



ABOUT YOU®

#AYINMOTION

ANNUAL REPORT FY 2021/2022

+48.5%

YOY GROUP REVENUE GROWTH
(FY 2020/2021: +56.9%)

+100.4%

YOY TECH, MEDIA, AND ENABLING REVENUE
GROWTH
(FY 2020/2021: +60.6%)

EUR 1,731.6 million

GROUP REVENUE
(FY 2020/2021: EUR 1,166.5 million)

17.3%

TECH, MEDIA, AND ENABLING ADJUSTED
EBITDA MARGIN
(FY 2020/2021: 12.0%)

11.4 million

ACTIVE CUSTOMERS LTM
(FY 2020/2021: 8.4 million)

-3.9%

GROUP ADJUSTED EBITDA MARGIN
(FY 2020/2021: -3.0%)

40.6%

GROUP GROSS MARGIN (AS % OF REVENUE)
(FY 2020/2021: 40.6%)

2.9x

AVERAGE ORDER
FREQUENCY LTM
(FY 2020/2021: 2.7x)

ABOUT YOU AT A GLANCE



Note: For definitions of the key performance indicators please refer to the glossary. In the following annual report, rounding differences may occur in percentages and figures.

	2021/2022	2020/2021
User sessions per month (LTM in million)	135.7	89.5
Mobile sessions (LTM in % of user sessions)	85.4	83.4
Active customers (LTM in million)	11.4	8.4
Number of orders (LTM in million)	32.9	23.2
Average order frequency (LTM)	2.9	2.7
Average order value (LTM in EUR incl. VAT)	57.8	57.1
Average GMV per customer (LTM in EUR incl. VAT)	167.1	156.8
Group results of operations		
Revenue (in EUR million)	1,731.6	1,166.5
Gross margin (as % of revenue)	40.6	40.6
EBITDA (in EUR million)	(95.0)	(44.0)
EBITDA (as % of revenue)	(5.5)	(3.8)
Adjusted EBITDA (in EUR million)	(66.9)	(35.5)
Adjusted EBITDA (as % of revenue)	(3.9)	(3.0)
Group net assets and financial position		
Equity ratio (as % of total assets)	49.3	12.1
Cash flow from operating activities (in EUR million)	(110.1)	(6.4)
Cash flow from investing activities (in EUR million)	(45.8)	(18.9)
Cash flow from financing activities (in EUR million)	544.2	70.9
Free cash flow (in EUR million)	(155.9)	(25.4)
Cash and cash equivalents (in EUR million)	496.2	107.9
Net working capital (in EUR million)	9.5	(13.2)
CAPEX (capital expenditure) (in EUR million)	(45.8)	(18.9)
Other key figures		
Employees (as of the reporting date)	1,172	855
Undiluted earnings per share (in EUR)	(0.77)	(0.42)
Diluted earnings per share (in EUR)	(0.77)	(0.42)

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LETTER FROM THE CO-CEOs

DEAR SHAREHOLDERS, DEAR FRIENDS,

With the mission to shift our customers' traditional shopping stroll to their smartphones, we founded the ABOUT YOU Group in May 2014 (at that time as its legal predecessor and hereinafter referred to as "ABOUT YOU", "Group", or "Company", i.e., ABOUT YOU Holding SE and its fully consolidated subsidiaries) and built it to become one of Europe's fastest-growing fashion platforms of scale. Since then, we have been committed to creating a discovery-led online shopping experience for the Gen Y&Z, enabling them to find inspiration and express themselves through fashion.

Thanks to our hybrid model of own (1P) and third-party (3P) inventory, we were able to cater to our customers' needs when the unprecedented effects of the Covid-19 pandemic replaced the demand for party dresses as ABOUT YOU's largest pre-Covid-19 category with jogging pants and lounge wear.

As our first year as a publicly listed company, financial year 2021/2022 further verified the resilience and adaptability of ABOUT YOU's

business model. Even though Covid-19 has brought to light severe vulnerabilities in the global supply chain, which contributed to accelerated inflation levels, we are truly proud that our Company has lived up to its high expectations and managed to meet the ambitious growth targets across all segments.

For the first time in ABOUT YOU's history, the Group reports a full-year revenue well-above EUR 1.5 billion. With an increase of +48.5% YoY, Group revenue came in at EUR 1.732 billion for the reporting period from 1 March 2021 to 28 February 2022 (2020/2021: EUR 1.166 billion). Initially, in the prior financial year report, we gave revenue growth of 40.0–50.0% YoY as a guidance and have raised the outlook to 48.0–52.0% YoY since then. Adjusted EBITDA, as our key performance indicator to measure ABOUT YOU's profitability, is slightly ahead of the initial guidance of EUR –70.0 million at EUR –66.9 million for the financial year (2020/2021: EUR –35.5 million), equivalent to a margin of –3.9% (2020/2021: –3.0%).



Hannes Wiese

Tarek Müller

Sebastian Betz

ACTIVE CUSTOMERS

+34.8% yoy,

IN THE LAST 12 MONTHS

Following the financial year's motto **#AYinMotion**, we worked hard to leverage our growth. Constantly in motion, we have made significant progress with our four strategic priorities to improve the customer experience, optimise the assortment in our ABOUT YOU online shop as our core product, expand our international footprint, and scale our B2B business:

Core Product Improvement

As the centre of our business, we have made it a priority to further improve the online shop on ABOUT YOU's website and app. For a seamless experience from discovery to delivery, we have reworked the algorithms for personalised sorting and have implemented features for drops and live shopping. To date, ABOUT YOU has already hosted numerous live shopping events for our private labels during the ABOUT YOU Fashion Week in Berlin in September 2021 and brand partners, such as Levi's or Adidas since December 2021. In real time, the events have driven both engagement and conversion via the ABOUT YOU app for a high customer lifetime value (LTV).

Thus, the number of active customers has grown from 8.4 to 11.4 million (+34.8% YoY) in the past twelve months until 28 February 2022. In celebration of our ever-growing number of customers, we started the WOOHOO

campaign in our home region of Germany, Austria, and Switzerland. In August 2021, we encouraged users to self-produce and upload short videos to social media for their chance to appear in our large-scale marketing campaign, before continuing to bring the viral campaign scheme to other markets, such as Croatia, Slovakia, or Bulgaria.

Footprint Expansion

We extended ABOUT YOU's footprint in and beyond Europe in this past financial year. Following the soft launches in Spain, Italy, and France as the first market entries in Southern Europe in the prior financial year 2020/2021, we rapidly decided to ramp them up. Also, we soft-launched three further markets: Greece, Portugal, and Norway. As their attractive results were immediately convincing, we performed a total of five large-scale market launch campaigns this year, and therefore, hosted spectacular Big Bang events with local influencers and celebrities. We are proud of the positive reactions at and after the events, strongly underpinned by the cohort metrics. To date, ABOUT YOU is active in 26 European markets.

To tap potential outside of Europe, we launched the ABOUT YOU Global Shipping Platform on aboutyou.com in English and Spanish with a selected assortment in



TAREK MÜLLER

Co-Founder and Co-CEO,
Marketing & Brand

Tarek Müller founded his first e-commerce business at the age of 15, followed by different online shops and agencies. As a founder and consultant, he managed and advised businesses across all industries on their digital projects prior to his position at ABOUT YOU. He co-founded the Company and acts as Co-CEO responsible for Marketing and Brand.

500,000+ ITEMS
FROM OVER 3,500 BRANDS

TME REVENUE GROWTH
+100.4% YOY
IN FY 2021/2022

December 2021. In four to seven days, we deliver to c. 100 countries around the globe from our warehouses in Germany and Slovakia. This is not considered to be a long-term solution – neither from an economic nor an ecological viewpoint – but it will generate data for decisions on localised market entries. Fortunately, the data to date provides us with confidence to go ahead with this test-and-learn approach.

Category Optimisation

For more inspiration in ABOUT YOU's online shop, we have significantly increased our assortment until 28 February 2022. Customers could choose from more than 500,000 items of over 3,500 brands. Newly added brands such as Weekday, Monki, AllSaints, which also include 46 new premium brands like Furla and IRO Paris, have complemented the offer for customers and created incremental revenue for brand partners. We have been highly committed to position ourselves as their partner of choice.

Certainly, the limited drops under "Kendall for ABOUT YOU" together with fashion icon Kendall Jenner in July and December 2021 have been a valuable addition to our own assortment, as they were one of ABOUT YOU's first international exclusive drops, collections, and brands in cooperation with influencers, celebrities, or brands (COOPs). Furthermore, we have realised more than 70 COOPs with our

large external network. These have included the next-generation fashion collections or brands with LENI KLUM, Lena Meyer-Landrut, Kevin Trapp, CRO, and our first premium COOP with Marie von Behrens-Felipe. Hence, our goal of a double-digit revenue share through exclusive assortments is well on track.

Scaling of Tech, Media, and Enabling

We prioritised to scale up ABOUT YOU's B2B business, the so-called Tech, Media, and Enabling. Our software-as-a-service, brand and advertising solutions, and other 360° services along the e-commerce value chain have fulfilled the corporate clients' needs, leading to rapid revenue growth of +100.4% YoY in financial year 2021/2022. As the Co-CEOs, we strongly believe in this segment and felt sublime when all three revenue streams became profitable, leading to an impressive adjusted EBITDA margin of 17.3% for the segment as a whole this financial year.

A large-scale initiative within Tech, Media, and Enabling has been to rebrand the part of our B2B business to SCAYLE ("SCAYLE – Your Commerce Engine") in November 2021, that is independent from ABOUT YOU's online shop and directed towards separate clients with external direct-to-consumer platforms. As this part had grown to a double-digit number of corporate clients, it was about time to introduce a branding and sales campaign for



HANNES WIESE

Co-Founder and Co-CEO,
Operations & Finance

Hannes Wiese graduated in business management and worked as a senior consultant at Roland Berger Strategy Consultants. After joining the Otto Group as head of the Group's strategy department, he has developed ABOUT YOU together with the Co-Founders and took on the responsibility as Co-CEO for the areas of Operations and Finance.

LOWERED DIRECT
EMISSIONS BY

44%

SINCE 2019

MORE SUSTAINABLE
PRODUCTS:

>20%

OF REVENUE AS OF
28 FEBRUARY

the unit. Since then, SCAYLE has attracted attention by announcing new operational partnerships, first additions to the sales team, and more wins for its pipeline of fashion and non-fashion clients.

Each initiative has made the year exceptional for us, along with ABOUT YOU's debut on the Frankfurt Stock Exchange. After months of intense preparation, we celebrated the first day of trading on 16 June 2021. Our expectations to improve access to and visibility in the capital market for ABOUT YOU's growth have been met. As we were able to secure proceeds of EUR 637.3 million, we have gained financial flexibility to make investment decisions and have shifted towards our international orientation by converting into a European Company (Societas Europaea, SE). Being included in SDAX® Index, MSCI Global Small Cap Index, and FTSE Global Small Cap Index have increased the trading volume of our shares.

We are certain that the decision to strengthen ABOUT YOU's growth with the listing will maximise its long-term value, and thus, we are committed to further exploring and investing in growth opportunities as long as the net present value (NPV) remains positive.

Creating value encompasses taking responsibility for the "Planet, People, and Progress" pillars touching upon the value chain. We acknowledge the sustainability challenges and take crucial measures to drive change. For example, we already compensate our emissions for carbon neutrality of our e-commerce operations since the calendar year 2020 ended but continuously work on reducing them. Within the last two financial years, we successfully lowered our direct emissions by 44%. We promote conscious fashion choices to purchase more sustainable products, currently representing over 20% of ABOUT YOU's revenue as of 28 February 2022, or second-hand products in our Second Love category. For further insights, we have prepared a separate ESG Report 2021/2022, referencing selected GRI standards, which will be made available on our website as of 31 May 2022.



SEBASTIAN BETZ

Co-Founder and Co-CEO,
Tech & Product

Sebastian Betz is a serial entrepreneur and expert for complex software applications and strategically challenging technology projects. Since the age of 15, he has successfully founded and scaled technology as well as SaaS businesses. He is the Company's Co-Founder and as Co-CEO, he is responsible for Tech and Product.

1,100+
EMPLOYEES

Frankly, none of the above would have been possible without ABOUT YOU's team of over 1,100 employees and hundreds of partners, who strongly identify with our company and its culture of diversity, tolerance, and acceptance. They set the fast pace of our motion. We sincerely appreciate their tireless resourcefulness and commitment, while their safety and health has been our priority in this financial year.

We thank you, our shareholders, for the loyalty and trust placed in us as a digital-native company. While the European fashion market is expected to reach a market size of EUR 385 billion in 2022, we still see an immense opportunity ahead of us. Hence, despite the current turbulences in the market, our targets to reach a break-even of the Group adjusted EBITDA in financial year 2023/2024 and Group revenue of EUR 5 billion in financial year 2025/2026 remain unchanged, as does

our vision to become the global #1 fashion platform. We believe the best is yet to come, let's keep up the pace and stay in motion.

Hamburg, 20 April 2022

T. Müller
TAREK MÜLLER

H. Wiese
HANNES WIESE

S. Betz
SEBASTIAN BETZ

Footnotes:

- 1 Per FY 2021/2022, brands with revenue >0 EUR based on data from Germany, excl. second love items
- 2 Ipsos market study, conducted on behalf of ABOUT YOU in 2021

1.2 COMPANY

Founded in May 2014, ABOUT YOU has developed into one of Europe's fastest-growing online fashion platforms of scale over recent years. On its mission to digitise the offline shopping stroll for the young and fashion-conscious Gen Y&Z, the Company blends fashion and technology to create the most inspirational and personalised shopping experience on users' smartphones. With its unique influencer-led discovery proposition, ABOUT YOU supports its digital-native users to express themselves through fashion as they find inspiration through creative content and exclusive collections built around the Company's influencer network and own inventory on the platform. Over 45 million monthly active users can discover more than 500,000 items from over 3,500 brands¹ via its website aboutyou.com and award-winning app. The hybrid model of own (1P) and third party (3P) inventory enhances both customer experience with competitive delivery times across Europe and margins with mitigated inventory risk.

At ABOUT YOU, fashion goes a step further, empowering people and innovating fashion while respecting the surrounding environment. A 360° approach addresses topics affecting internal and external stakeholders through the "Planet, People, and Progress" pillars.

Starting out with Germany, Austria, and Switzerland as the core markets, ABOUT YOU has continually accelerated the international expansion of its value proposition. During financial year 2021/2022, the Company has expanded to three more European countries, namely Greece, Portugal, and Norway. Currently, ABOUT YOU operates in 26 European markets, and in total ships to approximately 100 countries worldwide with the help of the ABOUT YOU Global Shipping Platform launched in December 2021. ABOUT YOU also capitalises on its proprietary Tech infrastructure and offers a SaaS solution to fashion and non-fashion clients as part of its fully profitable B2B business. The ABOUT YOU shares are listed on the Frankfurt Stock Exchange and were admitted to the SDAX® index in September 2021.

SEGMENTS

ABOUT YOU DACH

The Company's home region of Germany, Austria, and Switzerland is the core market segment of ABOUT YOU's Commerce business and constitutes the reportable segment of ABOUT YOU DACH. Headquartered in Hamburg, the platform launched in the segment DACH in May 2014 and has continued to generate rapid top-line growth since then. Strong growth is driven by high brand awareness, for which ABOUT YOU is ranked second

compared to other fashion pure players, and by attractive unit economics.² Since its break-even in FY 2019/2020, the segment DACH sustained its profitability on an adjusted EBITDA level. In October 2021, ABOUT YOU celebrated reaching more than 10 million unique customers placing at least one order since 2014 in its home region.

ABOUT YOU RoE (Rest of Europe)

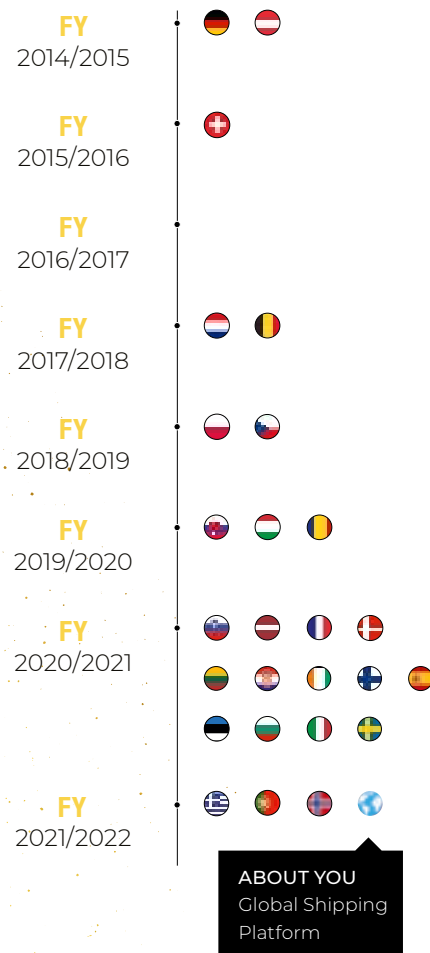
The Company reports the Commerce business outside its home region separately under the ABOUT YOU Rest of Europe or RoE segment. ABOUT YOU has a strong track record concerning the internationalisation of its Commerce business in Europe. In total, the Company has already launched its scalable platform in 23 European markets outside of DACH.

After Belgium and the Netherlands (BeNe) in FY 2017/2018, ABOUT YOU expanded to eleven markets in Central and Eastern Europe (CEE) from FY 2018/2019 on, where it gained market leadership in terms of brand awareness in the age group 16 to 49 in less than three years. From FY 2020/2021 onwards, the Company has accelerated its international expansion to both Southern Europe (SEU) and the Nordics.

In the recent FY 2021/2022, ABOUT YOU performed a soft launch in Norway in June and five market launch campaigns in SEU. Whilst Spain celebrated its exceptional Big Bang campaign in March, Italy, Greece, Portugal,

and France followed with successful campaigns in September and October, inducing a record number of new customers as well as an outstanding new customer cohort

Timeline of Market Entries



performance. The latest Big Bang campaign took place in Norway on 26 April 2022. To explore growth and investment opportunities in a test-and-learn approach, the ABOUT YOU Global Shipping Platform went live in December, allowing the Company to already ship to approximately 100 countries worldwide today.

TME (Tech, Media, Enabling)

To derive the full value from its expertise with respect to e-commerce technology and marketing, ABOUT YOU has established a B2B business that comprises the reportable segment of Tech, Media, and Enabling or TME. As part of the segment, the proprietary SaaS solution helps brands and retailers to scale fast while they benefit from the full range of

its platform innovations (Tech). Additionally, ABOUT YOU offers brand or advertising formats (Media) and 360° services along the e-commerce value chain (Enabling). Since FY 2018/2019, TME has been demonstrating exceptional growth combined with a highly compelling profitability profile across its revenue streams.

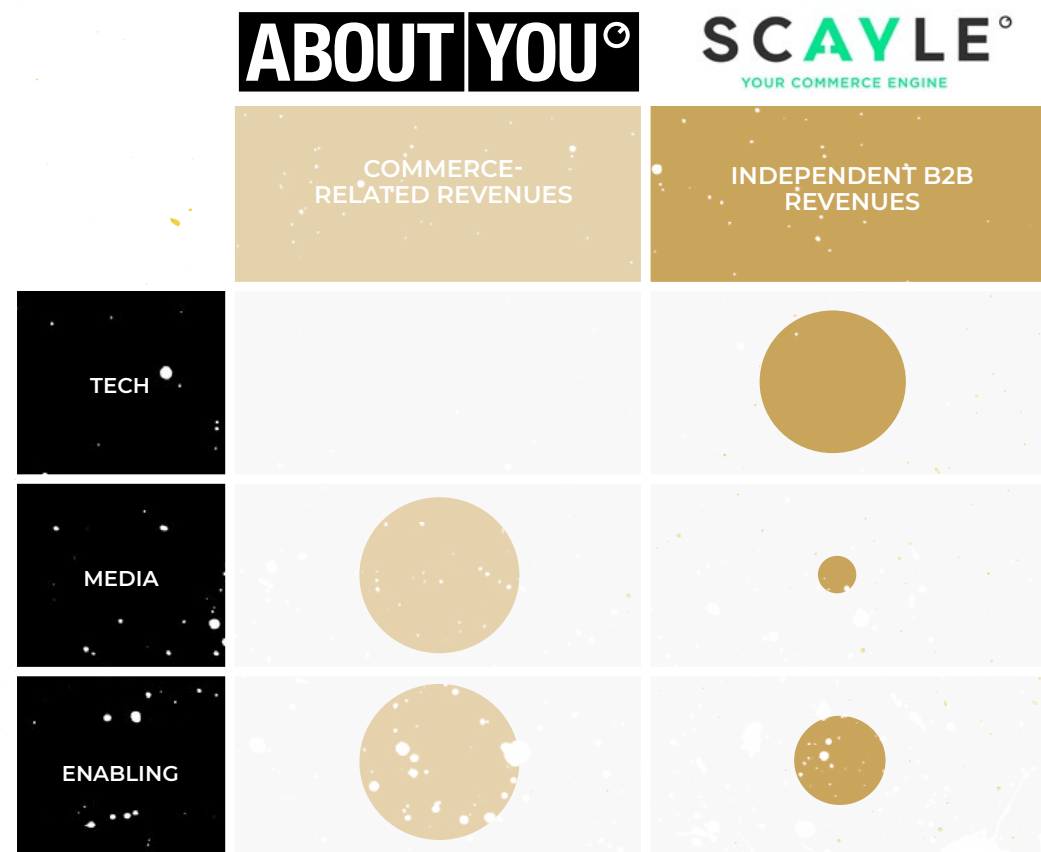
Followed by an ongoing large-scale B2B branding and sales campaign, ABOUT YOU introduced the unified SCAYLE brand in early November 2021. SCAYLE rebrands the SaaS, data-driven marketing, and 360° services for corporate clients' e-commerce businesses within the segment TME. By now, SCAYLE powers 100 online shops of leading brands in 26 European countries.

In this manner, TME is essentially split into two parts: On the one hand, the segment has a commerce-adjacent part, where the services rendered are an integrated part of ABOUT YOU's Commerce ecosystem. On the

other hand, it has the independent business unit SCAYLE, where services are rendered to external clients independent of ABOUT YOU's Commerce ecosystem.

The TME Segment

TME revenues by stream and brand (LTM, illustrative)



SPOTLIGHT: #AYINMOTION

#AYinMotion reflects ABOUT YOU's path to achieve its vision of becoming the global #1 fashion platform. One of the four strategic priorities for leveraging growth is the expansion of the Company's international footprint: Never standing still, ABOUT YOU has continuously assessed opportunities to expand into new geographic markets – with great success: The Company has made a huge leap forward in its internationalisation since launching in 2014, as it currently operates in 26 markets and ships to approximately 100 countries worldwide. Along with this expansion for its online shop, ABOUT YOU is increasing its distribution centre capacity as well as its B2B offering to an international scale. Furthermore, international COOPs as well as COOPs with 'local heroes' have become increasingly prominent as well.



