014

Celesio AG: Publication of the total number of voting rights pursuant to Section 26a of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of the total number of voting rights via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

Celesio AG hereby announces that the total number of voting rights at the end of the month of April 2014 amounted to 203,192,033 voting rights.

5 May 2014

Voting rights announcement

Celesio AG

5 May 2014

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 5 May 2014, Dragonfly GmbH & Co. KGaA, Frankfurt am Main, Germany notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 30 April 2014 passed the threshold of 75% of the voting rights and amounted to 75.45% on that date (153,305,846 voting rights).

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 5 May 2014, Dragonfly Verwaltungs GmbH, Frankfurt am Main, Germany notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 30 April 2014 passed the threshold of 75% of the voting rights and amounted to 75.45% on that date (153,305,846 voting rights).

75.45% of the voting rights (153,305,846 voting rights) are held by Dragonfly Verwaltungs GmbH pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Dragonfly Verwaltungs GmbH: Dragonfly GmbH & Co. KGaA.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 5 May 2014, Cougar I UK Limited, London, United Kingdom notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 30 April 2014 passed the threshold of 75% of the voting rights and amounted to 75.45% on that date (153,305,846 voting rights).

75.45% of the voting rights (153,305,846 voting rights) are held by Cougar I UK Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Cougar I UK Limited: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 5 May 2014, Cougar II UK Limited, London, United Kingdom notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 30 April 2014 passed the threshold of 75% of the voting rights and amounted to 75.45% on that date (153,305,846 voting rights).

75.45% of the voting rights (153,305,846 voting rights) are held by Cougar II UK Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Cougar II UK Limited: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 5 May 2014, Cougar III UK Limited, London, United Kingdom notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 30 April 2014 passed the threshold of 75% of the voting rights and amounted to 75.45% on that date (153,305,846 voting rights).

75.45% of the voting rights (153,305,846 voting rights) are held by Cougar III UK Limited pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by Cougar III UK Limited: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited.

Celesio AG: Publication pursuant to Section 26 (1) of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of a voting rights announcement via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

On 5 May 2014, McKesson US Finance Corporation, San Francisco, USA notified us pursuant to Section 21 (1) of the WpHG that its voting share in Celesio AG, Stuttgart, Germany, had on 30 April 2014 passed the threshold of 75% of the voting rights and amounted to 75.45% on that date (153,305,846 voting rights).

75.45% of the voting rights (153,305,846 voting rights) are held by McKesson US Finance Corporation pursuant to Section 22 (1) 1, No. 1 of the WpHG via the following companies controlled by McKesson US Finance Corporation: Dragonfly GmbH & Co. KGaA, Dragonfly Verwaltungs GmbH, Cougar I UK Limited, Cougar II UK Limited, Cougar III UK Limited.

30 May 2014

Total voting rights announcement

Celesio AG / publication of total number of voting rights
30 May 2014

Celesio AG: Publication of the total number of voting rights pursuant to Section 26a of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act) intended for distribution across Europe

Publication of the total number of voting rights via DGAP – a company of EQS Group AG. The issuer is responsible for the content of the announcement.

Celesio AG hereby announces that the total number of voting rights at the end of the month of May 2014 amounted to 203,220,932 voting rights

Total remuneration

The total remuneration of the members of the management board came to EUR 11,945k in fiscal 2014 (previous year EUR 6,954k). This breaks down into EUR 2,086k for the fixed basic component (previous year EUR 2,045k including additional benefits), EUR 1,899k for the portion of bonuses payable immediately (single-year variable remuneration; previous year EUR 1,798k) and EUR 2,960k for the value of the 2014 tranche of the Performance Share Plan and the value of retained bonuses on the date of issue (multiple-year variable remuneration; previous year EUR 3,111k).

In connection with the acquisition of Celesio AG by McKesson Corporation, Franz Haniel & Cie. GmbH agreed, upon conclusion of the transaction, to pay Dr Marion Helmes and Stephan Borchert a transaction bonus in fiscal 2013 to be determined by Franz Haniel & Cie. GmbH at its own discretion. This takes into account any additional work taken on by these members of the management board as a result of the transaction as well as the realisation of value for all of Celesio shareholders in connection with the transaction. This was acknowledged by the Supervisory Board. For Dr Marion Helmes, the transaction bonus amounted to EUR 3,000k and for Stephan Borchert to EUR 2,000k and was payable in fiscal 2014.

Other notes

Former members of the management board and their surviving dependants received remuneration of EUR 27,570k in the reporting period (previous year EUR 4,440k). Celesio AG has set up pension provisions of EUR 22,796k (previous year EUR 17,354k) for this group of persons.

In fiscal 2014, no loans were granted to members of the management board, nor did the company enter into any contingent liabilities in favour of these persons.