100

SHIPPING
DESTINATIONS
WORLDWIDE

EUROPEAN FOOTPRINT EXPANSION

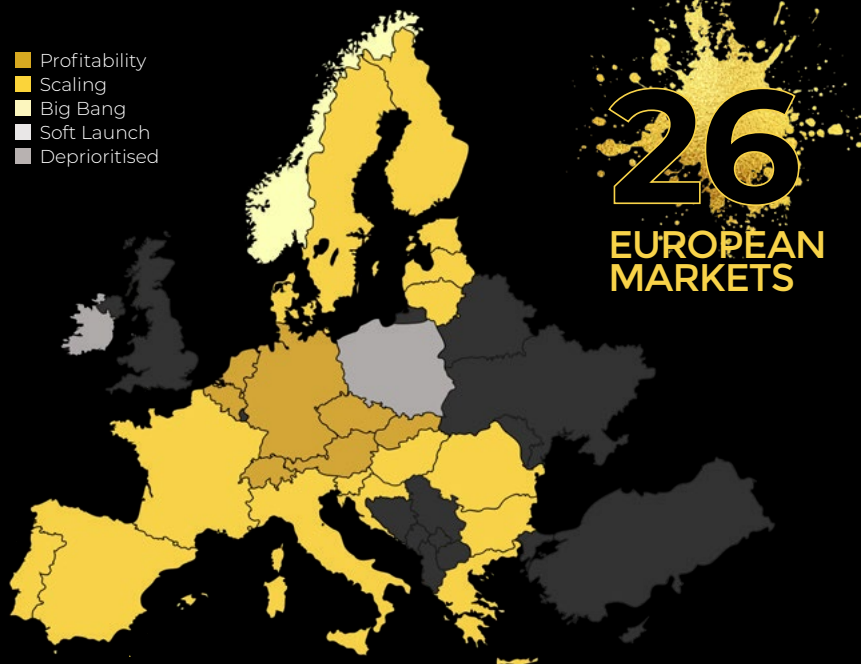
Because of successful expansions in the past and following ABOUT YOU's proven go-to-market playbook, the Company targeted and achieved significant developments for six countries in financial year 2021/2022:

Whilst Spain, Italy, and France had already been in the soft launch stage before the financial year 2021/2022, all three countries are currently in the scaling stage. Spain celebrated its Big Bang launch event in March 2021. In September 2021, Italy's launch event took place in Milan's most famous swimming pool, the Bagni Misteriosi, with over 300 social media stars, celebrities, industry experts, and journalists, including jewellery designer Valentina Ferragni and actor Mariano Di Vaio. France, on the other hand, followed an alternative campaign scheme and directly went from the soft launch to the scaling stage, as ABOUT YOU already had a high brand awareness in the country and strong trading dynamics derived from that.

New additions in FY 2021/2022 were Greece, Portugal, and Norway. In September and October, Greece and Portugal celebrated their Big Bang events in the atmospheric off-site location Pyrgos Melissourgou in Athens and the former Restaurante Bica do Sapato on the beach of Lisbon, respectively. Leading influencers, local celebrities, industry experts, and journalists were greeted upon arrival on an innovative, personalised red carpet bearing the names of the invitees in the brand's design. Furthermore, ABOUT YOU performed Norway's soft launch in June 2021 and celebrated its Big Bang event very recently in April 2022.



- Profitability
- Scaling
- Big Bang
- Soft Launch
- Deprioritised



26
EUROPEAN
MARKETS

EXPLORING UNTAPPED MARKETS GLOBALLY

With its Global Shipping Platform going live in December 2021, ABOUT YOU aims to build its international footprint and tap market potential. With the help of the platform, the Company currently ships to approximately 100 countries including Europe. Countries outside of Europe are reachable within 4 to 7 days. Shipping is free for customers to guarantee the usual service proposition, shipping is free for customers.

At the current and initial stage, the ABOUT YOU Global Shipping Platform serves as a testing engine and as a minimum viable product. It is available in the English and Spanish languages

with limited assortment, volumes, and customer experience, hence, it does not offer the customers the full ABOUT YOU shopping experience just yet.

Nevertheless, in this manner, the platform generates valuable cohort data like CAC and LTV. In a next stage, a more localised approach with local content, language, and influencers, but still limited volumes might be adopted for promising regions. ABOUT YOU would then assess the new set of data generated during this stage and determine which regions are to be scaled up and ultimately make informed investment decisions in the most attractive markets. This process, if deemed worthwhile to be continued, would be carried out over the coming years.

THE GO-TO-MARKET PLAYBOOK

Each of the country launches follows ABOUT YOU's agile and efficient go-to-market playbook. Refined after every market launch, the playbook provides a phased market ramp-up approach: In a first high-level assessment, the strategic and operational fit of the market is evaluated. After a set-up phase, the soft launch phase fuels the collection of cohort data and the building of a local influencer network. Especially cohort data with regards to CAC and LTV are monitored to

enable an informed ramp-up decision. The four-week campaign to create initial brand awareness, the so-called Big Bang campaign, is split into a teaser phase and a launch day with large-scale social media and performance marketing measures. Then, ABOUT YOU drives conversion in a heavy customer acquisition phase to scale the market. In the mid-term, the market is expected to hit break-even and remain profitable.





JANUARY 2021



APRIL 2021



SEPTEMBER 2021

Distribution Hub in Slovakia

>200,000 m²
DISTRIBUTION CENTRES'
TOTAL VOLUME

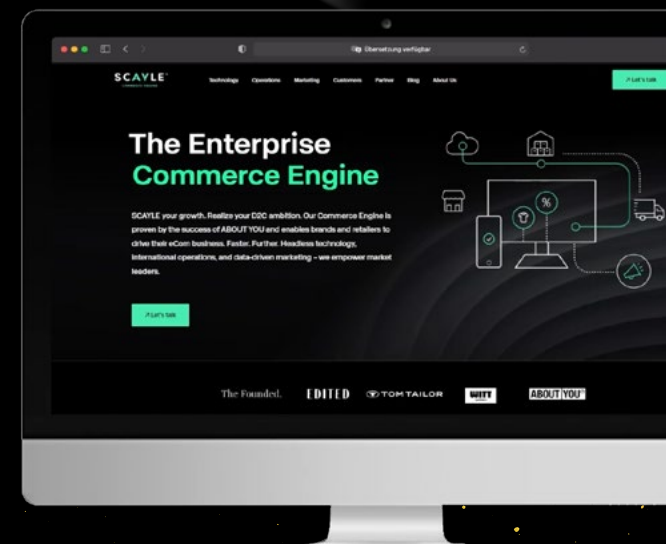
CREATING AN EFFICIENT LOGISTICS NETWORK

To respond to its growth and international expansion, ABOUT YOU ramped up its second distribution hub in Slovakia, which went live in September 2021. With a peak outbound capacity of >500k items per day, spanning over 100,000sqm, the Company doubled the volume to cater for the expected increase in demand. While these distribution centres are fully integrated into ABOUT YOU's logistics network running on its own technology, the Company avoids large-scale capital expenditure and works together with its external fulfillment partners in an asset-light co-investment. ABOUT YOU is well-prepared to further improve the delivery times in Central and Eastern Europe and, in fact, already prepares its next distribution centres in Poland for the second half of 2022 as well as France for 2023.

B2B AND THE BRAND SCAYLE

Today, about 100 online shops of leading brands such as Marc O'Pollo, Depot, The Founded, and Tom Tailor are ABOUT YOU's B2B customers via its new B2B brand SCAYLE ("SCAYLE – Your Commerce Engine"). To date, the three service components of SCAYLE, namely Commerce Technology, Online Marketing, and Commerce Operations, are already in use in 26 European markets. SCAYLE's reach is positively influenced by ABOUT YOU's internationalisation, as the Company's new

market launches can have spillover effects and deliver interesting leads for the future, and ultimately connect SCAYLE with new and more local brands. In this manner, ABOUT YOU can not only build awareness and recognition in the respective countries, but also connect these brands with local enabling functionalities, such as local carriers and customer service in local languages, with ease.





70+ COOPS
IN FY
2021/2022



Sharlota (left) and Tatiana Gregor Brzobohata (right)

INTERNATIONAL COOPS

Whilst launching in new markets is a major component of ABOUT YOU's expansion journey, its exclusive capsule collections, so-called COOPs, are also following an increasingly international path.

In FY 2021/2022, ABOUT YOU collaborated with global fashion icon Kendall Jenner with whom the Company launched two fashion drops. The first "Kendall for ABOUT YOU" drop was released in July 2021 and inspired by Kendall's birthday featuring eleven styles, strictly limited in quantity and only available for 72 hours. The second drop launched in December 2021, in which Kendall took her fans back to her childhood dream of living on a horse ranch. With over 40 limited pieces, the drop put the focus on high-quality materials and special cuts. The pieces of both drops were numbered with a unique code that includes Kendall's birthday, giving them a more personal touch.

As both drops were extremely successful, attracting a diverse demand while creating even stronger connections with customers, more COOPs with global influencers are planned in the months ahead – stay tuned!

COOPS WITH "LOCAL HEROES"

With the increasing number of new market launches in the past years, ABOUT YOU has initiated COOPs with local influencers or 'local heroes' outside of Germany, Austria, and Switzerland in the most recent financial year. An edgy, tattoo-inspired collection by Czech rapper and actress Sharlota, a 90s-inspired drop with dark tones and sensual cuts by Romanian singer Alina Eremia, as well as a line focusing on elegance, femininity, and simplicity by Czech model Tatiana Gregor Brzobohata are just a few of the many capsule collections which were launched in the recent months. These are highly valuable as they help attract new customers and increased customer loyalty in those markets.

Alina
Eremia



1.3 REPORT OF THE SUPERVISORY BOARD

DEAR SHAREHOLDER,

The past financial year was very eventful for ABOUT YOU: On the one hand, our industry continued to be strongly affected by the Covid-19 pandemic. On the other hand, ABOUT YOU successfully went public in June 2021. Under these challenging conditions, we succeeded in achieving all the goals we had set. This success shows how robust ABOUT YOU's business model is, even in a volatile market environment. At the same time, the Management Board, senior management, and all ABOUT YOU's employees can be justifiably proud of this achievement!

I am therefore very confident that ABOUT YOU will continue its impressive success story together with its customers, partners, and you as our shareholders.

In financial year 2021/2022 (1 March 2021 to 28 February 2022), the legal form of ABOUT YOU changed twice: first, on 11 March 2021, the shareholders resolved to change the legal form from a limited company under German law with the name ABOUT YOU Holding GmbH into a stock corporation under German law with the name ABOUT YOU Holding AG and, in the course of this, elected the members of the (first) Supervisory Board of ABOUT YOU Holding AG. This change of legal form became effective upon entry into the commercial register on 30 March 2021.

On 14 June 2021, the General Meeting of ABOUT YOU Holding AG approved the joint merger plan between ABOUT YOU Tiger

Holding AG, based in Vienna, Austria, a wholly-owned subsidiary of the Company as the transferring entity, and ABOUT YOU Holding AG, based in Hamburg, Germany as acquiring entity for the formation of a European stock corporation (Societas Europaea, SE) with the name ABOUT YOU Holding SE. With effectiveness of the merger, ABOUT YOU Holding AG took the form of an SE. The conversion became effective upon entry into the commercial register on 16 September 2021.

PERSONNEL COMPOSITION AND CHANGES IN THE SUPERVISORY BOARD AND MANAGEMENT BOARD

I myself, Niels Jacobsen, Peter Krohn, Benjamin Schaper, Petra Scharner-Wolff, Florian Hirschberger, and Dr Jan-Christian Heins were elected to the first Supervisory Board appointed in the course of the change of legal form from ABOUT YOU Holding GmbH into ABOUT YOU Holding AG on 11 March 2021.

In connection with the upcoming private placement, the Supervisory Board was then partially newly composed. In agreement with the members of the Supervisory Board concerned and based on resolutions of the General Meeting on 31 May 2021, the Supervisory Board members Florian Hirschberger and Dr Jan-Christian Heins were dismissed with effect from the end of 2 June 2021 and the Supervisory Board members Peter Krohn and Benjamin Schaper were dismissed with effect from the end of 7 June 2021, and Christina Johansson, Christian Leybold and André Schwämmlein were elected as new members of the Supervisory Board with effect from the beginning of 8 June 2021. The six current

members of the Supervisory Board have many years of management and leadership experience and represent a broad range of expertise. The Supervisory Board members were familiarised with the areas of activity of ABOUT YOU at the beginning of their work as part of a structured induction process.

The management remained unchanged during the financial year. The three co-founders Sebastian Betz, Tarek Müller, and Hannes Wiese, who had previously been Managing Directors of ABOUT YOU Holding GmbH, were also elected to ABOUT YOU Holding AG Management Board and later ABOUT YOU Holding SE.

PERFORMANCE OF TASKS

In financial year 2021/2022, we, the Supervisory Board of ABOUT YOU Holding SE and previously of ABOUT YOU Holding AG performed the tasks incumbent upon us by law, the Articles of Association, and our Rules of Procedure with the greatest possible care. We closely accompanied the Management Board in managing the Company, carefully supervised the work of the Management Board and stood by in an advisory capacity. The Management Board informed us regularly, promptly, and comprehensively in our meetings and in writing about all matters relevant to the Company. This included, to a large extent, business development, planning, corporate strategy, important business transactions and the associated opportunities and risks as well as compliance issues. We always had sufficient opportunity to examine the reports of the Management Board in detail and were able to

Table:

- 1 Participation as guest. Ms Scharner-Wolff was appointed as a further member of the Audit Committee at the constituent meeting of the Supervisory Board on 4 August 2021.

satisfy ourselves without reservation of the legality, orderliness, and expediency of the management. We were directly involved in all decisions of fundamental importance for the Company in a timely manner. All members of the Supervisory Board were also available to the Management Board outside the meetings in an advisory capacity. As Chairperson of the Supervisory Board, I had regular contact with the Management Board members and exchanged views with them on current issues and developments of the Company.

The rules of procedure of the Management Board of ABOUT YOU include a catalogue of transactions for the execution of which the Management Board requires the approval of the Supervisory Board.

It was not necessary to inspect any books and documents other than the reports and draft resolutions of the Management Board in the respective financial year.

MEETINGS OF THE SUPERVISORY BOARD AND THE COMMITTEES

The Supervisory Board as plenum held a total of nine meetings in the financial year under review. In addition, six circular resolutions were passed. During the meetings, we regularly deliberated without the Management Board at times. The Presidential and Nomination Committee held one meeting in the reporting year. The Audit Committee met four times in the financial year.

Both the Presidential and Nomination Committee and the Audit Committee were constituted on 4 June 2021. In accordance with the Rules of Procedure of the Supervisory Board, the Chairperson and Deputy Chairperson of the Supervisory Board are members of these committees, the additional committee members were elected. No other committees were

established. All committees report regularly to the plenum. The corporate governance statement (**Section 1.4**) further describes the tasks of the committees in more detail and states their members.

INDIVIDUALISED DISCLOSURE OF SUPERVISORY BOARD MEMBERS' ATTENDANCE AT MEETINGS

In the financial year under review, the members of the Supervisory Board during the period of their respective appointment participated in all meetings of the plenary sessions and the committees (with one exception) to which they belong, as well as in all circular resolutions. The participation rate in the meetings of the Supervisory Board and the committees is disclosed below in individualised form:

Supervisory Board of ABOUT YOU Holding AG (up to and including the meeting on 21 July 2021)

Member	Supervisory Board	Audit Committee	Presidential and Nomination Committee	Participation rate in %
Sebastian Klauke	4/4	1/1	0/0	100
Niels Jacobsen	4/4	1/1	0/0	100
Peter Krohn	3/3	–	–	100
Benjamin Schaper	3/3	–	–	100
Petra Scharner-Wolff	4/4	1/1 ¹	–	100
Florian Hirschberger	1/1	–	–	100
Dr Jan-Christian Heins	1/1	–	–	100
Christina Johansson	1/1	1/1	–	100
Christian Leybold	1/1	–	0/0	100
André Schwämmlein	1/1	–	–	100

Supervisory Board of ABOUT YOU Holding SE (from meeting of 27 September 2021)

Member	Supervisory Board	Audit Committee	Presidential and Nomination Committee	Participation rate in %
Sebastian Klauke	5/5	4/4	1/1	100
Niels Jacobsen	5/5	4/4	1/1	100
Petra Scharner-Wolff	5/5	4/4	–	100
Christina Johansson	5/5	4/4	–	100
Christian Leybold	4/5	–	1/1	80
André Schwämmlein	5/5	–	–	100

SIGNIFICANT TOPICS OF THE SUPERVISORY BOARD

The Management Board presented essential information, such as on the development of turnover, earnings and employment in the Company and the individual business areas as well as on the financial situation of the Company to us in detail for regular and ongoing discussions during the plenary meetings of the Supervisory Board. In addition, we dealt with issues related to the private placement and the conversions into a stock corporation under German law ("AG") and under European law ("SE").

Supervisory Board Plenum

In the course of the change of legal form to an AG, a constituent resolution was passed by circular resolution on 15 March 2021. In this context, I myself was elected as Chairperson and Niels Jacobsen Deputy Chairperson of the Supervisory Board of ABOUT YOU Holding AG. In addition, Co-Founders Sebastian Betz, Tarek Müller and Hannes Wiese, each of whom had previously been Managing Directors of ABOUT YOU Holding GmbH, were appointed as members of the Management Board and

jointly to Co-CEOs. Finally, rules of procedure were adopted for both the Supervisory Board and the Management Board.

In the meeting of 21 April 2021, we discussed in particular the annual financial statements of ABOUT YOU Holding GmbH, the consolidated financial statements and the combined management report for ABOUT YOU Holding GmbH and the Group as of 28 February 2021, the future application of certain key performance indicators in corporate communications, the Company's updated five-year plan and certain measures in connection with the planned private placement. On this basis, a circular resolution was passed on 26 April 2021, in which the annual financial statements of ABOUT YOU Holding GmbH, the consolidated financial statements and the combined management report for ABOUT YOU Holding GmbH and the Group for the 2020/2021 financial year and the amended consolidated financial statements for the 2019/2020 financial year were approved, as was the Management Board's proposal for the appropriation of profits; further, the report of the Supervisory Board was adopted, among other things.

At the Supervisory Board meeting on 4 June 2021, the newly appointed Supervisory Board member Christina Johansson was elected as an additional member to the Audit Committee while the newly appointed Supervisory Board member Christian Leybold was elected to join the Presidential and Nomination Committee. We also dealt with corporate governance topics, namely the adoption of the declaration of compliance pursuant to Section 161 German Stock Corporation Act (AktG) and the setting of a target figure for the proportion of women on the Supervisory Board and in the Management Board pursuant to Section 111 (5) German Stock Corporation Act (AktG). In addition, the Supervisory Board extended the appointment of the three Management Board members and approved their new service contracts including the granting of stock options as well as so-called re-vesting agreements with the individual Management Board members and their holding companies. In addition, the Supervisory Board set targets for its composition, considering the recommendations and suggestions of the German Corporate Governance Code, and commissioned KPMG AG Wirtschaftsprüfungsgesellschaft to provide non-audit services.

In our meeting on 7 June 2021, we, the Supervisory Board dealt in detail with an offer of both new and existing shares in the course of a private placement of the Company's shares on the Frankfurt Stock Exchange after the extraordinary General Meeting on 31 May 2021 had approved the execution of the private placement. At the meeting, we unanimously resolved to approve the Management Board's resolution of 7 June 2021, in particular on the execution of the offer as well as the number

of shares offered and their price. In addition, in connection with the private placement, we approved the conclusion of the underwriting agreement, a cost sharing and indemnity agreement between the Company and the holding companies of the Management Board members. We also approved the use of an offering circular to address institutional investors.

The meeting on 14 June 2021 was dominated by the upcoming private placement. We approved the share offer in terms of price range and volume range as well as the publication of the stock exchange prospectus and other related agreements and publications.

On 21 July 2021, the first Supervisory Board meeting after the completion of the private placement took place and the Management Board once again gave a comprehensive overview of the business of the Company, especially for the new Supervisory Board members. The upcoming Q1 2021/2022 reporting was then presented to and approved by us. In addition, guidelines for the ongoing reporting of the Management Board to the Supervisory Board were agreed on. Other items included (i) the granting of a loan to the minority shareholding The HAUS Apparel GmbH, (ii) the planned investment in WHY NOT GmbH comprising of a capital increase combined with the granting of shareholder loans, (iii) the conclusion of an employee participation agreement in connection with the formation of the SE and (iv) the taking out of a D&O insurance policy.

By means of a circular resolution concluded on 4 August 2021, the previously existing

governance related to the personnel was also confirmed and adopted for the new legal form of the SE. In particular, the Supervisory Board of ABOUT YOU Holding SE confirmed me in the position of Chairperson of the Supervisory Board and Niels Jacobsen as Deputy Chairperson, appointed the new Management Board of the SE, staffed the Audit Committee and the Presidential and Nomination Committee, and issued rules of procedure for the Supervisory Board and the Management Board.

The Supervisory Board meeting on 27 September 2021 focused on approving the publication of the Q2 2021/2022 financial reporting package. In addition, we discussed employee long-term incentive (LTI) programmes to strengthen the retention and motivation of the workforce in the long term. Three LTI programmes were approved by us, including an initial grant programme for certain executives and senior managers in line with the Management Board members' LTIP 2021, a regular long-term incentive programme for executives and senior managers consisting of a restricted stock units programme (RSU) and a virtual stock option programme (SOP), as well as a one-off grant of restricted stock units with a vesting component to all ABOUT YOU employees with a certain minimum employment period. The Management Board reported that the company was admitted to the SDAX® with effect from September 2021. In this context, we also discussed topics relevant to investors.

On 4 November 2021, the H1 2021/2022 reporting package was discussed and approved for

publication. Following, we approved a planned investment in 6PM GmbH.

At the meeting on 10 January 2022, we approved the Q3 2021/2022 reporting package together with adjusted expectations for the level of future investments for publication on the following day. In addition, the future corporate strategy and the multi-year planning for the coming years were discussed. Finally, we approved the granting of several shareholder loans to a number of associated companies of the Company.

In the meetings on 31 January 2022 and 20 February 2022, the discussions on the multi-year plan were continued and finalised in such a way that the budget could be adopted in the next regular meeting at the beginning of the next financial year 2022/2023.

Audit Committee

The Management Board also reported to the Audit Committee on an ongoing basis and in detail on the development of turnover, earnings and employment of the Company and the individual business areas as well as on the financial situation of the Company. As a focus of its quarterly meetings, the Audit Committee discussed with the Management Board the financial reporting at the end of the respective preceding quarter and the outlook for the entire year as well as the quarterly and half-yearly financial reports prior to their publication. Other regular topics were the work of the compliance department, reporting on significant incidents and ESG ("environmental, social, governance") issues. The Chairperson of the

Audit Committee passed on the essential information to the plenum as part of the regular reporting. The Management Board also reported to the Audit Committee on the significant risks that are recorded in the risk management system and the measures adopted in this regard. The Audit Committee satisfied itself of the effectiveness of the internal control system, the risk management system and the internal audit system.

The Audit Committee also prepared Supervisory Board decisions on the above-mentioned topics and performed its other duties in the reporting year in accordance with the law and the Rules of Procedure of the Supervisory Board. In addition, the Audit Committee conferred with the auditors on the focus areas of the audit for the reporting period.

At the meeting on 27 September 2021, the Audit Committee also approved the provision of so-called "non-audit services" by KPMG for the benefit of the Company and its subsidiaries.

Presidential and Nomination Committee

The Presidential and Nomination Committee held one regular meeting in the reporting year on 27 September 2021.

CORPORATE GOVERNANCE CODE

At its meeting on 4 June 2021, the Supervisory Board adopted a declaration pursuant to Section 161 German Stock Corporation Act (AktG) on the recommendations of the German Corporate Governance Code ("GCGC"), which was reconfirmed in the course of the

change of legal form in August 2021. It refers to the Code in its version of 16 December 2019. Conflicts of interest of Supervisory Board members did not occur in the reporting year. According to its assessment, the Supervisory Board also included an appropriate number of independent members within the meaning of the Code at all times during the reporting period, particularly on the shareholder side. Further information on this and on corporate governance in general can be found in the corporate governance statement (**Section 1.4**).

The Financial Market Integrity Strengthening Act (Finanzmarktintegritätsstärkungsgesetz, FISG), which essentially came into force at the beginning of July 2021, has brought various regulatory changes that also affect corporate governance. Most of the new legal requirements had already been in practice at the Company for some time. Therefore, to meet the requirements, the Company expanded the Audit Committee by including Petra Scharner-Wolff as a fourth member. This means that the new legal requirements of Section 100 (5) German Stock Corporation Act (AktG) are fulfilled in person of Christina Johansson and Petra Scharner-Wolff.

TRAINING AND PROFESSIONAL DEVELOPMENT

ABOUT YOU has supported the Supervisory Board members upon their appointment with an onboarding training including detailed training materials. The topics covered by such training included the tasks, rights and obligations of the Supervisory Board as well as key legal obligations, especially in relation to the

listing of ABOUT YOU. No individual training measures were carried out in the financial year 2021/2022.

ANNUAL AND CONSOLIDATED FINANCIAL STATEMENTS, COMBINED NON-FINANCIAL GROUP STATEMENT 2021/2022, DEPENDENCY REPORT, AND REMUNERATION REPORT

KPMG AG Wirtschaftsprüfungsgesellschaft ("KPMG") audited the individual annual financial statements of ABOUT YOU Holding SE as per 28 February 2022 prepared by the Management Board in accordance with the provisions of the German Commercial Code (HGB), the consolidated financial statements for financial year 2021/2022 and the combined management report of the Company and the Group. The consolidated financial statements 2021/2022 of the Company were prepared in accordance with International Financial Reporting Standards (IFRS). The auditor issued an unqualified audit opinion.

The Audit Committee discussed the annual financial statement documents including the dependency report and the audit reports with the Management Board and the auditor on 20 May 2022. In addition, the plenary session of the Supervisory Board discussed them in detail at its balance sheet meeting on 20 May 2022. Another subject of discussion was the non-financial group statement for the ABOUT YOU Group in accordance with Sections 315b and 315c in conjunction with Sections 289c to 289e German Commercial Code (HGB). required documents including the audit reports of the statutory auditor were distributed to all members of the Audit Committee and the

Supervisory Board in due time before these meetings, so that there was sufficient opportunity to examine them. The auditor was present during the consultations. The auditor reported on the main results of its audit and was available to the Audit Committee and the Supervisory Board for additional information. On the basis of our own examination of the annual financial statements, the consolidated financial statements and the combined management report of ABOUT YOU Holding SE and the Group, and on the basis of the report and recommendation of the Audit Committee, we as the Supervisory Board concurred with the results of the audit by the auditor. There were no objections to be raised. Hence, we approved the annual financial statements, the consolidated financial statements and the combined management report on the Company and the Group each for the financial year 2021/2022. The annual financial statements are thus adopted. With regard to the non-financial group statement, the Supervisory Board, on the basis of its own examination, the report of the Audit Committee on its preparatory examination and its recommendation, the Supervisory Board is of the opinion that the non-financial group statement is proper and appropriate and has been prepared in accordance with Sections 315b and 315c in conjunction with Sections 289c to 289e German Commercial Code (HGB).

In financial year 2021/2022, the Company was a dependent company of Otto (GmbH & Co KG) ("OTTO") within the meaning of Section 312 German Stock Corporation Act (AktG). For this reason, the Management Board prepared a dependency report and submitted it to the auditor and to us for review. Based on the audit, which was completed without objections, the auditor issued the following audit certificate:

"Based on our audit and assessment in accordance with professional standards, we confirm that the factual information in the report is correct."

The dependency report and the related audit report were submitted to all members of the Supervisory Board in due time and were explained in detail in the presence of the auditor at the meeting on 20 May 2022. The auditor reported on the main findings of their audit. After the result of its examination, there were no objections to be raised in connection with the declaration of the Management Board on the dependency report and the Supervisory Board concurred with the findings of the statutory auditor's audit.

The remuneration report was audited separately by KPMG. In addition to the formal audit required by law in accordance with Section 162 (1) and (2) German Stock Corporation Act (AktG), the remuneration report was also audited in terms of content. Based on the findings of the audit, KPMG confirms that the

remuneration report, including the related disclosures, complies in all material respects with the accounting provisions of Section 162 German Stock Corporation Act (AktG).

On behalf of the entire Supervisory Board, I would like to thank the Management Board, all employees and the employee representatives for their great personal commitment and outstanding achievements in the past year.

20 May 2022

For the Supervisory Board

With kind regards



SEBASTIAN KLAUKE
CHAIRPERSON OF THE SUPERVISORY BOARD

1.4 CORPORATE GOVERNANCE STATEMENT

ABOUT YOU has a two-tier system, namely, a Management Board that is responsible for managing the affairs of the Company on its own responsibility and a Supervisory Board that is responsible for supervising the Management Board. Both bodies work closely together in due care for the benefit of the Company. The legal framework for the management and supervision of the Company is governed by statutory provisions, its Articles of Association, by the German Corporate Governance Code ("GCGC") and by the Company's internal guidelines. As a European stock corporation (SE), ABOUT YOU is subject to certain European SE regulations and the German SE Implementation Act, the SE Participation Act as well as to German stock corporation law. However, due to the dualistic management system, the essential principles of the German stock corporation also apply to ABOUT YOU. In the following, reference is therefore made to the relevant provisions of Council Regulation (EC) No. 2157/2001 of 8 October 2001 on the Statute for a European company (SE) ("SE Regulation"), the SE Implementation Act and the SE Involvement Act, only insofar as these contain significant deviations from German stock corporation law.

In accordance with Principle 22 GCGC, the corporate governance statement is the central basis for reporting on corporate governance. Pursuant to Sections 289f and 315d German Commercial Code (HGB) a reference to the company's website with the corporate governance statement has been included. In the combined management report. Pursuant to Section 317 (2), Sentence 6 German

Commercial Code (HGB), the auditor's review of the disclosures pursuant to Sections 289f and 315d German Commercial Code (HGB) must be limited to whether the disclosures have been made. The Management Board and Supervisory Board issue the following corporate governance statement pursuant to Sections 289f and 315d German Commercial Code (HGB).

1.4.1 DECLARATION OF COMPLIANCE

In August 2021, ABOUT YOU's Management Board and Supervisory Board have issued the following statement on the recommendations of the "Government Commission on the German Corporate Governance Code" pursuant to Section 161 German Stock Corporation Act (AktG), which has been published on the Investor Relations website, under **Governance**.

The Management Board and Supervisory Board of ABOUT YOU Holding SE, with its registered office in Hamburg (the "Company"), declare that the Company will comply with the recommendations of the "Government Commission on the German Corporate Governance Code" as amended on 16 December 2019 ("GCGC"), published by the Federal Ministry of Justice and Consumer Protection in the official section of the Federal Gazette on 20 March 2020, from the date of admission of the Company's shares to trading on the regulated market of the Frankfurt Stock Exchange, but no later than the date of the securities prospectus underlying the admission, with the following exceptions:

- Recommendation F.2 of the GCGC | Pursuant to consolidated financial statements, group management reports, and interim reports required by law or stock exchange regulations to be published in the financial year ending on 28 February 2022 or to be prepared for this financial year, the Company has decided, in deviation from Recommendation F.2 of the GCGC, to publish the financial information within the deadlines prescribed by law or stock exchange regulations. The Company is of the opinion that publication within such deadlines is sufficient for the information interests of investors, creditors, and other stakeholders as well as the public. However, the Company intends to publish the financial information for the financial year ending 28 February 2023 and the following financial years within the deadlines provided for in recommendation F.2 of the GCGC.

The Management Board and the Supervisory Board will issue an updated declaration of compliance in due course.

1.4.2 CORPORATE GOVERNANCE

Corporate governance at ABOUT YOU is determined by applicable laws, articles of association of ABOUT YOU, rules of procedure of Management Board and of the Supervisory Board, the recommendations of the GCGC as well as internal company guidelines.

ABOUT YOU's sustainability initiatives are an integral part of the Company's Corporate Governance. Information on the ESG strategy and

activities can be found in the ESG Report 2021/2022, published on the company website on 31 May 2022.

The ABOUT YOU Business Code of Ethics can be found on the corporate website. It sets the Company's expectations and core values and provides guidelines on how ABOUT YOU would like to do business and forms the basis for all company policies. These core values include integrity in the way to do business, integrity in the way to treat each other, and integrity in the way to handle information.

The Business Code of Ethics is intended to form the basis for the actions of all ABOUT YOU employees. According to the Business Code of Ethics, all employees are required to comply with the law and the company policies including anti-corruption measures, antitrust regulations, data protection standards, and compliance with insider trading laws.

The Code of Ethics is divided into four sections:

- Integrity in How to do business
- Integrity in How to treat each other
- Integrity in How to handle information
- How to act responsibly

The Code of Ethics also requires each employee to comply with the data protection standards set out in the Company's internal corporate guidelines, policies, and procedures. The protection of personal data and the lawful collection, processing, and use of such data are fundamental as they are essential to customers and their trust in ABOUT YOU products and services. For ABOUT YOU, customer

trust is the basis for a long-term customer relationship.

ABOUT YOU's Business Code of Conduct, which is also published on the corporate website, sets out the minimum standards to which business partners who produce goods or provide services for the Company, must adhere. The Company's Business Code of Conduct is based on the amfori BSCI Code of Conduct, which has been expanded in various places. All business partners must recognise these standards and undertake to comply with the applicable laws and regulations for the protection and preservation of the environment. It is clear from ABOUT YOU's Business Code of Conduct that any form of corruption – especially extortion, fraud, or bribery, is not accepted.

ABOUT YOU also expects its business partners to comply with applicable national and international laws and regulations. For certain groups of business partners or if there are indications of potential compliance risks, ABOUT YOU conducts a so-called business partner audit (including sanctions list screening, comparison with the compliance database, and verification of negative reporting).

ABOUT YOU has a group-wide Legal & Compliance Team that monitors, manages, documents, and reports compliance risks arising from law breaches, corporate guidelines, and ethical business standards. ABOUT YOU's compliance management system (CMS), which is based on the IDW PS 980 standard, includes policy management, a helpdesk function for questions, whistleblowing management, including internal investigations,

business partner audits, and compliance-related training.

To prevent, investigate, remedy, and sanction compliance violations that do occur, ABOUT YOU has implemented a group-wide whistle-blower system through which employees, business partners, and third parties can contact ABOUT YOU 24/7, 365 days a year. Whistle-blowers can either contact the ABOUT YOU Legal & Compliance Team directly or use the dedicated third-party whistleblowing system. The requirement for an open debate culture, where employees can actively engage and raise concerns or report compliance breaches, is an essential part of ABOUT YOU's culture. ABOUT YOU underlines this expectation by promising to protect anyone who reports an incident in good faith from negative consequences and not to discriminate against them.

In accordance with the Company's internal process for investigations, whistleblowing reports – whether anonymous or not – are forwarded to the Legal & Compliance Team and investigated; serious (potential) compliance violations are additionally handled by a Compliance Committee. Information on detected compliance breaches, important updates regarding procedures or guidelines are reported to the Management Board monthly and to the Audit Committee of the Supervisory Board at least every six months.

Furthermore, ABOUT YOU created the Culture Booklet, an internal document that helps understand why ABOUT YOU was founded, its mission, and all the relevant aspects of culture.

The booklet is provided to every employee as part of the onboarding package.

Through its Risk and Opportunity Management System (RMS), the company is actively managing its exposure to economic, industry, financial and ABOUT YOU specific risks, and opportunities. The objectives of the RMS are to promote active risk awareness, to create transparency about risks and opportunities, and to be able to recognise and manage risks through a periodic and systematic process that allows appropriate risk measures to be taken. At ABOUT YOU, an accounting related internal control system is in place that includes preventive, detective, monitoring, and error handling measures to ensure the correctness of the bookkeeping and the external financial reporting. Further information on this can be found in the risk and opportunity report.

The Legal & Compliance Team works closely with the Risk Team in a cross-functional approach to fulfil its tasks.

The Management Board of ABOUT YOU bears overall responsibility for the proper functioning of the risk and compliance management system as well as the internal control system, the effectiveness of which is in turn monitored by the Supervisory Board.

1.4.3 COMPOSITION AND FUNCTIONING OF THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD

Composition and Working Methods of the Management Board

As the management body of the Company, the Management Board is committed to the Company's interests and sustainably increasing the Company value. The members of the Management Board Hannes Wiese, Tarek Müller, and Sebastian Betz are jointly responsible for the management of the Company and decide jointly, in partnership and on an equal footing, on fundamental issues of business policy and corporate strategy as well as on annual and multi-year planning. The Management Board regularly informs the Supervisory Board on these plans and measures and ensures their implementation.

The Management Board shall conduct the business of the Company ABOUT YOU with the diligence of a prudent and conscientious management. The Supervisory Board has adopted rules of procedure for the Management Board which, among other things, define the information and reporting duties of the Management Board, the handling of conflicts of interest as well as certain legal transactions and measures that require the prior approval of the Supervisory Board.

The departmental responsibilities of the Management Board members are governed by the Management Board's business allocation plan, adopted by the Supervisory Board in connection with the aforementioned rules of procedure. Sebastian Betz is responsible for Tech & Product, Tarek Müller is responsible for

Marketing & Brand and Hannes Wiese is responsible for Operations & Finance. Each member of the Management Board manages the business areas assigned to him or her under his or her own responsibility. The members of the Management Board are jointly responsible for the management of the Company, irrespective of the allocation of responsibilities in accordance with the business allocation plan. They work together collectively and inform each other on an ongoing basis about important events and developments in their respective business areas. The Management Board as a whole decides on important measures that are specified in more detail in the rules of procedure for the Management Board (e.g., measures that require the approval of the Supervisory Board). The management of all business areas of the Company is uniformly oriented towards the goals set jointly by the Management Board.

The Management Board is responsible for ensuring that legal provisions, official regulations, and internal company guidelines are met and works to ensure that they are observed (compliance). Therefore, the Management Board has established a comprehensive compliance management system and a risk and opportunity management system.

The Management Board informs the Supervisory Board regularly, promptly, and comprehensively about all developments of ABOUT YOU's business, especially in regards of strategy, planning, risk situation, risk management and compliance that are relevant to the Company. The Management Board shall inform the Chairperson of the Supervisory Board without delay of any important events

that are of material significance for the assessment of the situation and development or for the management of the Company, as well as of any deficiencies in the monitoring systems that may arise. Transactions and measures requiring the approval of the Supervisory Board are submitted to the Supervisory Board in a timely manner.

No committees were established within the Management Board in the reporting period. However, the Management Board has set up an Ad-hoc Committee for questions concerning the publication of information relevant to the financial market. The permanent members of this committee are Hannes Wiese as member of the Management Board as well as one representative each from the Investor Relations, Legal & Compliance, Corporate Office and Finance departments. The Ad-hoc Committee supports the Management Board in an advisory capacity in complying with the ad-hoc publicity obligations pursuant to Article 17 of Regulation (EU) 596/2014 (Market Abuse Regulation – MAR).

When filling management positions in the Company, the Management Board pays attention to diversity and strives for appropriate gender participation.

As a rule, only such persons shall be appointed as members of the Management Board who will not be older than 67 years upon the end of their term of office; justified exceptions can be made therefrom in the individual case. The Supervisory Board works together with the Management Board to ensure a long-term succession planning for the composition of the Management Board. The Supervisory

Board is in continuous contact with the Management Board and monitors senior management personnel to identify and develop suitable candidates to potentially fill management positions. Information on areas of responsibility as well as curricula vitae of the Management Board members are available on the Company's website on the Investor Relations website, under **Governance**.

Further information concerning the Management Board can be found on the Investor Relations website, under **Governance**.

Information on the remuneration of the Management Board can be found in the remuneration report published on the Investor Relations website, under **Governance**.

Composition and Working Methods of the Supervisory Board

The Supervisory Board of ABOUT YOU consists of six members, including representatives of long-time shareholders as well as independent business experts. The Supervisory Board advises and monitors the Management Board in the management of the Company and is involved in decisions of fundamental importance to the Company in a timely manner.

To enable the Supervisory Board to perform these duties competently, its composition ensures a qualified supervision of, and advice to, the Management Board by the Supervisory Board. Its members shall collectively possess the knowledge, skills, and professional experience required to properly perform the duties of a Supervisory Board in a capital market-oriented, internationally active company in the

area of the operation of online platforms for the trading in fashion products and other goods as well as other activities in the e-commerce business.

Against this background and considering the recommendations and suggestions of the GCGC, skills and expertise considered essential in view of the activities of ABOUT YOU comprise in particular, experience and knowledge (i) in the management of an internationally active company, (ii) in the areas of trading in fashion products and the ecommerce/online trading, (iii) in the most relevant markets in which ABOUT YOU operates, (iv) in the area of financial and capital markets, (v) in accounting and financial reporting, (vi) in controlling, risk management and internal auditing, and (vii) in the areas of governance and compliance.

In addition, in view of the requirements of Section 100 (5) German Stock Corporation Act (AktG), at least one member of the Supervisory Board must have expertise in the field of accounting and at least one additional member of the Supervisory Board must have expertise in the field of auditing. In particular, with Christina Johansson and Petra Scharner-Wolff the Supervisory Board has two members who each have expertise in both aforementioned areas and are both members of the Audit Committee. Further, the members of the Supervisory Board must be familiar with the sector in which the Company operates. This is also the case in the opinion of the Supervisory Board.

More than half of the shareholder representatives of the Supervisory Board, including the Chairperson of the Supervisory Board, shall be

independent from the Company and the Management Board within the meaning of recommendation C.7 GCGC. All members of the Supervisory Board of ABOUT YOU fulfill this recommendation.

In addition, C.9 of the GCGC recommends that, if the Company has a controlling shareholder, the Supervisory Board of a size of up to six members should have at least one shareholder representative that is independent of the controlling shareholder. OTTO holds – together with GFH Gesellschaft für Handelsbeteiligungen m.b.H. (“GFH”) on the basis of a voting rights pool – according to the most recently published voting rights notifications of the aforementioned shareholders dated 16 June 2021 – a total of 44.36% of the voting shares of ABOUT YOU and is therefore a controlling shareholder within the meaning of recommendation C.9 of the GCGC (for further details, see **Section 2.8**). Considering this shareholder structure, at least one Supervisory Board member should be independent of OTTO within the meaning of Recommendation C.9 of the GCGC, as long as the Supervisory Board comprises a size of six members and OTTO continues to be the controlling shareholder (also taking into account voting agreements). This requirement is met with a total of four members who are independent of OTTO (namely Niels Jacobsen, Christina Johansson, Christian Leybold and André Schwämmlein).

Further, pursuant to recommendation C.12 GCGC, Supervisory Board members shall not be members of governing bodies of, or exercise advisory functions at, significant competitors of the Company, and shall not hold any

personal relationships with a significant competitor. All members of the Supervisory Board of ABOUT YOU fulfill this recommendation.

In accordance with recommendation E.1 of the GCGC and the provisions of the rules of procedure of the Supervisory Board, each member of the Supervisory Board shall disclose conflicts of interest to the Chairperson of the Supervisory Board without delay. The Chairperson of the Supervisory Board shall disclose conflicts of interest concerning him to the Deputy Chairperson of the Supervisory Board without delay. These shall be resolved by appropriate measures. If conflicts of interest arise, they shall be disclosed and dealt with in the report of the Supervisory Board. Permanent and material conflicts of interest, which should lead to the termination of the mandate in accordance with recommendation E.1 of the GCGC and the provisions of the rules of procedure of the Supervisory Board, have not occurred.

No more than two former members of the Management Board shall be a member of the Supervisory Board. All members of the Supervisory Board of ABOUT YOU fulfill this recommendation.

For its composition, regarding diversity, the Supervisory Board strives to consider different professional and international experiences and to comply with the determined target figure for the proportion of women (see further details regarding the target figure for proportion of women in **Section 1.4.4** below).

Currently, the Supervisory Board consists, in accordance with the Articles of Association,

of six members, two of them being women and four of them being men. The regular term of office of the members of the Supervisory Board runs until the end of the Annual General Meeting of the Company in 2026. Currently, it is not intended to change the composition of the Supervisory Board. However, with a view to duration of such term, a change within the term cannot be excluded either. Against this background, the Supervisory Board has determined as target figure for the proportion of women on the Supervisory Board a proportion of women of at least 1/3 in the entire board and that at least two women shall be members of the Supervisory Board with the deadline determined for the achievement of the target figure to end on 1 June 2026.

In general, Supervisory Board members should have entrepreneurial or operational experience and – if necessary, after appropriate induction – also general knowledge of the sector in which the Company operates. Based on their knowledge, skills, and professional experience, they should be able to fulfill the tasks of a Supervisory Board member in an internationally active company and to safeguard the reputation of ABOUT YOU in the general public.

In the election proposals to the Annual General Meeting, particular attention shall be paid to the personality, integrity, willingness to perform, professionalism, diversity, and independence of the candidates. Supervisory Board members shall generally comply with the limitation of Supervisory Board mandates recommended by the GCGC under C.4 and C.5.

Each Supervisory Board member ensures that they have sufficient time available to discharge their duties. In particular, it must be taken into account that as a rule at least four ordinary Supervisory Board meetings are held each year, each of which requires appropriate preparation, and sufficient time must be given to review the annual financial statements and consolidated financial statements. In addition, extraordinary Supervisory Board meetings may be necessary to deal with special issues.