Total remuneration and compensation structure of the supervisory board

The remuneration paid to the supervisory board is defined in Section 5 of the articles of association of Celesio AG. In addition to reimbursement of their out-of-pocket expenses, the members of the supervisory board receive fixed remuneration of EUR 65,000 annually. These payments are net of VAT. The chairman receives twice the standard amount paid to the other members of the supervisory board and the deputy chairman receives one and a half times the standard amount. Each member of a committee – with the exception of the Mediation Committee and the Nomination Committee – receives additional remuneration of EUR 6,000 for each committee membership, with the chairman of a committee receiving EUR 12,000. The members of the Nomination Committee receive additional remuneration of EUR 3,000 for each committee membership, with the chairman of the Nomination Committee receiving EUR 6,000. Committee members only receive the remuneration for committee work if the committee in question has convened at least once in the calendar year.

Furthermore, the members of the supervisory board receive an attendance fee of EUR 500 for each meeting of the supervisory board and its committee which they attend in person. Should several meetings be held on the same day, the attendance fee is only paid once. The attendance fee is paid for meetings that take place after changes to the articles of association have been entered in the commercial register.

Both John H. Hammergren, Chairman of the Supervisory Board, and Paul Julian, Member of the Supervisory Board, have waived their supervisory board remuneration.

The total remuneration of the supervisory board came to EUR 814.4k in 2014 (previous year EUR 975.2k). Of this amount, EUR 736.7k (previous year EUR 893.7k) pertained to fixed remuneration for membership of the supervisory board. Remuneration for serving on committees came to EUR 47.8k (previous year EUR 54.5k) with attendance fees amounting to EUR 30.0k (previous year EUR 27.0k). The table below shows the remuneration of each supervisory board member:

2014 NAME	Remuneration			Total EUR k
	Fixed component EUR k	for committee work EUR k	Attendance fees EUR k	
John H. Hammergren (Chairman from 14/03/2014)	0.0	0.0	0.0	0.0
Stephan Gemkow (Chairman until 13/03/2014)	32.5	4.5	0.5	37.5
Ihno Goldenstein (Deputy Chairman)	97.5	6.0	2.5	106.0
Klaus Borowicz	65.0	6.0	4.0	75.0
Dr Florian Funck (until 13/03/2014)	16.3	1.5	1.0	18.8
Prof Wilhelm Haarmann (from 14/03/2014)	54.2	5.0	2.5	61.7
Paul Julian (from 14/03/2014)	0.0	0.0	0.0	0.0
Jörg Lauenroth-Mago	65.0	0.0	2.0	67.0
Pauline Lindwall	65.0	0.0	2.0	67.0
Susan Naumann	65.0	0.0	2.5	67.5
Ulrich Neumeister	65.0	6.0	4.0	75.0
W.M. Henning Rehder	65.0	12.0	3.5	80.5
Patrick Schwarz-Schütte	65.0	6.0	2.5	73.5
Hanspeter Spek (until 13/03/2014)	16.3	0.8	0.5	17.5
Gabriele Katharina Stall	65.0	0.0	2.5	67.5
Total	736.7	47.8	30.0	814.5

2013 NAME	Remuneration			Total EUR k
	Fixed component EUR k	for committee work EUR k	Attendance fees EUR k	
Stephan Gemkow	130.0	12.0	2.5	144.5
Ihno Goldenstein (Deputy Chairman)	97.5	6.0	2.5	106.0
Klaus Borowicz	65.0	6.0	3.0	74.0
Prof. Dr. med. Julius Michael Curtius (until 16/05/2013)	27.1	0.0	0.0	27.1
Dr Hubertus Erlen	27.1	2.5	0.0	29.6
Dr Florian Funck	65.0	6.0	3.0	74.0
Dirk-Uwe Kerrmann (until 16/05/2013)	27.1	0.0	0.0	27.1
Jörg Lauenroth-Mago	65.0	0.0	2.0	67.0
Pauline Lindwall (from 16.05.2013)	43.3	0.0	1.0	44.3
Susan Naumann	65.0	0.0	2.0	67.0
Ulrich Neumeister	65.0	6.0	3.0	74.0
W. M. Henning Rehder	65.0	12.0	2.5	79.5
Patrick Schwarz-Schütte (from 16/05/2013)	43.3	4.0	2.0	49.3
Hanspeter Spek	65.0	0.0	1.5	66.5
Gabriele Katharina Stall (from 16/05/2013)	43.3	0.0	2.0	45.3
Total	893.7	54.5	27.0	975.2

In fiscal 2014, no loans were granted to members of the supervisory board, nor did the company enter into any contingent liabilities in favour of these persons.

Proposal of the management board for the appropriation of profits

The net retained profit of Celesio AG is EUR 709,297k (previous year EUR 82,357k) and comprises the net profit for the year of EUR 677,970k and the profit carried forward of EUR 31,327k.