As a rule, only such persons shall be proposed for election as members of the Supervisory Board who are not older than 70 years upon the commencement of their term; justified exceptions can be made therefrom in the individual case. All members of the Supervisory Board of ABOUT YOU fulfill this recommendation.

Proposals by the Supervisory Board to the Annual General Meeting shall take these objectives into account, while simultaneously aiming at fulfilling the overall profile of required skills and expertise of the Supervisory Board.

The composition targets set by the Supervisory Board were met in full in the reporting period. The required expertise is represented on the Supervisory Board, the **profile of skills and expertise for the Supervisory Board** has been fulfilled and the objectives of the diversity concept were achieved.

The following overview shows the competence profile of the Supervisory Board:

The Supervisory Board works closely and in a spirit of trust with the Management Board for the benefit of the Company.

The tasks of the Supervisory Board include inter alia the audit of the annual financial statements and the consolidated financial statements, the combined management report of ABOUT YOU and the Group and the proposal by the Management Board to the Annual General Meeting for the appropriation of the balance sheet profit. The Supervisory Board endorses the annual financial statements of ABOUT YOU, whereby it is approved and endorses the consolidated financial statements, based on the results of the preliminary audit carried out by the Audit Committee and considering the auditor's reports. In addition, the Supervisory Board deals with the monitoring of the Company's compliance with

Competence Profile of the Supervisory Board

Name	Nationality	Profession	Competence Profile							
			Management	Industry Knowledge	Market Knowledge	Capital Markets	Accounting/ Auditing	Controlling	Governance/ Compliance	Independence
Sebastian Klauke	German	Member of the Executive Board at Otto Group	✓	✓	✓	✓				
Niels Jacobsen	Danish	CEO at William Demant Invest A/S	✓		✓	✓	✓			✓
Petra Scharner-Wolff	German	Member of the Executive Board at Otto Group	✓	✓	✓	✓	✓	✓	✓	
Christina Johansson	Swiss/Swedish	CFO at Bilfinger SE	✓			✓	✓	✓	✓	✓
Christian Leybold	German	Managing Partner at Headline	✓	✓	✓	✓				✓
André Schwämmlein	German	Founder and CEO at FlixBus GmbH	✓		✓	✓				✓

legal provisions, official regulations, and internal company guidelines (compliance).

The Supervisory Board has adopted rules of procedure, published on the Investor Relations website, under **Governance**. In addition to the personal requirements for its members, they regulate the working methods, decision-making and division of responsibilities of the Supervisory Board and its committees. Meetings of the Supervisory Board are held at least once every calendar quarter.

Furthermore, the Supervisory Board regularly evaluates, within the framework of self-assessments in accordance with recommendation D.13 of the GCGC, how effective the Supervisory Board as a whole and its committees are in fulfilling their tasks. During the financial year the Supervisory Board and its committees each evaluated the efficiency of their work in light of the tasks set upon them. In particular, this concerned the supply of information to the Supervisory Board, the structure and efficiency of its meetings, as well as the composition of the Supervisory Board, among other things with regard to the stock exchange listing of ABOUT YOU since June 2021. The skills and competence of each member were also discussed in depth against the background of the current (operational) requirements of ABOUT YOU. No significant concerns were identified.

The Supervisory Board has established an Audit Committee and a Presidential and Nomination Committee from among its members. The Audit Committee consists of the Chairperson and the Deputy Chairperson of the Supervisory Board, Sebastian Klauke and Niels

Jacobsen, as well as Christina Johansson as the committee's Chairperson and Petra Scharner-Wolff as further member. The Audit Committee is inter alia responsible for reviewing the financial reporting as well as monitoring the accounting process, the effectiveness of the internal control system, the risk management system, and the internal audit system as well as the audit of the financial statements, preparing the decisions of the Supervisory Board in connection with the annual financial statements and the Supervisory Board's proposal to the Annual General Meeting regarding the election of the auditor.

The Presidential and Nomination Committee consists of the Chairperson of the Supervisory Board, Sebastian Klauke, as the committee's chairperson as well as the Deputy Chairperson of the Supervisory Board Niels Jacobsen and Christian Leybold as further members and is inter alia responsible for preparing the resolution proposals of the Supervisory Board to the Annual General Meeting regarding the election of Supervisory Board members and naming suitable candidates to the Supervisory Board, preparing the decisions of the Supervisory Board concerning the selection, appointment, dismissal and remuneration of the members of the Management Board as well as the conclusion, amendment and termination of their service contracts.

The report of the Supervisory Board (see **Section 1.3**) provides information on the activities of the Supervisory Board and its committees in the year under review.

Further information regarding the Supervisory Board and its members (including their curricula vitae) can be found on the Investor Relations website, under **Governance**.

Information on the remuneration of the Supervisory Board can be found in the remuneration report published separately on the Investor Relations website, under **Governance**.

1.4.4 TARGET FIGURE FOR THE PROPORTION OF WOMEN ON THE SUPERVISORY BOARD, THE MANAGEMENT BOARD, AND THE MANAGEMENT LEVELS BELOW THE MANAGEMENT BOARD PURSUANT TO SECTIONS 76 (4), 111 (5) GERMAN STOCK CORPORATION ACT (AKTG)

ABOUT YOU believes that diversity across all dimensions and all organisational levels is key for its success. For further details on measures that the Company undertake to live up to this ambition, please refer to **Section 2.4.3 "People"** and to the ESG Report 2021/2022 published on ABOUT YOU's corporate website on 31 May 2022.

ABOUT YOU aims for an overall balanced gender representation but with specific focus on the Supervisory Board, the Management Board, and the three levels below the Management Board. Pursuant to Section 111 (5) German Stock Corporation Act (AktG), the Supervisory Board has determined target figures for the proportion of women in the Supervisory Board and the Management Board and the Management Board has beyond the requirements of Section 76 (4) German Stock Corporation Act (AktG) determined figures for the proportion

of women in the aforementioned group and levels below Management Board with a deadline of no longer than five years.

The Company's Supervisory Board consists, in accordance with the Articles of Association, of six members who are all elected by the Annual General Meeting. Four members of the Supervisory Board are men, and two members are women. The regular term of office of the Supervisory Board members runs until the end of the Annual General Meeting in 2026.

As the target figure for the proportion of women in the Supervisory Board, the following is determined to be achieved by 1 June 2026:

- The proportion of women in the Supervisory Board shall amount to at least 1/3.
- The Supervisory Board shall have at least two female members.

Currently, ABOUT YOU's Management Board consists of three male members. The current term of office will end upon expiry of 15 April 2025. Currently, it is not intended to change the composition of the Management Board. Furthermore, it is not intended to change the composition of the Supervisory Board. However, with a view to the duration of such term, a change within the term cannot be excluded either.

As the target figure for the proportion of women in the Management Board, the following is determined to be achieved until 1 June 2026:

- The proportion of women in the Management Board shall amount to at least ¼.
- The Management Board shall have at least one female member.

For the first three levels below the Management Board, ABOUT YOU has defined the target of achieving a balanced gender representation of 40/60/* where women and men are represented between 40 to 60% by 1 June 2026. By including * into the corridor, ABOUT YOU explicitly acknowledges and includes non-binary genders.

As of the end of the reporting year, the female representation across lead levels is 49%. Across the three levels below Management Board the figure is between 39% and 57% depending on the level:

- 1st level below the Management Board 39%
- 2nd level below the Management Board 53%
- 3rd level below the Management Board 57%

1.4.5 REMUNERATION REPORT AND REMUNERATION SYSTEM

The remuneration report for the members of the Management Board and the members of the Supervisory Board pursuant to Section 162 German Stock Corporation Act (AktG) for the fiscal year 2021/2022 has been published separately and will be submitted for approval to the Company's Annual General Meeting in accordance with Sections 113 (3) Sentence 1, 120a (4) Sentence 1 German Stock Corporation Act (AktG).

In accordance with the applicable transitional provisions pursuant to Section 26j (1) Sentence 1 Introductory Act to the German Stock Corporation Act (EGAktG), upon admission of its shares to the Frankfurt Stock Exchange on 16 June 2021, the Company shall submit a remuneration system for the Management

Board members to the Annual General Meeting for approval for the first time in 2022 pursuant to Section 120a (1) Sentence 1 German Stock Corporation Act (AktG). In due course time before this Annual General Meeting, the Supervisory Board will adopt a system for the compensation of the members of the Management Board that complies with the requirements of Section 87a German Stock Corporation Act (AktG) and submit it to the Annual General Meeting for approval.

Accordingly, the resolution on the compensation of the members of the Supervisory Board pursuant to Sections 113 (3) Sentence 3, 87a (1) Sentence 2 German Stock Corporation Act (AktG) will be submitted to the shareholders of the Company for approval in due time before the upcoming Annual General Meeting.

The remuneration report for the fiscal year 2021/2022 and the auditor's opinion pursuant to Section 162 German Stock Corporation Act (AktG), the applicable remuneration system pursuant to Section 87a (1) and (2) Sentence 1 German Stock Corporation Act (AktG) and the last remuneration resolution pursuant to Section 113 (3) German Stock Corporation Act (AktG) will be made available on the Investor Relations website, under **Governance**.

Table:

¹ Factset, prices based on XETRA for FY 2021/2022, ended on 28 February 2022

1.5 ABOUT YOU SHARE: FY 2021/2022 IN REVIEW

1.5.1 CAPITAL MARKETS AND SHARE PRICE DEVELOPMENT

ABOUT YOU celebrated its first day of trading on the Frankfurt Stock Exchange on 16 June 2021. Based on the results of the private placement, which was conducted between 8 June and 14 June 2021 in anticipation of the listing at a placement price of EUR 23.00 per share, ABOUT YOU's total market capitalisation stood at EUR 3.9 billion. Upon listing, the free float of new shareholders (net of treasury shares) amounted to 21.0%, including full exercise of the Greenshoe option.

Financial year 2021/2022 was yet another unprecedented period for the stock markets.

Economies around the globe made great progress towards recovery and re-opening despite a number of adversities leading to significant volatility. Covid-19 remained the main cause of global uncertainty, slowing down economic recovery with interrupted restrictions and new virus outbreaks. The rising geopolitical risks escalated in February 2022, in light of the latest developments between Russia and Ukraine weighing down on outlook and risk appetite.

Other factors affecting markets included rising inflation rates and supply shortages worldwide, leading to the preponement of interest rate hikes. The hawkish tone on interest rates taken on from central banks in January 2022 augmented the already noticeable rotation outside of growth and highly valued stocks. Tech stocks have been severely impacted by the rotation – both profitable and more “tangential” tech names were hit, as well as former “Covid-19 winners”.

In line with this trend, the ABOUT YOU stock has suffered from this rotation while movements are exacerbated on the back of low liquidity. Since its listing, the share price of ABOUT YOU has decreased, from EUR 23.00 as of 16 June 2021 to EUR 12.90 as of 28 February 2022.

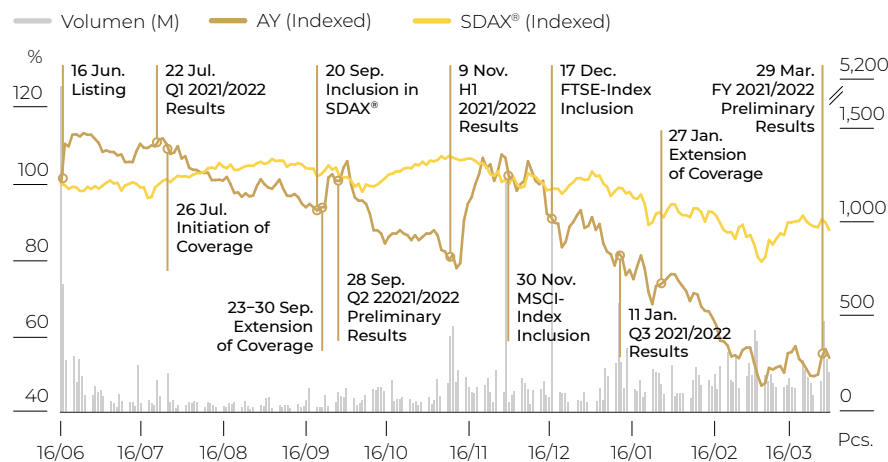
The ABOUT YOU stock reached its highest level, EUR 26.10, shortly after listing on 24 June 2021. The stock had a record performance in November 2021, with a strong monthly increase of +17.0%, positioning itself as the

second-best performer across SDAX[®] members. With the release of the preliminary results on 29 March 2022, the share price increased to EUR 12.50 at closing, up strong 9.3% from previous day close.

ABOUT YOU Stock (as of 28 February 2022)¹

Number of shares outstanding	Shares	170,395,415
Number of shares issued	Shares	186,153,487
Initial listing price	EUR	23.00
Price high (GJ 2021/2022)	EUR	26.10
Price low (GJ 2021/2022)	EUR	10.80
Market capitalisation	EUR billion	2.20
Average daily trading volume	Shares	187,843
Average daily trading volume	EUR million	2.40
ISIN	DE000A3CNK42	
Ticker symbol	YOU	
WKN	A3CNK4	

Share Price Performance ABOUT YOU vs. SDAX[®] (as of 28 February 2022)



Graphic:

- 1 Michael Otto Stiftung and Prof. Dr. Michael Otto – Otto (GmbH & Co KG); Aktieselskabet af 12.6.2018. – Anders Holch Povlsen; GFH Gesellschaft für Handelsbeteiligungen m.b.H. – Benjamin Otto
- 2 Tarek Müller Beteiligungsgesellschaft mbH
- 3 Sebastian Betz Beteiligungsgesellschaft mbH
- 4 Hannes Wiese Beteiligungsgesellschaft mbH
- 5 Public float as defined by Deutsche Börse AG amounts to 19.85%

Footnote:

- 1 Deutsche Börse (2022) – DAX – Benchmark and barometer for the German economy

1.5.2 SHAREHOLDER STRUCTURE

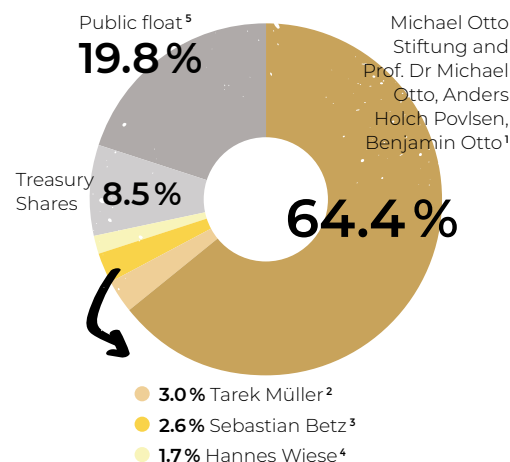
Since the listing on 16 June 2021, the ABOUT YOU shareholder structure experienced a change in the holding from the combination of strategic shareholders OTTO, Aktieselskabet af 12.6.2018, and GFH via pooling agreement. As per **voting right notification** on 13 December 2021, the shareholders have increased their ownership of the Company from a cumulative 63.2% to 64.4%.

The Co-Founders and Co-CEOs of the Company (Tarek Müller, Sebastian Betz, and Hannes Wiese) continue to hold a cumulative 7.3% ownership of the Company since the listing. Treasury shares held by the Company remain unchanged at 8.5%.

Following the change in the shareholder structure that took place during financial year 2021/2022, the ABOUT YOU shares in public float stand at 19.8% as per 28 February 2022.

For an overview of ABOUT YOU's voting rights notifications please refer to the **Investor Relations website**.

Shareholder Structure



1.5.3 RESEARCH COVERAGE

By 28 February 2022, the ABOUT YOU share was covered by nine research analysts recommending the Company with Buy ratings and a median target price of EUR 30.00.

ABOUT YOU Coverage (as of 28 February 2022)

Broker	Analyst	Target Price (EUR)	Rating	Last update
Deutsche Bank	Nizla Naizer	32.0	Buy	27/1/2022
Jefferies	Henrik Paganetty	23.0	Buy	27/1/2022
AlsterResearch	Alexander Zienkiewicz	27.0	Buy	11/1/2022
Baader Bank	Volker Bosse	27.0	Add	11/1/2022
Goldman Sachs	Richard Edwards	33.0	Buy	11/1/2022
J.P. Morgan Cazenove	Georgina Johanan	36.0	Buy	11/1/2022
Numis	Simon Bowler	30.0	Buy	11/1/2022
Societe Generale	Anne Critchlow	30.0	Buy	11/1/2022
UBS	Olivia Townsend	27.0	Buy	11/1/2022

1.5.4 STOCK INDICES

Fast Entry into SDAX[®]

In September 2021, ABOUT YOU's shares were included in the SDAX[®] via the Fast Entry rule, at which point it ranked 131 with a free float market capitalisation of EUR 867.97 million, based on the average price on XETRA and the former free float rate of 20.19%. This was announced after the quarterly DAX[®] indices review which took place on 3 September 2021 and became effective as of 20 September 2021. Following the publication of the FY 2021/2022 preliminary results, ABOUT YOU was listed as 146 in the free float market capitalisation ranking published on 3 March 2022.¹

MSCI and FTSE Index Inclusion

ABOUT YOU was added to the renowned MSCI Global Small Cap Index as of the close on 30 November 2021, becoming one of thirteen German companies to enter the index.

Effective on 17 December 2021, ABOUT YOU was included in the FTSE Global SmallCap, TotalCap, and AllCap Indices. The stock benefited from the international visibility and positive signalling in the capital markets, leading to a XETRA trading volume of over EUR 20 million on the inclusion days, mainly due to passive demand.

1.5.5 ESG REPORTING

The Company aims to provide its stakeholders with comprehensive information on ESG activities. Participation in ESG ratings creates transparency and comparability within the industry which ABOUT YOU is eager to contribute to. This is a valuable steppingstone to identify areas of improvement for initiatives and the related disclosure.

Therefore, the Company participated in the ISS ESG Corporate Rating for the first time, reaching a C-score, a high transparency level and Decile Rank 1 compared to the industry peers. The ratings prime threshold is a C+ score which ABOUT YOU aims to reach in the next reporting period.

To provide the stakeholders with in-depth information on all the ESG activities and related performance, ABOUT YOU will publish its second stand-alone ESG Report 2021/2022 on 31 May 2022. The report references the International GRI Standards for sustainable reporting.

ABOUT YOU's ESG resources are also published on the **Deutsche Börse ESG Visibility Hub**.

1.5.6 ANNUAL GENERAL MEETING

ABOUT YOU intends to hold its first Annual General Meeting on 23 August 2022. Further details and publications will be available under the **Investor Relations website** and in the Federal Gazette in due course.

1.5.7 CLOSE DIALOGUE WITH THE CAPITAL MARKETS

At ABOUT YOU, communication strives to be consistent, proactive, and strategic. In reflecting this vision, the Company wishes to offer transparency while building the trust of the capital markets' stakeholders as a newly listed company.

Since its listing, ABOUT YOU has been very active in external engagement through investor and analyst calls, conferences, and roadshows. Due to the Covid-19 pandemic, all events and meetings have been held virtually to date.

In the period between 16 June 2021 and 28 February 2022, the Management Board, and Investor Relations Team have attended over 260 meetings with sell-side analysts and

buy-side investors as well as eight conferences. During the same period, four non-deal roadshows have been organised following the publication of ABOUT YOU's financial results. In addition, the Investor Relations Team has hosted three conference calls to discuss quarterly and half-year results, broadcasted live online with replays available on the **Investor Relations website**.

COMBINED MANAGEMENT REPORT

Footnotes:

- 1 The data is voluntary and therefore unaudited.
- 2 Per FY 2021/2022, brands with revenue >0 EUR based on data from Germany, excl. second love items – The data is voluntary and therefore unaudited.
- 3 Euromonitor (2022) – International Retailing, retail value RSP, current prices, fixed 2021 exchange rate

This combined management report includes both the Group management report as well as the management report of ABOUT YOU Holding SE (until 15 September 2021: ABOUT YOU Holding AG). It reports on the business performance and situation and expected development of the ABOUT YOU Group and ABOUT YOU Holding SE (also referred to as “Company” or “ABOUT YOU”).

The comments on ABOUT YOU Holding SE are included in a separate section of the economic report with information pursuant to the German Commercial Code [HGB]. Applying Section 315e of the German Commercial Code (HGB), the consolidated financial statements were prepared in accordance with the International Financial Reporting Standards (IFRS), as adopted by the European Union. With the exception of the HGB information in the “Supplementary information on ABOUT YOU Holding GmbH” section, all financial figures in this combined management report – including the comparative figures for the prior year – are shown in accordance with IFRS. German Accounting Standard 20 (GAS 20) “Group management report” was applied. The “Significant accounting policies” section

in the notes to the consolidated financial statements include additional information on the underlying accounting provisions.

2.1 BACKGROUND TO THE GROUP

2.1.1 BUSINESS MODEL

The ABOUT YOU Group has developed into one of Europe's fastest-growing online fashion platforms of scale and a leading online fashion player among Gen Y&Z with over 30 million active monthly users. The Company digitises the classic shopping stroll by creating an inspiring and personalised shopping experience on the smartphone. The target group includes women and men between the ages of 18 and 40, who can find a range of more than 500,000 items¹ from over 3,500 brands² on aboutyou.com and in the ABOUT YOU mobile app, including the private labels “ABOUT YOU” and “EDITED”. ABOUT YOU is currently present in 26 European markets. In addition to the Commerce business, the Company has opened its infrastructure allowing third parties to leverage ABOUT YOU's proprietary technology platform through its TME solutions.

ABOUT YOU's influencer-led discovery model, which aims to inspire customers who are not looking to purchase any specific item or brand, allows for a unique and personalised online shopping experience making the online shop the preferred destination for a young, fashion-conscious customer base. Whilst the online penetration of the fashion market stands at 30% as of 2021³, ABOUT YOU believes that the online fashion market will continue to exhibit strong growth, driven primarily by the continued rise of smartphone and social media usage. Digital native Gen Y&Z, who tend to be more inspired by influencers than by traditional advertising and who often make impulse purchases, will contribute to a lasting shift from offline to online. Given ABOUT YOU's innovative offering and digital proposition aimed in particular at Gen Y&Z, the Company is ideally positioned to benefit from the accelerating online shift in the European fashion market.

To meet the constantly changing demand for fashion products, ABOUT YOU's Commerce business operates through a hybrid business model consisting of 1P and 3P. 1P inventory is owned by ABOUT YOU while 3P inventory is owned by partners. Both 1P and 3P inventory are seamlessly integrated into the ABOUT YOU shopping proposition. This allows for an attractive value proposition for both customers and brands. To ensure fast delivery times and negotiate favourable prices with suppliers, ABOUT YOU holds the most in-demand items from 3rd party brands in its own inventory. As a significant part of 1P, ABOUT YOU has launched exclusive COOPs in close cooperation with influencers, celebrities, and brands, as well as established the two private labels "ABOUT YOU" and "EDITED". Through the 3P model, the Company allows third-party fashion brands to market their products through its online shop in two different operating models, namely Drop-shipping, where the fulfillment is done by the partner, as well as "Fulfillment by ABOUT YOU", where the fulfillment is done by ABOUT YOU. With 3P, ABOUT YOU can offer its customers a large selection of relevant fashion items with full pricing control, while its partners benefit from the ability to engage with a young, digital native, and social media-driven audience.

To derive the full value from its expertise with respect to e-commerce technology and marketing, ABOUT YOU established its TME segment in 2018. The segment encompasses B2B e-commerce software solutions (Tech), different advertising formats for brands (Media) as

well as 360° services along the e-commerce value chain for third-party brands, including e-commerce operations and marketing growth services (Enabling). To further expand its B2B business and to support other companies in scaling their D2C business, ABOUT YOU launched its new B2B brand SCAYLE ("SCAYLE – Your Commerce Engine"), the Commerce Engine that consists of the three components: Commerce Technology, Online Marketing, and Commerce Operations. SCAYLE Commerce Technology offers the e-commerce software powering ABOUT YOU's SaaS product. Providing the technological backbone for building an international D2C business, brands and retailers get access to the full range of ABOUT YOU's Commerce infrastructure in one flexible solution as an enterprise cloud licence product. SCAYLE Online Marketing comprises the know-how of data-driven marketing and the knowledge to efficiently run international online marketing campaigns. Lastly, SCAYLE Commerce Operations offers a pan-European logistics network with global shipping options, a white-label customer service in more than 20 languages, and it is able to handle the management of external marketplaces.

As of 28 February 2022, ABOUT YOU had 1,172 permanent full-time employees.

2.1.2 GROUP STRUCTURE

Governance and Control

The management of the ABOUT YOU Group is carried out by ABOUT YOU Holding SE as the parent company, which bundles all management functions. Group revenue is generated mainly by ABOUT YOU SE & Co. KG and Adference GmbH, which are fully controlled by ABOUT YOU Holding SE, either directly or indirectly.

Management of ABOUT YOU Holding SE is composed of three members: Tarek Müller (Co-CEO, co-founder), Hannes Wiese (Co-CEO, co-founder) and Sebastian Betz (Co-CEO, co-founder); they have joint responsibility for the strategy and operational management of the Group.

The Supervisory Board consists of six members who appoint and advise the Executive Board and supervise its management. It is directly involved in all decisions of fundamental importance to the Group. In particular, the supervisory board reviews the annual financial statements and management report and provides a report to the annual shareholders' meeting about the audit of the financial statements.

Group Segments

In accordance with the internal steering of the Group, the segment reporting is based on the Group's business segments.

Footnotes:

- 1 The contents of this chapter or section are voluntary and therefore unaudited.
- 2 Euromonitor (2022) – International Retailing, retail value RSP, current prices, fixed 2021 exchange rate
- 3 Market study conducted by Ipsos on behalf of ABOUT YOU

The ABOUT YOU DACH segment remains the segment with the highest revenues in the current financial year. The DACH segment includes the ABOUT YOU online shops in Germany, Austria, and Switzerland. In addition to the DACH segment, there is the ABOUT YOU RoE segment. This segment includes the ABOUT YOU online shops in the remaining European countries. The fastest-growing segment, TME, essentially includes three service businesses: the SaaS solution SCAYLE Commerce Technology (Tech), Brand and Advertising Solutions (Media) and 360° services along the company's e-commerce value chain, as well as other revenue-generating services and business areas (Enabling).

2.1.3 VISION, MISSION, AND CORPORATE STRATEGY

Vision and Mission¹

ABOUT YOU's values are to be fast, stay hungry, and execute with passion. Through hard work based on these values, the Company further strives for its vision to outgrow the market and become the global #1 fashion platform.

The three pillars which form the foundation of ABOUT YOU's success and the Company's mission are depicted in the illustration "Vision and Mission":

ABOUT YOU[®] Vision: become the global #1 fashion platform



Corporate Strategy

ABOUT YOU pursues a clear strategy to implement its vision based on five cornerstones.

Capture the E-commerce Fashion Market by Accelerating the Offline to Online Shift

Within the European fashion market, online penetration has risen in recent years from 19% in 2019 to 30% in 2021², suggesting significant potential for further growth. Online shopping is especially prevalent among younger customers, who currently represent 41% of European spending.

ABOUT YOU's offering is fully mobile and geared towards the younger generation of consumers. Due to an increase in online shopping and media consumption by Gen Y&Z and the professionalisation of the influencer ecosystem, discovery shopping is on the rise given the increasing importance of social media over traditional window shopping.³ With ABOUT YOU's inspirational and influencer-led discovery proposition and a leading online offering, the Company is well positioned to capture a significant share of the European fashion market and become the number one fashion platform globally.

Footnote:

- 1 Per FY 2021/2022, brands with revenue >0 EUR based on data from Germany, excl. second love items – The data is voluntary and therefore unaudited.

Expansion into Additional Markets

With ABOUT YOU's platform built for scale and geographic expansion, the Company continuously assesses opportunities to expand into new geographic markets. For the implementation of these expansion plans, ABOUT YOU draws on its agile and efficient go-to-market playbook, which enables quick and low-cost new market rollouts. ABOUT YOU's adaptable and data-driven soft launch phase allows for collecting and analysing cohort data, LTV, and CAC, exploring future potential, and building up a local influencer network before making a ramp-up decision. To capture a market, ABOUT YOU launches large-scale social media and marketing campaigns, so-called Big Bang campaigns, to generate initial brand awareness. In the next stage, ABOUT YOU drives conversion in a heavy customer acquisition phase to scale the market. In the mid-term, the market is expected to hit break-even and remain profitable. This approach has proven to be extremely successful and is a significant lever to become a key player in additional markets.

Expand the Offering of Private Labels and Exclusive Products and Add New Product Categories

To distinguish itself from competitors, ABOUT YOU has complemented its range of third-party fashion items with its private labels as well as exclusive cooperations, which enable the Company to create fashion propositions

tailored to the core customer groups. In addition, the strong social media footprint and expertise with influencers facilitates the identification of trends. Offering such products ultimately results in increased customer loyalty and attracts new customers.

Due to the trust and credibility achieved through this fashion offering, ABOUT YOU has positioned itself well to expand its current assortment and add entirely new product categories. The Company has expanded its product range upwards to the more premium fashion segment and it has introduced third-party beauty products and home decoration and textiles to its online offering. These expansions are valuable as they appeal to a broader range of customers.

Scaling and Expanding the TME Business

ABOUT YOU monetises its proprietary tech infrastructure, markets its website inventory, and productises its value chain through its TME segment. The aim is to reinforce and expand the B2B business line in the e-commerce infrastructure market and build a solid and loyal corporate customer base.

To further grow TME, ABOUT YOU will continue to strengthen its sales team, leverage its access to decision makers at more than 3,500 brands¹, increase revenues per client, develop new products, and expand its existing product range. Additionally, the Company aims

to up- and cross-sell its solutions to new and existing clients whilst creating synergy effects through a greater interaction within its Tech, Media, and Enabling sub-segment.

ABOUT YOU's newly introduced B2B brand SCAYLE, which renders services to external clients independent of ABOUT YOU's Commerce ecosystem, is expected to be a significant contributor to this end according to the Management Board's assessment.

Footnote:

¹ The contents of this chapter or section are voluntary and therefore unaudited.

Continue to Improve Adjusted EBITDA Margin to Achieve Profitability¹

ABOUT YOU's target is to achieve profitability based on the adjusted EBITDA margin at Group level by FY 2023/2024. The Company plans to reach this target by improving its gross margin whilst reducing its fixed costs as well as its costs for marketing (in each case as a percentage of revenues).

For gross margin improvements, ABOUT YOU plans to grow its share of private labels, which typically sell at higher margins than third-party brands and also to benefit from TME scaling effects by increasing revenue from a growing number of B2B customers adding incremental high-margin revenue streams. Marketing costs are expected to be reduced as a result of a continued shift to recurring customers and technology optimisation. With ABOUT YOU's RoE segment moving towards maturity, CAC and customer retention costs will decline. Without the investments into SEU and the Nordics in FY 2021/2022, ABOUT YOU would have already reached a positive adjusted EBITDA. This consequently means that the break-even goal for FY 2023/2024 is largely a function of reducing the investments into new regions as planned.

2.1.4 MANAGEMENT SYSTEM

ABOUT YOU's key performance indicators are revenue and adjusted EBITDA.

Adjusted EBITDA is not a financial indicator recognised by IFRS. ABOUT YOU believes that adjusting EBITDA makes it possible to compare performance on a consistent basis excluding extraordinary items. Adjusted EBITDA is defined as EBITDA excluding expenses for equity-settled share-based compensation, restructuring costs, and non-operating one-off items. The adjusted EBITDA margin is calculated as the ratio of adjusted EBITDA to revenue.

2.1.5 RESEARCH AND DEVELOPMENT

It is characteristic for ABOUT YOU as an e-commerce and technology company to invest in its own technological infrastructure. In 2021/2022 the capitalised own development costs amounted to EUR 23.8 million (2020/2021: EUR 15.4 million). The amortization of capitalized development costs amounted to EUR 9.9 million in 2021/2022 (2020/2021: EUR 6.5 million). The rise in development costs reflects the increasing further development of the company's own technological infrastructure to be able to meet the increased demands on operating processes and systems as a result of the strong growth and extension of provided B2B-services. In 2021/2022, there were only immaterial research costs.

Graphic:

- 1 Weighted average of Home & Gardening, Beauty & Personal Care, Consumer Health, Pet Care, Toys & Games, Consumer Appliances, Consumer Electronics, Personal Accessories & Eyewear calculated on data from Euromonitor International (2022) – Retailing, Note: Data including Sales Tax
- 2 Apparel and footwear
- 3 Euromonitor International (2022) – Retailing, retail value RSP, current prices, fixed 2021 exchange rate

Footnotes:

- 1 OECD Economic Outlook (2021) – Volume 2021, Issue 2, December
- 2 IMF World Economic Outlook (2022) – Update, January
- 3 Euromonitor (2022) – Apparel and Footwear 2022 Edition
- 4 Euromonitor (2022) – Europe Apparel and Footwear
- 5 Euromonitor (2022) – Europe Retailing, retail value RSP, current prices, fixed 2021 exchange rate

2.2 REPORT ON ECONOMIC POSITION

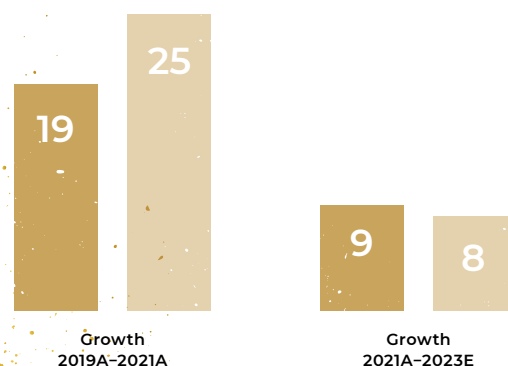
2.2.1 MACROECONOMIC AND SECTOR-SPECIFIC ENVIRONMENT

Throughout financial year 2021/2022, there has been a general recovery of the global economic condition, with GDP growth reaching 5.6% by the end of 2021, and with countries coping better than expected and maintaining supportive monetary and fiscal policies.¹

The initial positive economic momentum created by the easing of the Covid-19 restrictions has smoothed out during 2021/2022, meanwhile countries have continued to experience supply bottlenecks, rising input costs, and the continued effects of the pandemic.¹ These factors have resulted in longer-lasting inflation pressures remaining a risk and a source of uncertainty to date. This situation

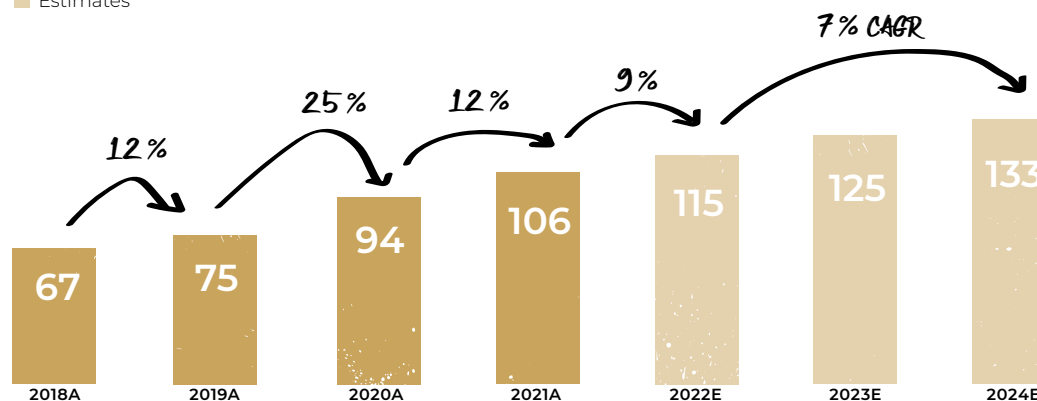
Online Growth vs. Other Consumer Verticals¹ (%)

- Fashion online
- Weighted average of other consumer online verticals



European Online Fashion Market Forecast^{2,3} (EUR billion)

- Actuals
- Estimates



has had a visible impact on food and energy costs, as well as on durable goods whose prices have risen due to bottlenecks in the sectors' supply chain.¹

While Covid-19 deaths had decreased as of early October, there was a turnaround in late November with the outbreak of the Omicron variant.² An effective global health strategy remains a key focus to maintain the situation under control.

Globally, there have been strong signs of recovery for the fashion industry which had been dramatically hit by the Covid-19 restrictions, seeing a fall in value of -19% in 2020, with faster than expected growth of 12% in 2021.³ In Europe, fashion experienced a similar development, expanding by 10% in 2021 to a market size value of around EUR 357 billion.⁴

As Covid-19-related restrictions were loosened in 2021, e-commerce growth has globally slowed down compared to prior year, with a portion of customers returning to shopping in physical stores. Nevertheless, online sales have continued to take over market share from department stores and physical retailers, a trend that can be observed globally. By the end of 2021, e-commerce fashion sales accounted for about 30% of total fashion sales in value terms worldwide, from less than 20% in 2019.³ In Europe, e-commerce sales grew by 12% in 2021, now amounting to around EUR 106 billion, compared to around EUR 94 billion in 2020.⁵

The largest market in Europe and ABOUT YOU's largest market, Germany, saw similar trends both for the general fashion sector and the e-commerce segment. In 2021, the fashion

Footnotes:

- ¹ Euromonitor (2022) – Germany Apparel and Footwear
- ² Euromonitor (2022) – Germany Retailing, retail value RSP, current prices, fixed 2021 exchange rate
- ³ Euromonitor (2021) – Megatrends: Shopping Reinvented and Generation Z, October

sector had a strong growth of 8% amounting to retail sales of around EUR 59 billion, trending back to pre-Covid-19 levels of EUR 68 billion.¹ Following the strong growth of the German e-commerce segment of 13% in 2020, the market size continues expanding with slower momentum but starting from a higher level, growing at 4% to EUR 21 billion in 2021.²

The growth of the e-commerce fashion sector both in Europe and globally has been largely driven by the Millennials and Gen Z population, making up over 50% of the global population in 2021.³ The new generation of customers is pushing the growth of the e-commerce sector and has a very different view on how it wants to interact with fashion compared to previous generations. As explained in the Euromonitor study of Millennials and Gen Z, customer engagement does not finish with one point of contact, but customers expect brands to provide value before, during, and after the purchase. In financial year 2021/2022, technology became a critical investment for brands and online retailers to remain significant. Similarly, it is even more important to create a distinction between buying (considered as convenience-orientated and often tech-enabled) and shopping (focusing on social and experiential interactions).³

2.2.2 BUSINESS DEVELOPMENT

ABOUT YOU successfully closed its first financial year 2021/2022 as a listed company, continued a strong growth path, and improved its customer metrics. The Group reported an increase in revenue of 48.5% YoY to EUR 1,731.6 million (2020/2021: EUR 1,166.5 million). Adjusted EBITDA came in at EUR -66.9 million for the period from 1 March 2021 to 28 February 2022 (2020/2021: EUR -35.5 million), equivalent to an adjusted EBITDA margin of -3.9% (2020/2021: -3.0%).

The results achieved in the financial year 2021/2022 are in line with the guidance provided in the previous financial year. Group reported revenue is on the upper end of the guided range of 40-50% growth YoY. The positive revenue development is supported by DACH beating the expected growth of >20%, reaching 27.3% in 2021/2022, and the further expansion in the RoE segment, growing at 65.6% in 2021/2022, slightly below the initial >70% guidance. The TME segment has significantly exceeded expectation of ~50% growth, reaching 100.4% YoY growth.

Regarding Group adjusted EBITDA for the 2021/2022 reporting year, it was expected that the Group will report adjusted (negative) EBITDA in absolute terms on a similar scale to that realized in 2019/2020 (EUR -69.9 million). As stated in the financial year 2020/2021 forecast, margin potential from the DACH and TME segments in the financial year 2021/2022 has been reinvested in growth projects – particularly in the RoE segment –, so that the expected positive developments in adjusted EBITDA in the DACH and TME segments could only partially compensate for the absolute investments in the RoE segment. With the actual adjusted EBITDA for 2021/2022 at EUR -66.9 million, it can be concluded that the resulting adjusted EBITDA losses were slightly smaller than expected. This is largely due to operating leverage and efficiency gains.

In June 2021, ABOUT YOU celebrated its successful listing on the Frankfurt Stock Exchange. Through the private placement, the Group raised proceeds of EUR 637.3 million. In line with previous communication, most of the proceeds are being invested to scale Commerce operations internationally, accelerate the roll-out of the SaaS business in its TME segment, and develop tech infrastructure and distribution centres.

Footnote:

¹ The content of this sentence is voluntary and therefore unaudited.

The Commerce business has continued to be the largest part of the Group, including the operations in DACH and RoE. Over the past twelve months, the Company increased its number of active customers to 11.4 million (2020/2021: 8.4 million) with an average order frequency of 2.9 (2020/2021: 2.7) and an average order value of EUR 57.8 (2020/2021: EUR 57.1).¹ ABOUT YOU's strategic investments drove the positive development of customer metrics in financial year 2021/2022, led by successfully executed international expansions and viral campaign schemes. Results have been further enhanced by the continuous ameliorations of the customers' inspirational discovery-led shopping journey, including improved personalised sorting, as well as new drops and live shopping features.

In financial year 2021/2022, the strong growth of the promising TME business continued. Driven by investments in the SaaS solution, the segment also benefited from the supportive environment of eased Covid-19 restrictions, resulting in strong growth in Media and Enabling revenues. In preparation of a large-scale B2B branding and sales campaign in 2022, ABOUT YOU introduced the unified SCAYLE brand early November 2021. Supported by a growing sales team, the independent organisational unit gained prominence through strategic partnerships, providing significant further growth potential. In Q3 2021/2022, the Group released the upgraded SCAYLE 2.0 engine, bringing, amongst others, features for improved internationalisation processes and an add-on store for external integrations.

ABOUT YOU looks back at 2021/2022 by celebrating the initiatives which created the ideal set-up to benefit from future growth. The accelerated international expansion to both Southern Europe and the Nordics continued to show strong momentum following the campaigning period. The results were further proof of the ABOUT YOU expansion model, characterised by its agile and efficient go-to-market playbook. The planned footprint expansion went hand in hand with the structured growth of the Group's warehouse facilities, starting with the inauguration of the Slovakian distribution centre hub, already almost doubling cumulative capacity vs. 2020. Two more distribution centre openings are planned for 2022 and 2023, located in Poland and France, effectively responding to the growing demand in those regions.

As previously announced at listing, the Group inaugurated the first phase of its global internationalisation project in the second half of FY 2021/2022 by setting-up the ABOUT YOU Global Shipping Platform. The platform structure to-date is aimed at generating cohort data (e.g., CAC and LTV) for the discovery of market potential and eventually making informed investment decisions. As of the end of FY 2021/2022, the project status remained early stage while the data generation processes are returning constructive and positive results. To date, no specific actions have been taken towards local investments outside of Europe.

In the last year, there have been repercussions of Covid-19 reaching the fashion sector through severe global supply chain disruptions. At ABOUT YOU, this challenge was a confirmation of the robustness of the business model under a stress scenario. Already in Q2 2021/2022, the Group was prepared to meet the A/W21 peak demand with a vast total item count of 511 thousand and a delivery ratio in line with previous year levels of 84%. Further, supply challenges have been addressed by actively managing demand enabled by the discovery model, the 1P/3P hybrid model, as well as precautionary measures for 2022, like preponing inventory deliveries for the spring/summer 2022 season.

With regards to the "Planet, People, and Progress" pillars, ABOUT YOU acknowledged its responsibility and took essential measures to progress on the Company's ambitious ESG goals. Financial year 2021/2022 marked the first year of carbon-neutral e-commerce operations for the Company.¹ Throughout this year, ABOUT YOU increased the revenue share of more sustainable assortments in the online shop to over 20% and committedly worked on circularity initiatives to extend the life cycle of fashion products.¹

Footnote:

¹ The content of this sentence is voluntary and therefore unaudited.

2.3 GROUP RESULTS OF OPERATION

The Group's most important key performance indicators are revenue and adjusted EBITDA. Adjusted EBITDA is not a financial indicator recognised by IFRS. ABOUT YOU believes that adjusting EBITDA enables to compare performance on a consistent basis excluding extraordinary items. Adjusted EBITDA is defined as EBITDA, not including expenses for equity-settled share-based compensation, restructuring costs, and non-operating one-off items. The adjusted EBITDA margin is calculated as the ratio of adjusted EBITDA to revenue.

To render individual cost items more manageable and to increase comparability with competitors, the Company uses additional performance indicators, referred to as alternative performance measures (APM). ABOUT YOU works with the four cost APM: cost of sales (in conjunction with gross profit), fulfillment costs, marketing costs, and administrative expenses as well as their respective ratios to sales revenue.

These APM break down the Company's costs from the point of view of whether and where these costs incur to generate revenue. This approach enables costs with high variable components to be better distinguished from costs with high fixed cost components. The Company's results of operations can hence be managed with greater accuracy during the strong growth phase.

The ABOUT YOU Group has reported revenue growth of 48.5% in comparison to last year's financial year. Active customers increased by 34.8% to 11.4 million within the last twelve months. Within the same period, Average Order Frequency (AOF) reached 2.9 (up 5.2% YoY) and Average Order Value (AOV) rose to EUR 57.8 (up 1.2% YoY).¹ Due to heavy investments in market launches for ABOUT YOU's international expansion plans, the adjusted EBITDA margin decreased from -3.0% in 2020/2021 to -3.9% in 2021/2022.