The management board proposes to fully transfer the net retained profit of EUR 709,297k of Celesio AG from fiscal 2014 (previous year EUR 51,030k) to other revenue reserves.

On the basis of the domination and profit and loss transfer agreement of 22 May 2014, McKesson Deutschland GmbH & Co. KGaA (previously Dragonfly GmbH & Co. KGaA) guarantees external shareholders of Celesio AG the payment of a guaranteed dividend for fiscal 2014 of EUR 0.83 per share and has declared to the management board of Celesio AG that it is prepared to pay this out in the full amount to the external shareholders for fiscal 2014. The external shareholders of Celesio AG thereby receive the guaranteed dividend of EUR 0.83 per share for fiscal 2014.

Stuttgart, 3 March 2015

The management board

Other appointments held by members of the management board in fiscal 2014

	Membership(s) of German and foreign supervisory boards and/or in supervisory bodies of companies with comparable requirements	Celesio shares	Information on transactions with related companies and persons of the Celesio Group
Marc Owen Chairman of the Management Board (since 16/07/2014) President, McKesson Europe / Latin America	<ul style="list-style-type: none"> Norsk Medisinaldepot AS, Member of the Supervisory Board (since 25/11/2014) Broacef Holding N.V., Member of the Supervisory Board (since 16/07/2014) 	None	None
Dr Marion Helmes CFO Speaker of the Management Board (until 15/07/2014)	<ul style="list-style-type: none"> Broacef Holding N.V., Member of the Supervisory Board (until 15/07/2014) FUGRO N.V., Member of the Supervisory Board (until 06/05/2014) NXP Semiconductors N.V., Member of the Supervisory Board ProSiebenSat. 1 Medica AG, Member of the Supervisory Board (since 26/06/2014) 	None	None
Stephan Borchert Member of the Management Board (until 22/09/2014)	<ul style="list-style-type: none"> GEHE Pharma Handel GmbH, Chairman of the Supervisory Board (until 22/09/2014) Norsk Medisinaldepot AS, Member of the Supervisory Board (until 25/11/2014) ONCO PROD DISTRIBUIDORA DE PRODUTOS HOSPITALARES E ONCO-LÓGICOS S/A, Chairman of the Supervisory Board (until 05/08/2014) 	None	None
Martin Fisher Member of the Management Board (until 22/05/2014)	<ul style="list-style-type: none"> None 	None	None
Tilo Köster Member of the Management Board (since 23/09/2014)	<ul style="list-style-type: none"> GEHE Pharma Handel GmbH, Member of the Supervisory Board (since 14/03/2014) and Chairman of the Supervisory Board (since 23/09/2014) Norsk Medisinaldepot AS, Member of the Supervisory Board (since 16/09/2014) Tjellesen Max Jenne A/S, Chairman of the Supervisory Board Todin A/S, Chairman of the Supervisory Board 	None	None
Alain Vachon CFO (since 16/07/2014) Senior Vice President and CFO, McKesson Europe / Latin America	<ul style="list-style-type: none"> None 	None	None

Other appointments held by members of the supervisory board in fiscal 2014

Name	Occupation	Membership in other supervisory boards and comparable bodies	Celesio shares	Transactions with related companies and persons
John H. Hammergren (Chairman since 14/03/2014)	Chairman of the Board, President and Chief Executive Officer, McKesson Corporation, San Francisco (USA)	<ul style="list-style-type: none"> McKesson Corporation, USA, Chairman of the Board of Directors 	None	None
Stephan Gemkow (Chairman until 13/03/2014)	Chairman of the Management Board of Franz Haniel & Cie. GmbH, Duisburg	<ul style="list-style-type: none"> Evonik Industries AG, Member of the Supervisory Board JetBlue Airways Corp. (New York), Member of the Board of Directors TAKKT AG, Chairman of the Supervisory Board 	None	None
Ihno Goldenstein (Deputy Chairman)	Employee goods-in department, GEHE Pharma Handel GmbH Delmenhorst branch, Chairman of the European Works Council of Celesio AG, Chairman of the General Works Council of GEHE Pharma Handel GmbH	<ul style="list-style-type: none"> None 	None	None
Klaus Borowicz	Head of Hamburg branch of GEHE Pharma Handel GmbH, Head of the Northern branch of GEHE Pharma Handel GmbH	<ul style="list-style-type: none"> None 	None	None
Dr. Florian Funck (until 13/03/2014)	Member of the Management Board of Franz Haniel & Cie. GmbH, Duisburg	<ul style="list-style-type: none"> Deutsche Annington Immobilien SE, Member of the Supervisory Board (since 21/08/2014) Metro AG, Member of the Supervisory Board TAKKT AG, Member of the Supervisory Board 	None	None
Prof. Dr Wilhelm Haarmann (since 14/03/2014)	Lawyer, auditor, tax consultant and partner, Linklaters LLP, Frankfurt am Main	<ul style="list-style-type: none"> SAP SE, Member of the Supervisory Board 	None	None
Paul C. Julian (since 14/03/2014)	Executive Vice President and Group President, McKesson Corporation San Francisco, USA	<ul style="list-style-type: none"> Univar, Inc., USA, Member of the Board of Directors 	None	None
Jörg Lauenroth-Mago	Trade Union Secretary responsible for the trade division in Saxony, Saxony-Anhalt and Thuringia, ver.di – Vereinte Dienstleistungsgewerkschaft	<ul style="list-style-type: none"> GEHE Pharma Handel GmbH, Member of the Supervisory Board 	None	None
Pauline Lindwall	Category Director Coffee Southern Europe of Mondelez Europa, Zurich	<ul style="list-style-type: none"> DUNI AB, Sweden, Member of the Supervisory Board (since 06/05/2014) 	None	None