2.3.1 REVENUE DEVELOPMENT

In 2021/2022, revenue amounted to EUR 1,731.6 million (2020/2021: EUR 1,166.5 million), equating to a 48.5% increase over the previous year.

The positive revenue development is to be seen in light of a strongly growing market for the ABOUT YOU Commerce business. Especially in the first half 2021/2022, eased restrictions let consumers return to pre-Covid-19 lifestyles across Europe, creating positive demand trends for going-out fashion categories. The second half of 2021/2022 was characterised by

Income Statement based on APM

in EUR million	2021/2022	as % of revenue	2020/2021	as % of revenue
Revenue	1,731.6	100%	1,166.5	100%
Growth rate	48.5%	-	56.9%	-
Costs of sales	1,028.0	59.4%	693.3	59.4%
Gross profit	703.7	40.6%	473.1	40.6%
Fulfillment costs	347.4	20.1%	233.7	20.0%
Marketing costs	328.5	19.0%	190.3	16.3%
Administrative expenses	94.7	5.5%	84.6	7.3%
Adjusted EBITDA	(66.9)	(3.9)%	(35.5)	(3.0)%

Footnote:

- 1 The content of this sentence is voluntary and therefore unaudited.

increased demand volatility across ABOUT YOU's markets. This was the result of tightened restrictions especially in the DACH and CEE regions, as a response to a rising number of Covid-19 cases. In the last quarter of financial year 2021/2022, trading was further moderately impacted by supply chain constraints as well as the escalation of the Russia/Ukraine conflict.

2021/2022 revenue development was strong in the relatively immature Southern European and Nordic regions. The large-scale market launch campaigns in Spain Italy, Greece, Portugal, and France reinforced the positive revenue trend. Although a slight Black Friday fatigue occurred with consumers, the campaign led to a significant sales ramp-up at the end of November 2021. The so-called WOOHOO campaign – a viral, social media-led campaign framework involving users in the campaign creation – launched in several countries including Austria, Germany, Croatia, Slovakia, Slovenia, and Switzerland. These campaigns generated strong brand and awareness effects, but also contributed to sales growth by offering incentives to buy.

Overall, in combination with optimised marketing steering in the Commerce business, active customers increased in the last twelve months from 8.4 million as of 28 February 2021 to 11.4 million as of 28 February 2022. This corresponds to a YoY increase of 34.8%. It was primarily achieved through the acquisition of new customers in less matured markets of the RoE segment. Reduced customer churn also had a positive impact.

The average number of orders per active customer also went up by 5.2% to 2.9 (2020/2021: 2.7). The improvement in order frequency was achieved by an extended assortment, an enhanced customer experience, as well as a higher brand awareness, supported by age structure effects of the customer cohorts according to which the order frequency and the order volume of the cohorts increases with the years. As a result, total last twelve months orders also grew by 41.9% YoY in the current financial year to 32.9 million orders (2020/2021: 23.2 million). The average order value was positively impacted by the persistent but ever-declining effects of the Covid-19 pandemic and a lower rate of returns. The average order value increased by 1.2% from EUR 57.1 to EUR 57.8 compared to last year. The average GMV per customer rose from EUR 156.8 to EUR 167.1 within the last twelve months.¹

In addition to the positive dynamics in the Commerce business, a further increase in B2B revenue is evidenced by the strong revenue performance in the TME segment with revenue up 100.4% YoY. This growth is primarily attributable to an enlarged B2B product range, structurally increased revenue by existing customers, and the acquisition of new B2B customers. The strategic brand positioning of the B2B business is to sharpen through the rebranding to SCAYLE carried out in the third quarter of 2021/2022.

2.3.2 ALTERNATIVE PERFORMANCE MEASURES (APM)

Definition and Development of Gross Profit

Gross profit is defined as the difference between revenue and cost of sales. The cost of sales mainly includes the cost of goods sold, expenses for inbound logistics, write-downs on inventories and other costs in connection with sales. The cost of goods sold is equal to the expenses for goods sold less discounts, rebates and bonuses granted by suppliers. Expenses for inbound logistics include all expenses incurred before the inventories are stored in the fulfillment centres and consist mainly of customs and incoming goods transport expenses (including the associated personnel expenses). Write-downs of inventories reflect write-downs of inventories to the net realizable value to account for risks from reduced demand or quality of the goods. Other cost of sales mainly includes IT costs for B2B services as well as the associated personnel expenses. Other cost of sales also cover personnel, IT and infrastructure expenses in connection with the procurement of inventories. The cost of services performed are reduced by the estimated cost of goods sold expected to be returned by customers. The gross profit margin is calculated as the ratio of gross profit to revenue. The cost of sales ratio is calculated as the ratio of cost of sales to revenue.

In 2021/2022, cost of sales rose to EUR 1,028.0 million (2020/2021: EUR 693.3 million) and gross profit came in at EUR 703.7 million (2020/2021: EUR 473.1 million). As a result, the gross profit margin remains stable at 40.6% (2020/2021: 40.6%). On the one hand the gross profit margin was negatively impacted by the large-scale market entry campaigns in Southern Europe, which were supported by marketing campaigns combined with price reductions to attract new customers, in comparison to the same period last year. Viral campaign schemes in the DACH core markets, which were carried out in the second half of 2021/2022, further adversely affected gross margin levels on a one-time basis. On the other hand the gross profit margin profits from the increased share of high-margin B2B sales in the TME segment and the Own Labels in the Commerce business. In addition, economies of scale resulted from condition agreements with suppliers and operational optimizations.

Definition and Development of Fulfillment Costs

Fulfillment costs mainly consist of expenses for outbound and return logistics, expenses for payment transactions and service costs. Outbound logistics include expenses for warehousing, packaging, pick and pack and delivery costs as well as the personnel and IT infrastructure expenses associated with these processes. Expenses for return logistics mainly comprise expenses for inbound logistics for returns and costs for the return centres. Expenses for payment transactions include all

expenses in connection with the payment process, including expenses for external payment providers, banking fees for transactions and the associated personnel and IT infrastructure costs. Service costs concern the expenses for call centres and service-related IT and personnel costs (B2C and B2B). Fulfillment costs thus cover the distribution expenses with the exception of marketing costs. The fulfillment costs ratio is calculated as the ratio of fulfillment costs to revenue.

Fulfillment costs of EUR 347.4 million incurred in 2021/2022 (2020/2021: EUR 233.7 million). In 2021/2022, the cost-to-revenue ratio of fulfillment costs increased slightly to 20.1% (2020/2021: 20.0%) compared to the same period last year. However, it continues to benefit from an improved return rate, partly due to effects of the Covid-19 pandemic, as well as strong growth in RoE countries with structurally lower return rates. The Covid-19-pandemic so far has been characterised by customers returning ordered goods less frequently. Another positive effect was the slight increase in the share of B2B sales with low logistics costs. Improved cost efficiency was further achieved due to increased utilisation of distribution and return centres. These positive effects were however offset by ramp-up costs for the new distribution centre in Slovakia in the second half of 2021/2022, and the increased network complexity arising from that.

Definition and Development of Marketing Costs

Marketing costs largely consist of external expenses for online and offline advertising, cooperation and production costs as well as the personnel and IT infrastructure expenses associated with these processes. The online advertising expenses mainly relate to social media channels, CRM, search engine advertising and affiliate marketing. Offline advertising primarily includes cost from TV, radio and billboard campaigns as well as offline shows and events. Cooperation costs concern various costs that arise from partnerships with third parties such as influencers or brands. Production costs include expenses for editorial content, video productions, product and model photography. The marketing costs ratio is calculated as the ratio of marketing costs to revenue.

Marketing costs increased in the financial year by EUR 138.2 million to EUR 328.5 million, (2020/2021: EUR 190.3 million). This equates to a cost-to-revenue ratio of 19.0% (2020/2021: 16.3%) for the past financial year. The higher marketing-to-revenue ratio is mainly due to the large-scale market launch campaigns in Southern Europe in the 2021/2022 financial year. While these campaigns can be considered very successful based on the number of new customers acquired and the awareness metrics generated, they adversely affected the 2021/2022 marketing costs on an isolated basis. This development was also driven by growth campaigns in existing markets such

as the Czech Republic in the first half of 2021/2022. Moreover, adjusted marketing steering in the ABOUT YOU DACH segment on the back of improved customer lifetime values contributed to the development of marketing costs in the third quarter. As a result of higher margin prospects due to the improved customer lifetime values, increased marketing investments focused on continued growth were made possible.

Definition and Development of Administrative Expenses

Administrative expenses mainly consist of personnel expenses, office infrastructure and legal and advisory fees. Administrative expenses arise from departments working across the entire Company such as HR and Recruiting, Finance, Business Intelligence and Legal as well as departments with in-house functions (such as facility, IT security, infrastructure or office management). This also includes cost centres with strategic, planning, management or control functions as well as other operating expenses and other operating income that are not related to the aforementioned cost items. The administrative expenses ratio is calculated as the ratio of administrative expenses to revenue.

Administrative expenses slightly rose to EUR 94.7 million in total, up from EUR 84.6 million in the previous year. The cost-to-revenue ratio decreased from 7.3% in the previous year to 5.5% in the financial year of the listing. This was achieved through economies of scale and ongoing cost discipline throughout the Group.

Development and Reconciliation of Adjusted EBITDA

In the current financial year, adjusted EBITDA amounted to EUR -66.9 million (2020/2021: EUR -35.5 million), corresponding to an adjusted EBITDA margin of -3.9% (2020/2021: -3.0%).

Adjusted EBITDA development in 2021/2022 is characterised on the one hand by strong revenue growth and the improved cost-to-revenue ratio of administrative costs. On the other hand, this development is contrasted by an increased marketing cost-to-revenue ratio. The increase in the marketing cost ratio can be considered as event-driven, as it primarily results from market launch and viral campaign schemes, with higher marketing efficiencies to be expected subsequently. Hence, the development of adjusted EBITDA must be seen in light of these one-off effects. The lasting improvement in administrative costs could not compensate for the higher marketing costs, which is why the adjusted EBITDA margin is slightly lower than in the previous year.

In 2021/2022, a total of EUR 28.1 million was adjusted (2020/2021: EUR 8.5 million). The adjustments include EUR 13.2 million resulting from non-operating one-off effects, including from the listing, and EUR 14.8 million from expenses for equity-settled share-based payments. These costs are not included in the calculation of adjusted EBITDA.

Adjustments

in EUR million	2021/2022	2020/2021
Adjusted EBITDA	(66.9)	(35.5)
Equity-settled share-based compensation	14.8	8.4
One-time effects	13.2	0.2
EBITDA	(95.0)	(44.0)

Nature of Expenses: Reconciliation of the Consolidated Income Statement to APM

in EUR million	2021/2022					
	NoE/ APM	Cost of Sales	Fulfillment costs	Marketing costs	Admin. Expenses	Adjusted EBITDA
Revenue	1,731.6	1,028.0	347.4	328.5	94.7	(66.9)
Cost of materials	1,023.3	1,023.3	0.0	0.0	0.0	–
Personnel expenses	71.2	7.7	8.0	26.8	28.7	–
Other operating expenses	730.9	3.4	344.5	312.4	70.6	–
Other operating income	(3.1)	0.0	(2.8)	0.0	(0.3)	–
Own work capitalised	(23.8)	(6.4)	(2.2)	(10.7)	(4.4)	–
Adjusted EBITDA	(66.9)	–	–	–	–	–
in EUR million	2020/2021					
	NoE/ APM	Cost of Sales	Fulfillment costs	Marketing costs	Admin. Expenses	Adjusted EBITDA
Revenue	1,166.5	693.3	233.7	190.3	84.6	(35.5)
Cost of materials	691.5	691.5	0.0	0.0	0.0	–
Personnel expenses	51.4	5.1	5.7	18.3	22.4	–
Other operating expenses	477.7	1.5	232.0	176.2	68.0	–
Other operating income	(3.2)	0.0	(1.1)	0.0	(2.2)	–
Own work capitalised	(15.4)	(4.7)	(3.0)	(4.1)	(3.6)	–
Adjusted EBITDA	(35.5)	–	–	–	–	–

2.3.3 SEGMENT RESULTS OF OPERATION

The following sections contain additional explanations of the segment reporting. These are disclosures from the internal reporting, in which both the inter-segment transactions

are included, and the realisation of revenues is carried out according to the internal management. Please refer to the segment reporting for further information (see **Section 3.7.6**).

ABOUT YOU DACH

DACH revenue grew by 27.3% to EUR 839.9 million in 2021/2022 (2020/2021: 660.0). The positive sales development in the DACH segment is partly due to the loosened Covid-19-related restrictions in H1 2021/2022. This led to a more occasions for fashion shopping. Growth was further stimulated by the adjusted marketing steering on the back of strong customer life-time value developments.

The segment achieved an adjusted EBITDA of EUR 55.5 million in 2021/2022 (2020/2021: EUR 36.8 million), equating to an adjusted EBITDA margin of 6.6% (2020/2021: 5.6%). The improved adjusted EBITDA margin is partly resulting from an improved fulfillment cost-to-revenue ratio in DACH, which is due to the optimized processes and enhanced efficiency in logistics capacities. Furthermore, an improvement of the cost-to-revenue ratio of the administrative expenses in DACH is attributable to both fixed cost depression and economies of scale. These effects lead to an improvement of the margin while showing continuous strong overall-development in DACH.

ABOUT YOU Rest of Europe or RoE

In the current financial year, revenue rose to EUR 767.7 million (2020/2021: EUR 463.5 million). Revenue grew by 65.6% in 2021/2022 compared with last year's financial year. Revenue growth in 2021/2022 was positively affected by the strong development of existing

RoE markets as well as the large-scale market entry campaigns in the new Southern Europe markets. As expected, the market entry campaigns had a negative impact on adjusted EBITDA. Hence, the margin slightly decreased in 2021/2022 compared to the same period last year: This resulted in an adjusted EBITDA of EUR -145.1 million for 2021/2022 (2020/2021: EUR -83.3 million), equivalent to an adjusted EBITDA margin of -18.9% (2020/2021: -18.0%).

Tech, Media, Enabling or TME

In the 2021/2022 financial year, 167.4 million of the revenue is attributable to the TME segment (2020/2021: EUR 83.5 million) which represents a growth of 100.4%. The positive development is mainly due to the enlargement of the B2B product range, higher revenue with existing customers, and the acquisition of new customers.

Adjusted EBITDA for 2021/2022 amounted to EUR 29.0 million (2020/2021: EUR 10.1 million), corresponding to an adjusted EBITDA margin in this segment of 17.3% (2020/2021: 12.0%). The strong margin increase is the result of the significant growth in high gross margin B2B revenues, which scale against a cost base with a high share in fixed costs. These scale effects were able to overcompensate extraordinary costs relating to the SCAYLE rebranding executed in 2021/2022.

2.3.4 CASH FLOWS

The liquidity position and financial performance of the Group are shown in the condensed statement of cash flows below:

Condensed Statement of Cash Flows From 1 March 2021 to 28 February 2022

in EUR million	28/2/2022	28/2/2021
Cash flow from operating activities	(110.1)	(6.4)
Cash flow from investing activities	(45.8)	(18.9)
Cash flow from financing activities	544.2	70.9
Cash and cash equivalents at beginning of period	107.9	62.4
Net change in cash and cash equivalents	388.3	45.6
Cash and cash equivalents at end of period	496.2	107.9

In 2021/2022, ABOUT YOU generated cash flow from operating activities of EUR -110.1 million (2020/2021: EUR -6.4 million). The development of these expenses is particularly due to the negative EBITDA in the amount of EUR -95.0 million (2020/2021: EUR -44.0 million), which includes costs related to the listing. Further, a disproportionate increase in inventories compared to the previous year can be observed. On the one hand, this effect

relates to relatively low inventory levels at the end of 2020/2021 as a result of the pandemic. And on the other hand brought forward deliveries of goods in early 2022 increased inventory levels at the end of 2021/2022, which was necessary as a precautionary measure against anticipated shortages due to global supply chain disruptions. These effects could not be fully compensated for by the other components of net working capital. Additionally, effects from the utilisation of reverse factoring transactions are included here, which are considered to be part of the regular business cycle of the Group and whose fundamental character remains operational.

Cash flow from investing activities is mainly driven by capex. During the Period, cash flow from investing activities amounted to EUR -45.8 million (2020/2021: EUR -18.9 million). The increase refers first and foremost to acquisitions of intangible assets and property, plant, and equipment in the amount of EUR 28.1 million (2020/2021: EUR 16.9 million). Payments for loans and corresponding interest amounted to EUR 13.9 million (2020/2021: EUR 0.1 million). The increase is primarily attributable to working capital loans for holdings in influencer brands and incubators. EUR 3.8 million were cashed out for the acquisition of company shares (2020/2021: EUR 1.9 million). The resulting free cash flow was EUR -155.9 million (2020/2021: EUR -25.4 million).

Cash flow from financing activities amounted to EUR 544.2 million (2020/2021: EUR 70.9 million) and included the capital contributions from the listing less related costs of EUR 637.3 million and the full repayment of shareholder loans in the amount of EUR 75.0 million. In accordance with IFRS 16, cash flow from financing activities included EUR 12.1 million for the repayment of leases excluding interest (2020/2021: EUR 3.9 million) and interest payments related to lease liabilities amounting to EUR 0.3 million (2020/2021: EUR 0.2 million).

ABOUT YOU held cash and cash equivalents of EUR 496.2 million as of 28 February 2022 (28 February 2021: EUR 107.9 million). ABOUT YOU was able to meet its payment obligations for the present financial year at all times.

2.3.5 FINANCIAL POSITION

The Company's financial position is presented in the condensed balance sheet below:

Condensed Balance Sheet as of 28 February 2022

Assets

in EUR million	28/2/2022	28/2/2021
Non-current assets	130.8	48.3
Current assets	1,053.5	408.9
Total assets	1,184.3	457.2

Equity and Liabilities

in EUR million	28/2/2022	28/2/2021
Equity	583.5	55.4
Non-current liabilities	53.0	87.6
Current liabilities	547.8	314.1
Total equity and liabilities	1,184.3	457.2

Non-current assets are mostly composed of intangible assets, right-of-use assets in accordance with IFRS 16, as well as property, plant, and equipment, and financial assets. The increase of EUR 82.5 million in non-current assets is mainly due to the capitalisation of right-of-use assets from the new Slovakian warehouse contract. While the site is operated by a third-party provider, capitalisation is still required under IFRS 16 as the site is exclusively used by and operated for ABOUT YOU.

Right-of-use assets increased by EUR 47.4 million, primarily due to this factor. Intangible assets are up EUR 14.7 million compared to the previous year, which is mainly a result of investments in self-developed software. In addition, an overall rise in other non-current financial assets can be identified, which is primarily attributable to working capital loans for holdings in influencer brands that led to an increase of EUR 14.4 million.

Current assets consisted of inventories of merchandise, trade receivables and other receivables, other assets, as well as cash and cash equivalents. The increase of EUR 644.6 million compared to 28 February 2021 resulted, on the one hand, from the rise in cash and cash equivalents by EUR 388.3 million, explained by the listing inflows, and on the other hand, from the increase in inventories by EUR 188.7 million. The inventory development results from two main drivers. On the one hand the inventory stock in 2020/2021 was on a relatively low level due to pandemic effects. On the other hand ABOUT YOU, brought forward deliveries of goods in early 2022 as a precautionary measure against anticipated shortages due to global supply chain disruptions. Trade receivables and other receivables have increased, particularly due to higher receivables from the B2B business. This is in line with the overall development of B2B revenue. The increase in other non-financial assets by EUR 48.4 million is mainly due to the increase in VAT receivables as of the reporting date, prepaid expenses for cloud services that have not yet been utilised and increased supplier royalties.

Equity increased as of 28 February 2022 by EUR 528.1 million compared with 28 February 2021. The increase is mainly attributable to the listing in Q2 2021/2022. An opposite effect resulted from the negative result for the period.

As of 28 February 2022, non-current liabilities are primarily composed of liabilities from leases amounting to EUR 47.9 million which increased by EUR 40.3 million compared to the previous year. As a result of the capitalisation of lease-like costs for the new warehouse in Slovakia, an opposite increase in liabilities from leases is to be recognised as a liability. In contrast, non-current liabilities to related parties decreased by EUR 76.7 million compared to 28 February 2021, mainly due to the full repayment of shareholder loans in Q2 2021/2022.

Current liabilities mostly consist of trade payables and other financial as well as non-financial liabilities. The increase of the current liabilities of EUR 233.6 million compared to 28 February 2021 is largely attributable to a raise in trade payables of EUR 138.0 million due to the business growth as well as the

integration of contractual partners for the optimisation of supply chain financing (EUR 87.1 million). Other non-financial liabilities mainly consist of VAT liabilities and have increased by EUR 33.6 million due to the increased business volume. The increase in other financial liabilities is due to the use of reverse factoring services in the amount of EUR 49.3 million.

Net working capital as of 28 February 2022, amounted to EUR 9.5 million (28 February 2021: EUR -13.2 million). Compared to the prior financial year, the change in net working capital amounts to EUR 22.7 million whereas net current assets excluding cash and cash equivalents amount to EUR 557.3 million (28 February 2021: EUR 301.0 million). This was driven by the larger increase in current assets, especially a disproportionately high increase of inventories, opposed to the rise of current liabilities in 2021/2022 to EUR 547.8 million (28 February 2021: EUR 314.1 million).

2.3.6 EMPLOYEES

As of 28 February 2022, expressed as full-time equivalents, ABOUT YOU Group employed 1,172 permanent employees. It corresponds to an increase of 317 permanent employees compared to 28 February 2021 (855 permanent full-time employees).

2.3.7 REPORT ON RELATIONSHIPS WITH RELATED PARTIES

The Management Board of ABOUT YOU Holding SE has submitted to the Supervisory Board the report for the financial year 2021/2022 required by Section 312 of the German Stock Corporation Act (AktG) and has issued the following final statement:

Pursuant to Section 312 (3) German Stock Corporation Act (AktG) we declare that, in the legal transactions and other measures in fiscal year 2021 outlined in the report on relationships with companies, based on the circumstances which we were aware of at the point in time when the legal transactions were entered into, or the measures were taken or refrained from, the company received adequate consideration in each legal transaction and did not suffer any disadvantage by taking or refraining from taking the measures.

Footnotes:

1 The content of the non-financial statement is not part of the audit.

2.4 NON-FINANCIAL REPORT¹

This report represents the summarised non-financial reporting for the ABOUT YOU Holding SE and all the Group's consolidated entities responding to Section 289b (1) and (3) in conjunction with Section 315b (1) and (3)HGB. All information and data are reported at Group level.

Section 2.1.2 provides information on the ABOUT YOU business model.

While ABOUT YOU's ESG Report 2021/2022 (publication on 31 May 2022) references selected GRI standards, it was decided to not reference a framework in the non-financial reporting 2021/2022. ABOUT YOU values the comprehensiveness of the GRI framework and utilises both materiality dimensions (significant economic, environmental, and social impacts; influence on the assessments and decisions of stakeholders) in the assessment. However, a third dimension (impact on the financial position) was included to be compliant with CSR-RUG as well. As a result, ABOUT YOU believes to have a precise and fair representation of non-financial material topics for the Company.

MATERIAL TOPICS

The materiality assessment on which this report is based was conducted between November 2020 and February 2021 and has been reiterated in February 2022. While ABOUT YOU reassesses all material topics annually, the entire materiality assessment including the involvement of all stakeholders is updated every two years.

To assess material topics, the Company has developed a three-step approach:

1. Gather a list of 70+ topics from ESG reporting frameworks, cross-industry and e-commerce fashion best practices, multi-stakeholder initiatives roundtables, and direct exchanges with external stakeholders and desk research.
2. Consolidate the list of topics in clusters to facilitate prioritisation and ensure exhaustiveness in the scope of ABOUT YOU's initiatives.

3. Prioritise according to impact on Planet and People, impact on stakeholders, and impact on the financial position by combining input from three-dimensional prioritisation via

- Co-CEOs
- ESG experts
- Customer surveys
- Corporate risk assessment
- ESG risk assessment.

In 2021/2022 nine out of 15 assessed clusters have been classified as material. The table below displays how they cover the aspects of CSR-RUG and where they are covered in this report.

Footnotes:

- 1 Excluding home, living, accessories, beauty

Aspects of Section 289c HGB and Material Topics

Aspect of Section 289c HGB	Material Topics	Covered in
Environmental matters	■ Climate change ■ Energy consumption	■ Planet: "Reducing ABOUT YOU's GHG emissions"
Human rights	■ Human rights along ABOUT YOU's value chain	■ People: "Ensuring compliance with ethical standards"
Employee matters	■ Diversity and inclusion ■ Employee happiness, health, and well-being	■ People: "Working at ABOUT YOU"
Social matters	■ ABOUT YOU assessed the clusters "Voluntary work" and "Community impact", but did not identify them as material	
Anti-corruption	■ Governance & Responsibility ■ Data Privacy & Security	■ Corporate Governance ■ Progress: "Data Privacy & Security"
ABOUT YOU specific	■ Circularity ■ More sustainable product offering	■ Planet: "Circularity" ■ Planet: "Transition towards more sustainable products"

Corporate Governance

ABOUT YOU believes that a value-oriented culture fosters a sense of community, provides orientation for new colleagues, guidance in moments of uncertainty, and sets the tone for interactions with each other, the environment, and society. The Company values and the norms of behaviour form the basis of three documents which are regularly shared within ABOUT YOU or with third parties: the Business Code of Conduct, the Business Code of Ethics, and the Culture Booklet.

Further details on Corporate Governance can be found in **section 1.4.2**.

ESG STRATEGY & GOVERNANCE

Strategy

ABOUT YOU harnesses its materiality assessment to continuously shape the overarching ESG strategy "Planet, People, and Progress". ESG aspects are integrated into the core of business processes, such as risk assessment and strategic business planning. ABOUT YOU's goal is to become one of the most sustainable options for its customers while providing a digitised, inspirational, and personalised shopping stroll. The Company feels reaffirmed in this position not only by customer feedback via purchasing decisions but

also from the ongoing interactions with peers, business partners, employees, and multi-stakeholders' initiatives. "Planet, People, and Progress" is the framework that resembles how ABOUT YOU understands and manages its corporate responsibility towards the top targets in each pillar:

Planet:

- Reach science-based targets and reduce scope 1 and 2 GHG emissions by 80% by 2025 from a 2019 base year
- Increase the share of more sustainable assortment in the core assortment¹ to 20% by 2023 and generate 25% of net revenue with this assortment

People:

- Continue to sharpen ethical standards and only work with business partners who are compliant
- Private labels value chain: Reach 100% transparency on tier 2 suppliers by 2023
- Employees: Define balanced representation as a 40/60/* corridor, with the aim for male and female representation in managerial positions to reach between 40% – 60%. The * included in the defined corridor refers to non-binary genders

Progress:

- Continue to steer all ESG initiatives with a dedicated governance structure and direct management involvement
- Keep up adherence to the applicable data security standards and educate the workforce on possible threats

Governance

Within ABOUT YOU, a decentralised governance structure has been set up to allocate sustainability experts to the teams having a stake in the material clusters regarding ESG topics. This organisation ensures direct interaction between the sustainability experts and the business unit leads. Once a month a meeting including the sustainability experts, business unit leads, and Co-CEO Hannes Wiese takes place to discuss progress. These meetings cover relevant internal and external KPIs, ongoing measures, new initiatives, and management decisions on ESG topics. While the sustainability experts and business unit leads steer the initiatives and measures, Corporate Sustainability & Strategy Teams steer the ESG governance by leading the monthly routine and monitoring the KPIs.

The following business units and teams are involved in the monthly ESG routine:

- Buying and procurement (3rd party brands)
- Private labels
- Logistics
- Circularity
- Human resources
- Corporate sustainability and strategy

Achievements within the last calendar year include adjustment of the internal governance structure, increased allocation of resources and sharpened KPI and targets. The corporate sustainability and strategy cover the analysis of emerging issues, guidance for business units, overarching structure as well as consistency in efforts and reporting. Business units are responsible for the execution of identified measures, creation and updates of policy documents, allocation of resources, and working towards defined targets.

ESG Risk Management

Besides the dedicated operative ESG governance, environmental, social, and governance issues are also part of the risk assessment. On the one hand, the first ESG risk assessment was conducted covering the entire value

chain from the design and raw material stage to end-of-use. The assessment ensures identification of all potential risks stemming from third parties which might impose risks on the value chain. Salient risks from the ESG risk assessment have been integrated into the corporate risk process and the materiality assessment.

The semi-annual corporate risk assessment identifies, assesses, and monitors business risks relating to ABOUT YOU and the development of the business. In the course of the semi-annual risk loops, risk leads identify and assess risks and opportunities and define measures to handle them. As part of the assessment, the risks with an environmental, social or governance impact are also analysed. Any risk that falls into one or more of these three categories is tagged accordingly and further analysed for its impact on the material topics. As a result, one net risk has been identified as a "highest risk" with a "very high" net impact on one of the material topics. This risk concerns data leakage.

Footnotes:

- 1 World Resources Institute and Apparel Impact Institute (2021) – Roadmap to Net Zero, November
- 2 McKinsey & Company (2020) – Fashion on Climate
- 3 Science Based Targets (n.d.)
- 4 Production and inbound transport

2.4.2 PLANET

Reducing GHG Emissions

The fashion industry's Greenhouse Gas (GHG) emissions are significant and make up 2–7%^{1,2} of global emissions depending on the research approach and pre-defined boundaries. To assess the impact of ABOUT YOU's business, GHG emissions related to the Company's e-commerce business model and products have been analysed since the base year of 2019.

To manage and reduce GHG emissions, a four-step approach was developed and expanded on:

1. Continuously measure impact and gradually improve analysis
2. Set targets, reduce impact, and coordinate improvements with partners
3. Compensate for all GHG emissions that cannot be reduced directly
4. Share progress and learnings

The 2021/2022 analysis shows that a major share of GHG emissions is related to the manufacturing of products from 3rd party brand partners of ABOUT YOU. A secondary share can be attributed to products, which the Private Label Teams sourced from tier 1

suppliers. A third share is related to the transport, warehousing, and packaging of the e-commerce operations with direct business partners. Because of the asset-light e-commerce retailer business model, the Company runs a limited number of own locations leading to low related GHG emissions.

Compared to 2020/2021, the reporting was expanded to the full scope of emissions in accordance with guidance from the Greenhouse Gas Protocol Corporate Value Chain (scope 3) Accounting and Reporting Standard to provide more transparency on total GHG emissions. Additional (market-based) primary data was included for accuracy, thus improving model accuracy. With regards to heating and transportation, this leads to a reduction in GHG emissions as the last calculation was more conservative.

In 2021/2022, ABOUT YOU has set science-based targets approved by the Science Based Targets initiative (SBTi)³. The targets have been incorporated into business processes, making it possible to provide a status update on progress towards these targets:

1. ABOUT YOU commits to reduce absolute scope 1 and 2 GHG emissions 80% by 2025 from a 2019 base year.

In 2021/2022, scope 1 and 2 GHG emissions have been reduced 44% from a 2019 base year. Target status: On track.

2. ABOUT YOU commits to increase annual sourcing of renewable electricity from 40% in 2019 to 100% by 2025.

In 2021/2022, 98% renewable electricity was sourced compared to 28% in the 2019 base year. Target status: On track.

3. ABOUT YOU commits to reduce scope 3 GHG emissions from private label products by 35% per unit of value added by 2025 from a 2019 base year.

In 2021/2022, scope 3 GHG emissions from private label products⁴ have been reduced by 27% per unit of value added from a 2019 base year. Target status: On track.

4. ABOUT YOU commits that 90% of suppliers by emissions (covering purchased goods and services, and transportation and distribution), will have science-based targets by 2025.

Footnotes:

- 1 E-commerce purchased goods and services include packaging, call centers, water consumption, data center usage, and marketing materials.
- 2 Our e-commerce downstream transportation & distribution includes outbound & returns transports, warehousing, consumables & packaging of warehouses.

Table:

- 1 E-commerce operations compensation since October 2020 and private label products compensation since July 2021 through offsetting in tangible, certified climate protection programmes.

In 2021/2022, the share of partners by emissions covering purchased goods and services, and transportation and distribution was increased to 48%, an increase by 30 percentage points from 18% in ABOUT YOU's base year. Target status: On track. Here some uncertainty persists since ABOUT YOU depends on partners being required to set science-based targets. Initiatives are being put in place to align on an industry-wide approach and increase engagement efforts, including assessing maturity levels towards setting science-based targets, one-to-one engagements and providing dedicated training.

Due to the strong business growth of ABOUT YOU, total GHG emissions have increased to 381,744 metric tonnes of carbon dioxide equivalent (t CO₂e) in 2021/2022, up by 45% from the last reporting period. Scope 1 & 2 emissions (direct emissions, own operations) have reduced to 207 t CO₂e from 371 t CO₂e in the previous year.

Scope 3 emissions (indirect emissions outside of the organisation) are split in three focus areas to emphasise different challenges addressed:

1. E-commerce^{1,2}

Scope 3 e-commerce emissions have increased to 45,440 t CO₂e from 40,077 t CO₂e in the previous year, an increase of 13%, which is significantly below business growth. GHG emission intensity has reduced to 1.19 t CO₂e per order compared to 1.63 t CO₂e in the previous

year, a decrease of 27%. This is primarily driven by operational improvements such as more efficient transportation, renewable electricity procurement in warehouses and reducing transport distances by setting up a new warehouse.

2. ABOUT YOU Private Label Products

GHG emissions have increased to 29,451 t CO₂e from 14,266 t CO₂e in the previous year, an increase of 106%. The calculation includes the use phase GHG emissions, which were not included in the previous year. Excluding the use phase, the increase is below business segment growth, resembling the progress made towards a transition to more sustainable materials.

3. 3rd Party Brand Products

GHG emissions have increased to 306,847 t CO₂e from 209,673 t CO₂e in the previous year, an increase of 46%. The calculation includes the use phase GHG emissions, which were not included in the previous year. Excluding use phase, the increase is 29%, which is below business growth. Reaching the highest sales levels to date for products meeting more sustainable criteria was possible through the engagement with brand partners on setting science-based targets through a coordinated outreach and direct one-to-one exchanges. The overall impact has been further reduced through the sale of second-hand products that eliminate the environmental impact of manufacturing and disposal.

Corporate Greenhouse Gas Emissions

Corporate Greenhouse Gas Emissions ABOUT YOU – by scope	2020 [t CO ₂ e]	2021 [t CO ₂ e]	2021 Act. growth YOY
Scope 1 - direct emissions (gas / heating, refrigerants)	61	51	(16.4)%
Scope 2 - indirect emissions (power, district heat)	10	57	(49.5)%
Scope 3 - indirect emissions outside of organisation	263,645	381,536	44.7%
Total (Scope 1, 2, 3)	264,016	381,744	44.6%
E-commerce operations and private label products compensation¹	10,892	58,184	
Net carbon emissions	253,124	323,560	27.8%

Footnotes:

- 1 Climate Partner (2021) – Climate ID Tracking 14439-2009-1001
- 2 McKinsey & Company (2020) - Consumer sentiment on sustainability in fashion, 17 July

In 2021/2022, the compensation of e-commerce GHG emissions that could not be reduced continued through offsetting in tangible, certified climate protection programmes¹. In financial year 2021/2022, CO₂ neutrality was achieved in e-commerce operations through compensation for corporate and customer activities. From the third quarter of the calendar year 2021 onwards, private label products have been included in the compensation scheme, making ABOUT YOU a CO₂ neutral e-commerce company with CO₂ neutral private label products through compensation.

Energy

Heating and electricity at ABOUT YOU locations are the main drivers of energy consumption. Non-renewable energy consumption has a significant impact on the Company's scope 1 and 2 GHG emissions. Even if the energy consumption is low due to the asset-light business model, energy consumption in general has been identified as material since it has a major impact on emissions outside the organisation. Decarbonising scope 1 and 2 GHG emissions of every value chain contributor helps decarbonise ABOUT YOU's products & services.

In 2021/2022, the total square meters of the Group's locations have grown, thus increasing the total electricity and heating energy consumption due to company growth. The Company operates one single company car.

Energy Consumption

	2020 (kWh)	2021 (kWh)
Electricity (total)	622,617	863,621
Electricity from renewable sources	267,407	847,977
Renewable share	43%	98%
Heating	839,904	1,302,457
Heating from renewable sources	0	183,491
Renewable share	0%	14%
Car fleet	28,398	20,020
Total	1,490,919	2,186,098
Total renewable	267,407	1,031,468
Total renewable share	18%	47%

In 2021/2022, ABOUT YOU increased its renewable electricity supply to 98% from 43% in 2020 making progress towards the 100% target in 2025. Concerning the heating supply, the Company increased primary data quality and can account for a higher share of renewable heating supply of 14% up from 0% last year. In total, it has been possible to increase the share of renewable energy supply to 47% from 18% in 2020.

Transition Towards More Sustainable Products

ABOUT YOU is aware that its customers are becoming increasingly ethically minded, demanding transparency and more sustainable products. More than three in five consumers state that they factor in the environmental

impacts of their actions when making buying decisions.² ABOUT YOU recognises its responsibility to reduce the environmental impact of the products it sells together with its brand partners.

The aim is to be as straightforward as possible on products by sharing the level of transparency with customers and increasing this level over time. Through this process, customers are enabled to make informed purchasing decisions as products are highlighted based on environmental and social criteria. This is only possible when the responsible teams can ascertain a lower environmental impact or lower social and labour risk compared to a conventional product.

The approach to reach this goal is:

1. Increase transparency on more sustainable products in the shop by labelling according to more sustainable product criteria.
2. Increase visibility of more sustainable products by providing filters & categories.
3. Continuously review the more sustainable product criteria.
4. Increase the share of more sustainable products and brands that positively amplify the Company portfolio. A transition towards more sustainable sales is in progress through the seamless integration of these products on the platform.

Footnotes:

- 1 Excluding home, living, accessories, beauty

In 2021/2022, the label for more sustainable assortment was changed from “sustainable” to “more sustainable”. This reflects the understanding of sustainability being a process rather than a state. It highlights that compared to similar conventional products, the labelled products are a more sustainable choice and not entirely sustainable.

The more sustainable assortment is continuously increasing. ABOUT YOU simultaneously offers more transparent product-based information to customers to engage customers in sustainability and enable more sustainable choices. These efforts are visible in the growing percentage of the more sustainable assortment.

Share of More Sustainable Products in Core Assortment¹ [%]

	2020	2021	Target
Assortment share	8%	13%	20% by 2023
Net revenue share	19%	22%	25% by 2023

The number of more sustainable products on the platform has increased significantly. ABOUT YOU has scaled the share of more sustainable assortment while growing the overall assortment compared to the previous year, showing that the Company is on track to reach its previously stated target of 20% by 2023. The respective net revenue share is higher than the assortment share. The metric was

added to show the positive sale results from more sustainable products and to encourage more brand partners to bring more sustainable products to the platform.

In 2021/2022, the criteria for more sustainable products were reviewed and updated:

- Linen is no longer a criterion, but organic linen was added.
- Criteria have been reclustered in the shop to offer a more comprehensive overview.
- A dedicated logic for labelling more sustainable shoes was developed to better accommodate their composition of upper, lining, insole, and outer sole.
- Relevant criteria for the assortment have been added, including eco-friendly materials and manufacturing technologies, more environmentally friendly manufacturing processes and certificates.

Please refer to the ESG Report 2021/2022 (publication date 31 May 2022) for an in-depth view of the criteria catalogue.

Private labels accounted for ~7% of net sales in 2021/2022. The private label portfolio consists of the labels EDITED and ABOUT YOU as well as several exclusive capsule collections, including the collection with the fashion icon Kendall Jenner. Within the private labels

business unit, ABOUT YOU is responsible for the design, development, and sale of fashion products in various categories, the main ones being textiles, shoes and accessories.

As a multi-brand Group sourcing from factories and bringing products to the market, ABOUT YOU is aware of the significant opportunity to lower the environmental impact of operations and of the influence it can have on transforming the material composition of products towards more sustainable materials. Out of the overall 3rd party brand product criteria, the Company selects a subset of material-based product criteria that have less impact on the environment in terms of GHG emissions, water consumption, chemicals and water pollution compared to conventional products. These criteria serve as the basis for monitoring the share of more sustainable private label products. The table below displays the current progress per defined private label material target. Compared to the previous year, notable improvements have been across all material shares, indicating that the Company is on track to reach its 2025 targets.

Footnotes:

1 Share of Ordered Private Label Products containing more sustainable materials

Share of Ordered Private Label Products containing more sustainable materials (in % of total products)

	2020	2021	Target 2025
Organic or recycled cotton	29%	54%	100%
Recycled polyester products	3%	22%	100%
More sustainable viscose products	11%	36%	100%
More sustainable leather (LWG, chrome free)	32%	42%	100%
More sustainable wool (RWS)		0%	100%
More sustainable mohair (RMS)		0%	100%

Circularity

The goal of circularity initiatives is to extend the life of fashion products by deviating from waste, reusing, and repurposing. Products in a linear model end as waste and their materials are not reused in most cases. Adding to the challenge, in recent years the lifespan of fashion products has been decreasing in line with product utilisation¹. This trend increases the total environmental impact since more products must be made, each having an environmental impact. The Company uses this trend as an opportunity to extend the lives of products by developing circular business models. The idea of a circular business model is based on the principle of reusing products or components in a circle, generating revenue without increasing the environmental footprint.

Establishing the “Second Love” category by integrating quality-checked second-hand products, seamlessly and visibly, into the shopping experience of ABOUT YOU customers has been the first step to bring unused products back into the fashion circle. Second-hand shopping is simplified for customers through smooth checkout-processes and by maintaining the usual offering of accessible customer service, free shipping and returns.

In 2021/2022, 400,000 unique Second Love products have been available to customers at any time, varying in their styles and price levels. ABOUT YOU is in the process of onboarding new partners and increasing assortment to become one of the major European retailers of quality-checked second-hand fashion. Official targets have been set to scale assortment to 1 million unique second-hand products by 2025.

A resale model is in the process of being rolled out, starting in Germany, as a major circular fashion initiative to enable customers to actively participate in circularity by reselling the unused products in their wardrobes. One barrier that customers face when bringing unused products back into the circle on existing resale platforms, is that customers need to enter product details, provide photos, and must manage pricing and shipping. ABOUT YOU aims to break these barriers and offer a

viable resale option via its platform. Customers are provided with the opportunity to order resale shipping bags with their regular orders, which arrive with labels and instructions. After receiving the product, ABOUT YOU handles sorting, quality checks, pictures, and prices. The received products are then offered on the platform for resale.

At the 2021 ABOUT YOU Pangea Festival, the previously acclaimed ABOUT YOU Vintage Wardrobe opened its door once again to the festival participants. Visitors had the chance to rent unique vintage products for the duration of the event and participate in workshops on responsible clothing care and consumption. Even at an event – under Covid-19 restrictions – the interest in these initiatives shown by the visitors demonstrates the rising curiosity for circularity in fashion.

Upcycling maximises the use of resources by repurposing old or left-over fabrics and products to create new products. In 2021/2022, ABOUT YOU launched their upcycling brand ABOUT YOU REBIRTH STUDIOS. The vision of ABOUT YOU REBIRTH STUDIOS is to build a scalable solution to offer affordable, but fashionable upcycled apparel, accessible to a wide customer base. The upcycling pieces are integrated with the platform's regular assortment for a seamless experience, exploring regular and circular fashion side-by-side.

Footnotes:

- 1 ABOUT YOU (2021) – Business Code of Conduct
- 2 ABOUT YOU (2021) – Business Code of Ethics
- 3 ESG risk assessment is based on available primary data and therefore not exhaustive. ABOUT YOU does not have full transparency on its value chain scopes 2–4 yet.

2.4.3 PEOPLE

In fashion supply chains, garment workers are exposed to the highest social and labour risks. To understand the challenge and derive a management approach, ABOUT YOU first conducted an ESG risk assessment as part of the due diligence framework. It can be concluded that social and labour risks are interconnected, and potential management approaches are related or overlapping.

On the opportunity side, ABOUT YOU recognises that people are what makes the company thrive every day and acknowledges responsibility towards them. This includes both the people that work directly for the Company and the ones contributing into its value chain as an employee of one of the direct or indirect suppliers. The responsibility beyond the boundaries of the organisation is one of the emerging topics of the updated materiality assessment. Therefore, the overarching ESG strategy “Planet, People, and Progress” was adjusted to realign compliance with ethical standards as a People topic.

Ensuring Compliance with Ethical Standards

ABOUT YOU wishes for customers to know that all products have been produced ethically and under fair working conditions. Ethical business is based on a value chain where labour is safe, empowered and financially secure, and environmental standards are met. Dedicated measures have been derived across the organisation for direct business partners, in the value chain and for the workforce.

To manage and mitigate social and labour risk internally, at direct business partners and in the value chain, the Company has set up a due diligence framework built on best practices and guidance for the industry. The due diligence framework consists of policies, ESG risk assessment, dedicated measures, and effectiveness monitoring at least concerning annual reporting and the whistleblowing channels. The framework will continue to be shaped as the Company progresses.

Regarding policies, the Business Code of Conduct¹ is the anchor of responsible corporate governance setting out minimum requirements for all business partners. In the Code of Ethics², ABOUT YOU has defined core values that facilitate ethical behaviour and integrity of all employees (how we do business, how we treat one another and how we handle our information). Please refer to the “Corporate Governance” Section for a more detailed picture of the documents.