Susan Naumann	Trade Union Secretary responsible for legal and accounting, ver.di division in Hamburg,	<ul style="list-style-type: none"> GEHE Pharma Handel GmbH, Member of the Supervisory Board 	None	None
Ulrich Neumeister	Logistics employee of GEHE Pharma Handel GmbH, Stuttgart Headquarters	<ul style="list-style-type: none"> None 	None	None
W.M. Henning Rehder	Former Member of the Management Board (CFO) of Siemens Enterprise Communications GmbH & Co. KG (SEN Group), Munich	<ul style="list-style-type: none"> Karl Kühne KG, Chairman of the Administrative Board 	None	None
Patrick Schwarz-Schütte	Managing Director of Black Horse Investments GmbH, Düsseldorf	<ul style="list-style-type: none"> Heinrich-Heine-University Düsseldorf, Deputy Chairman of the University Council / Chairman of the Finance Committee 	None	None
Hanspeter Spek (until 13/03/2014)	Former Member of the Management Board of Sanofi SA, Paris	<ul style="list-style-type: none"> Cardio3 BioSciences SA, Belgium, Member of the Board of Directors Genpact Limited, USA, Member of the Board of Directors 	None	None
Gabriele Katharina Stall	Assistant of the Branch Management of GEHE Pharma Handel GmbH, Troisdorf branch	<ul style="list-style-type: none"> None 	None	None

Responsibility statement

To the best of our knowledge, and in accordance with the applicable reporting principles for financial reporting, we confirm that the financial statements give a true and fair view of the assets position, financial position and results of operations of Celesio AG, Stuttgart, and the management report, which is combined with the management report of the group, gives a true and fair view of the business performance including the results of operations and the situation of Celesio AG, Stuttgart, and describes the main opportunities and risks relating to the future development of Celesio AG, Stuttgart.

Stuttgart, 3 March 2015
The management board

Marc E. Owen
Chairman of the Management Board

Alain Vachon
Member of the Management Board

Tilo Köster
Member of the Management Board

Audit opinion

We have audited the annual financial statements, comprising the statement of financial position, the income statement and the notes to the financial statements, together with the bookkeeping system, and the management report of Celesio AG, Stuttgart, which has been combined with the group management report, for the fiscal year from 1 January to 31 December 2014. The maintenance of the books and records and the preparation of the annual financial statements and management report in accordance with German commercial law are the responsibility of the Company's management. Our responsibility is to express an opinion on the annual financial statements, together with the bookkeeping system, and the management report based on our audit.

We conducted our audit of the annual financial statements in accordance with Sec. 317 HGB and German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (IDW, Institute of Public Auditors in Germany). Those standards require that we plan and perform the audit such that misstatements materially affecting the presentation of the net assets, financial position and results of operations in the annual financial statements in accordance with [German] principles of proper accounting and in the management report are detected with reasonable assurance. Knowledge of the business activities and the economic and legal environment of the Company and expectations as to possible misstatements are taken into account in the determination of audit procedures. The effectiveness of the accounting-related internal control system and the evidence supporting the disclosures in the books and records, the annual financial statements and the management report are examined primarily on a test basis within the framework of the audit. The audit includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the annual financial statements and management report. We believe that our audit provides a reasonable basis for our opinion.

Our audit has not led to any reservations.

In our opinion, based on the findings of our audit, the annual financial statements comply with the legal requirements and give a true and fair view of the net assets, financial position and results of operations of the Company in accordance with [German] principles of proper accounting. The management report is consistent with the annual financial statements and as a whole provides a suitable view of the Company's position and suitably presents the opportunities and risks of future development.

Stuttgart, 10 March 2015
Ernst & Young GmbH
Wirtschaftsprüfungsgesellschaft

Michael Marbler
Certified Public Accountant

Martin Matischiok
Certified Public Accountant

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