In 2021/2022, ABOUT YOU conducted the first ESG risk assessment. Complementing the corporate risk assessment, the ESG risk assessment focuses on environmental as well as social and labour risks in the value chain to identify the most salient risks per segment. The Company has been assessing risks covering the whole value chain from design & raw materials to end-of-use. Out of a total of 16 social and labour risk factors, nine salient social and labour risks have been identified. As a result of high-level data availability, a very clear picture of salient social and labour risks in product manufacturing (tier 1) is available.

As a result, the Company concludes that there is a need to shift focus towards the supply chain, especially tier 1, since salient risks have been identified there.³ Consequently, concrete preventive measures have been derived and are reported on per business unit. The Company also commits to sharing annual updates on the progress made.

ABOUT YOU engages with 3rd party brand partners via a sustainability self-assessment questionnaire for brands and retailers called the “Brand and Retail Module (BRM)” that also encourages 3rd party verification on self-reported data. As a result, 51% of brand partners have shared their BRM self-assessment data and over 34% have shared their externally verified BRM data.

Footnotes:

- 1 Open Apparel Registry (2022)
- 2 Amfori (2021) – Countries' Risk Classification
- 3 ABOUT YOU (n.d) - Whistleblowing

Part of the ABOUT YOU products are directly sourced from tier 1 suppliers via the private label team. Social and labour risk management processes and procedures are put in place as the Company works closely with factories to implement industry best practices. Transparency is the foundation for managing any social and labour risk. In 2021/2022, ABOUT YOU mapped the tier 1 supply chain supported by amfori BSCI and set up a supplier database. 100% of tier 1 suppliers have been published on Open Apparel Registry (OAR)¹, supporting the OAR's mission to improve human rights and environmental conditions. The data is to be updated regularly. Building on that, a pilot project has been kickstarted to encourage tier 1 suppliers to report on their tier 2 suppliers. 67% of tier 2 suppliers provided feedback by revenue share with the respective tier 1 suppliers. A small share of tier 2 suppliers has also been published and efforts will continue to increase transparency within the next year.

Another pillar of the social and labour risk management is the audit scheme. Covering 100% of tier 1 suppliers, the audit scheme is based on a risk assessment by factory location. The private labels follow the amfori BSCI risk country classification² to define if tier 1 suppliers are in risk countries. The risk assessment is updated regularly to accommodate for changing circumstances and complimented by regular on-site visits of suppliers and manufacturing locations by the Private Label Buying Team.

ABOUT YOU works with direct business partners that run the e-commerce operations. First and foremost, these are transportation and warehousing providers, which are engaged in combatting potential social and labour risks. In transportation, partners receive a questionnaire focused on management approaches through a selected set of questions. The questions include, but are not limited to, implementation of social and labour standards, standards at their business partners, labour violations, responsibility programmes and action plans and labour law compliance. In warehousing, ABOUT YOU has long-lasting business relationships with warehouse and return warehouse providers. Teams visit the facilities regularly and have been engaging with the partners on potential social and labour risks. In 2021/2022, ABOUT YOU has incorporated social and labour criteria in the

due diligence processes when nominating business partners for warehousing operations and renewing contracts. The Business Code of Conduct is part of a dedicated discussion and has been signed by business partners.

Accessibility to the whistleblowing tool has been improved by creating a corporate website³ and thus, making the grievance mechanism more accessible. To further increase accessibility, local languages have been added based on the locations of the private labels, logistics and customer service direct business partners.

Working at ABOUT YOU

ABOUT YOU welcomed more than 550 new hires in financial year 2021/2022. As of 28 February 2022, the company counted 1,497 employees from 80 nationalities with an average age of 28 and an overall gender distribution of ~33% male, ~67% female and < 1% diverse colleagues between 18 – 59 years across its locations in Germany and Austria.

Footnotes:

- 1 Industry Benchmark changed from Technology to Consumer-Retailing due to stronger accuracy with ABOUT YOU business model of Peakon benchmarking group

Employee Happiness, Health & Well-Being

Having the right talent is key in order to achieve ambitious growth plans. ABOUT YOU is committed to creating an exceptional and inclusive environment in order to attract talents from all over the world.

To understand how the Company is living up to its ambitions, employees are regularly requested to provide feedback. One of the key metrics is Peakon's Net Promoter Score (eNPS): Employees rate a series of questions on a scale of 1 (lowest satisfaction) to 10 (highest satisfaction) on overall satisfaction, mental health, and well-being and currently also on satisfaction with the employer's reaction and measures to Covid-19. The average eNPS score for the past twelve months is 32 and above a consumer-retailing benchmark of 23.

Key drivers for employee satisfaction are:

- Peer relationships: Assessing an open, inclusive, and supportive working environment among colleagues with an engagement score of 8.6 (0.4 above consumer-retailing average) and an eNPS of 63 (26 above consumer-retailing average).

- Growth: Personal and professional growth and individual career development with an engagement score of 7.7 (0.3 above consumer-retailing average) and an eNPS of 31 (20 above consumer-retailing average).

In 2021/2022, a further focus has been placed on looking after physical health, mental health and well-being and on complying with governmental policies concerning workplace safety. Throughout this financial year, several initiatives have been launched to support the well-being of employees, especially reacting to arising challenges caused by Covid-19. A dedicated Health Day was inaugurated to raise awareness among employees for mental and physical health through lectures and workshops, followed up by regular live training sessions. Additionally, employees are now offered an increasing number of virtual sports activities, including yoga and meditation sessions several times per week. To support employees with help in case of an acute crisis, an employee assistance programme is made accessible to all employees and their immediate relatives, providing support around (mental) health concerns, legal issues, etc.

The company continuously monitors sick days and their corresponding reasons in collaboration with its health insurance partner "Techniker Krankenkasse" and defines common measures for improvement.

Diversity, Equality, and Inclusion

ABOUT YOU believes that to be successful, it is necessary to create a working environment for everyone to live up to their full potential by welcoming all genders, nationalities and ethnicities, thus increasing fairness and equal opportunities.

In diversity, equality, and inclusion (DE&I), the Company measures how it is living up to this ambition through employee feedback. A dedicated DE&I module is integrated in the monthly engagement survey, covering diversity attributes, where employees can provide information on gender identity, sexual orientation, ethnicity, or socioeconomic status, among other things. The scores can be analysed in an aggregated form and allow for the evaluation of the DE&I efforts from various perspectives (employee personas). ABOUT YOU very much appreciates the openness of its employees to fill in those highly sensitive data, and the trust they place in the company helps to continuously improve DE&I initiatives. Considering the 12-month average from FY 2021/2022, the eNPS for DE&I asking employees if "People of all backgrounds are treated fairly at ABOUT YOU" shows a value of 66, which is significantly above average considering the overall consumer-retailing¹ benchmark of 47.

ABOUT YOU is committed to the principle of equal pay for equal work as payment should never be influenced by any factor other than qualifications, performance and potential. To ensure that employees receive equal pay, company-wide salary bands are in place, determining salary based on role, job-related experience, tenure and performance. These criteria are used to determine entry salary once an employee is hired and are part of the annual performance review process. Salary bands are reviewed and benchmarked on an annual basis using third party benchmark data from different industries and company sizes.

Another integral part of DE&I is the representation of women in leadership positions. A balanced representation is defined as a 40/60/* corridor, aiming for female and male representation in managerial positions to reach between 40% to 60%. The * included in the defined corridor refers to non-binary genders. As of 28 February 2022, 49% of leadership positions are held by female colleagues. For a detailed report on the target of female representation on the Supervisory Board, the Management Board and on Management Levels below the Management Board please refer to **Section 1.4.4** of this report.

Society

In order to assume responsibility as a positive corporate citizen of society, ABOUT YOU has established governance mechanisms ensuring compliance with applicable laws as well as self-set standards and targets. The materiality assessment reflects these initiatives by ranking "governance & responsibility" as well as "data privacy & cybersecurity" as material clusters. While corporate governance as well as dedicated ESG governance have been explained in the respective sections, this section focuses on efforts to ensure the privacy and security of the data ABOUT YOU works with.

Data Privacy & Security

Customer data and cybersecurity are under scrutiny across all industries. This applies even more to purely digital business models where the customers' trust in the conscious handling of their data sets the foundation for buying decisions. The company appreciates the trust customers place in ABOUT YOU. Consequently, the Company adheres to the highest data and security standards.

The IT Security Team oversees data privacy and security. The team constantly assesses the most recent development of data protection and cybersecurity standards, reporting directly to co-founder and Co-CEO Tech & Product Sebastian Betz.

The team's overall objective is to ensure compliance with applicable laws and regulations as well as with (self-developed) voluntary commitments. The Company follows best practices from the General Data Protection Regulation (GDPR) and the Teleservices Data Protection Act (TDDSG) and further applicable laws in specific countries. An Information Security Management System (ISMS) is in place and best practices from ISO 27001 and CIS18 are being complied with. Furthermore, the main infrastructure vendors such as AWS, GCP and Azure hold an ISO 27001 and SOC 1/2 certification.

All new vendors are checked on compliance with applicable legislation and against internal compliance, legal and security requirements. These include security and privacy-related certifications, encryption standards, incident response processes, regular penetration testing and identity and access management within the application and/or service.

All new employees are required to complete an extensive security and privacy training as part of the onboarding process, which covers the following example topics: password management, online scams and phishing attacks, handling of confidential and internal data, including personal data, and physical threats relating to information security. Additionally, an annual mandatory refresher training is in place.

Every public-facing web application of ABOUT YOU is protected by a web application firewall (WAF) and the Information Security Team reacts to any alerts coming from it. The cloud-hosted infrastructure of ABOUT YOU is monitored by an AI-based intrusion detection system, which detects malicious/suspicious

activity and informs the Information Security Team via different channels. With regards to incident response, the Information Security Team has predefined playbooks for incidents that occurred in the past and a general incident response process is outlined. ABOUT YOU has implemented a data breach emergency and notification process to ensure compliance with the notification duties under GDPR and to ensure best reaction times to minimise impacts for the data subjects.

The cybersecurity programme is ultimately completed by internal and external security audits as well as vulnerability testing. While the internal audit is an ongoing process administered by the Application Security Team covering all software products, the external audit is applicable for any critical software component or infrastructure.

2.4.4 EU TAXONOMY STATEMENT

The European Union aims to become climate neutral by 2050 as the central target of the European Green Deal announced in 2019. One major instrument to achieve this target has been identified in the steering of investment activities. Directing financial resources towards sustainable projects contributes to the required transformation processes in economies, businesses, and societies.

In order to provide a common classification of sustainable investments, the EU Taxonomy has been introduced as a common classification defining environmentally sustainable economic activities.

From financial year 2021 onwards, companies in the non-financial reporting scope of EU Directive 2013/34 are also obliged to report following the EU Taxonomy (Regulation (EU) 2020/852). Article 8 of the regulation states

that non-financial reporting shall include information on how and to what extent a company's economic activities qualify as environmentally sustainable. In particular, Article 8 requires disclosure relating to (i) turnover derived from services or products as well as (ii) capital expenditure and (iii) operating expenditure related to assets or processes associated with economic activities that qualify as environmentally sustainable. In the first reporting period, environmentally sustainable activities are determined by the first two environmental objectives listed in Article 9 of the regulation: (a) climate change mitigation and (b) climate change adaptation.

ABOUT YOU implements the new reporting requirement following a three-step approach:

- Assess all economic activities that have the potential to contribute to climate change mitigation and climate change adaptation listed in Annex I and II of the Taxonomy Climate Delegated Act for their applicability to the ABOUT YOU business model;
- Derive the denominator of the reported KPI by extracting the value of all economic activities relating to the same position in the financial statements as the environmentally sustainable activities;

- Derive the numerator of the KPI by identifying the environmentally sustainable activities.

In the first step, ABOUT YOU identified the leasing of assets, such as warehouses and office buildings, as environmentally sustainable as per 7.7 in Annex I of the Delegated Act contributing to the environmental objective of climate change mitigation. These investment activities require disclosure following the definition of the capital expenditure definition of the EU Taxonomy. Beyond that, ABOUT YOU did not identify other material investments, turnover, or operating expenditure relevant in the context of the EU Taxonomy.

Subsequently, the following positions were extracted from the Company's financial statements to form the denominator of the reported KPI for FY 2021/2022:

- Additions to intangible and Right-of Use assets: EUR 85.9 million
- Additions to property, plant, and equipment: EUR 3.4 million

The sum of the listed positions matches the values provided in **Section 3.6.7** "Notes to the Consolidated Statement of Financial Position" under "Intangible Assets" and "Property, Plant, and Equipment".

To derive the numerator, the additions to right-of-use assets were selected amounting to EUR 56.2 million (excl. EUR 5.1 million for short-term leases). This sum matches with the value provided in **Section 3.6.7** "Notes to the Consolidated Statement of Financial Position" under "Right-of-use Assets and Lease Liabilities".

The environmentally sustainable activities represent 62.8% of all additions to intangible assets incl. right-of-use assets and property, plant and, equipment as listed above.

Moving forward, ABOUT YOU will expand the reporting following the EU Taxonomy as the Delegated Act has not fully come into effect yet. The reporting approach for 2021/2022 meets the requirements set by the EU Taxonomy. With the remaining environmental objectives coming into effect in 2022, ABOUT YOU expects an increased share of its business activities to fall in the scope of environmentally sustainable economic activities.

2.5 RISK AND OPPORTUNITY REPORT

ABOUT YOU is actively managing its exposure to economic, industry, financial, and Company-specific risks and opportunities. The following section introduces ABOUT YOU's risk and opportunity management system (RMS) and provides an overview of its material risks and opportunities.

2.5.1 RISK AND OPPORTUNITY MANAGEMENT SYSTEM

Together with the Compliance Management System (CMS) and Internal Control System (ICS), the RMS forms an integral part of ABOUT YOU's Corporate Governance system. The implementation and integration of all three systems form the basis of an effective corporate governance. The RMS defines the overall control objectives and carries out the risk assessment in all business areas.

ABOUT YOU has implemented its RMS based on the Committee of Sponsoring Organizations of the Treadway Commission Enterprise Risk Management (COSO ERM) standards.

Objectives of the Risk and Opportunity Management System

The objectives of the RMS are to promote active risk awareness, to create transparency about risks and opportunities, and to be able to recognise and manage risks through a periodic and systematic process that allows appropriate risk measures to be taken.

The objectives of the RMS include:

- **Foster awareness:** Creating an active risk and opportunity culture and raising awareness of risks among employees;
- **Create transparency:** Identifying risks and opportunities at an early stage to enable effective countermeasures at each organisational level in the organisation;
- **Take proactive action:** Handling risks in a structured manner including the documentation, reporting, assessment, managing, and monitoring of risks and mitigation measures;

- **Adhere to regulations:** Meeting statutory and legal obligations including mandatory reporting of risks to the Management Board and Supervisory Board's Audit Committee in a standardised process;
- **Serve as guideline:** The results of the RMS can serve as a guideline to make informed business decisions.

ABOUT YOU uses this structured approach to address regulatory requirements such as the auditing standards 340/981 of the German Institute of Public Auditors (IDW).

Risk and Opportunity Identification

Risks and opportunities are identified and monitored on an ongoing basis to ensure transparency over ad-hoc risks. In addition, overarching risks are recorded centrally, while function-specific risks are identified, measured, and documented on a decentralised basis in a semi-annual risk process. A structured, overarching assessment is then conducted by the Risk Team.

Risk Assessment

Risks are assessed in terms of their probability of occurrence and potential financial and qualitative impact within a time span of 12 months over three scenarios (pessimistic scenario, realistic scenario, optimistic scenario). Every risk is tied to risk measures (bear the risk, minimise the risk, avoid the risk) that are in turn assessed in terms of their impact on the aforementioned factors. The risk assessment results in a gross risk, which describes the risk before applying measures, and a net risk, which includes the impact of the risk measures taken. This assessment is done on an individual basis and risks are then divided into three levels based on their probability of occurrence and impact: low risk, moderate risk, top risk. In addition, the identified risks are aggregated in accordance with the COSO ERM Standards and classified according to 19 company-specific risk clusters.

Based on the scale, top risks are risks with at least a high net financial impact and at least a moderate net probability of occurrence. These risks are monitored and addressed closely, and each is met with measures to minimise their net impact.

The results of the net risk assessments are aggregated in the two following ways. Both aggregations are part of the bi-annual risk process:

- Simulation of overall expected risk impact based on net financial impact (cash impact level) and net probability of occurrence of all single risks. A Monte-Carlo-Simulation is applied using the estimated probability of occurrence, three financial impact scenarios (best, realistic, worst) and the mitigation effects of the risk mitigation measures on both dimensions. Said measures are reviewed and submitted by the risk leads during the risk look process;

- Combination of single risk's financial impact and probability to derive a risk rating (top/moderate/low). The illustration "ABOUT YOU's Net Risk Inventory" provides an overview of all combinations and resulting risk ratings. The COSO categories are applied to show the number of risks by rating each category.

ABOUT YOU is evaluating its risk bearing capacity based on the overall (financial) development of the company twice a year. The Company defines its risk bearing capacity as the average liquidity (cash and cash equivalents and marketable debt securities and similar investments) over the next 12 months. The risk bearing capacity is calculated in the process of each risk loop. ABOUT YOU applies the liquidity approach in order to calculate the risk bearing capacity according to IDW PS 340.

Advancing ABOUT YOU's business also implies accepting and managing certain risks. Risk appetite is defined as the acceptance of a risk level to reach ABOUT YOU's targets and create value added. The determination of our risk bearing capacity sets the upper boundary for the risk appetite.

The risk tolerance resembles the boundaries within which ABOUT YOU is willing to operate given its risk appetite. The Management Board has defined risk tolerances for each function's operations. The adequate level of risk taking is individually cascaded through the organization led by the functions' managers. Overall, the risk appetite is operationalized through both formalized instruments (e.g., individual performance targets for managers; Code of Ethics) and informal exchanges with management (e.g., during the monthly Stand Up meetings with the Management Board).

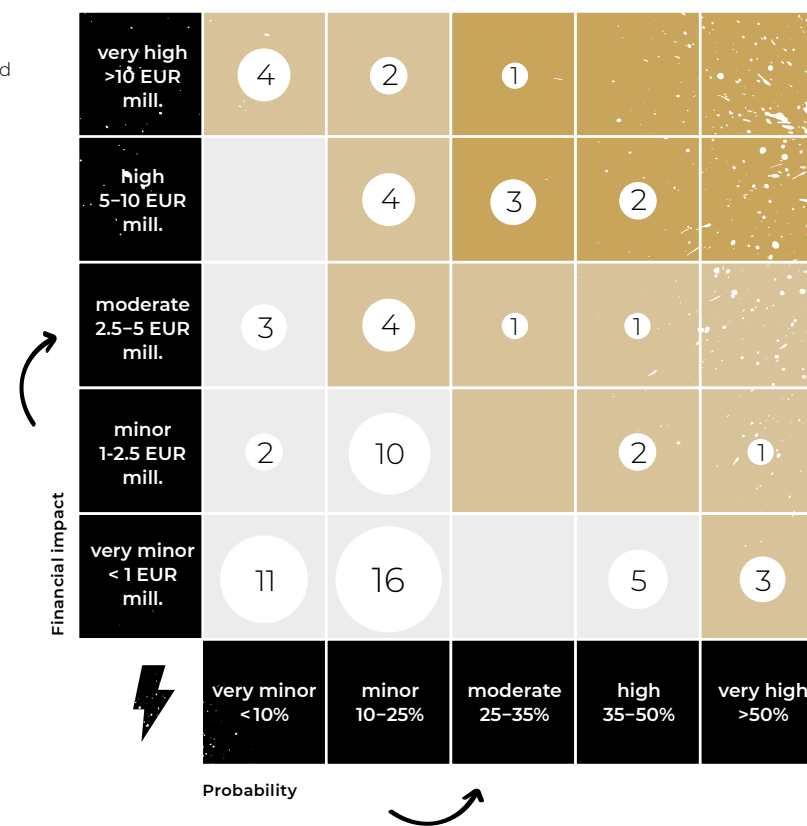
**ABOUT YOU's
Net Risk Inventory**
of risks by probability and
financial impact

■ Top risk
■ Moderate risk
■ Low risk

As part of this year's risk review, all risks have further been reviewed and classified in terms of environmental, social, and governance (ESG) aspects. ESG risks underlie additional rigorous monitoring by the ESG system including monthly reviews with the Management Board.

Risk and Opportunity Management System Improvements, Control, and Communication

The adequacy and effectiveness of the RMS are monitored through process-integrated and process-independent controls.



Process-independent controls comprise a comprehensive RMS process review which takes place every other year and is led by the Risk Team to implement. The process includes the identification of improvement areas and subsequent adaptations after a review by the Management Board. Further, an independent RMS review is included in ABOUT YOU's audit plan. Process-integrated controls include a periodic internal quality assurance process to continuously improve the RMS. The risk reporting is conducted twice a year resulting in a comprehensive risk report including an updated risk inventory and a risk presentation with the risk matrix.

Each risk report is reviewed and confirmed by the Management Board. The process for risk reporting is triggered by the Risk Team which is responsible for creating the report and for initiating the review with the Management Board. Once reviewed by the Management Board, each risk report is shared with the Audit Committee and the Supervisory Board to facilitate the control of the overall risk strategy. The Supervisory Board and the Audit Committee have direct access to the Risk Team and may apply additional review actions at any time.

Accounting-related internal control system

In accordance with Section 315 (4) of the German Commercial Code (HGB), ABOUT YOU has implemented an accounting-related internal control system. The objective of the internal control system is to ensure the correctness, completeness and reliability of internal and external accounting in accordance with IFRS and the German Commercial Code (HGB), resulting from Sections 76 (1), 93 (1) and 107 (3) sentence 2 of the German Stock Corporation Act (AktG). The key to this is the identification, assessment and management of all risks that could have a significant impact on the orderly content and fair presentation of the consolidated balance sheet, the consolidated income statement and other comprehensive income, the consolidated cash flow statement, the consolidated statement of changes in equity, the notes to the consolidated financial statements and the combined management report. The accounting-related internal control system includes preventive, investigative, monitoring and error correction measures to ensure the accuracy of the accounting and external financial reporting.

The processes, the risks relevant to external financial reporting and the controls to mitigate these risks are analysed and documented continuously. Relevant controls, including description and type of control, the risk to be addressed, control frequency as well as executing and monitoring responsible parties are defined in a cross-process risk control matrix. The accounting-related internal control system is reviewed and developed continuously by those responsible in the finance department and by the internal audit department to ensure its appropriateness and effectiveness.

2.5.2 ILLUSTRATION OF RISKS

ABOUT YOU has updated and identified risks across the Company resulting in a current total of 75 risks that could impact the business within the next 12 months (see illustration "Overview Risk Clusters"). Overall, no single risk or risk clusters have been identified that could potentially threaten the Company as a going concern.

Overview Risk Clusters

Risk dimension and subcategory (COSO)	Total risks	Top risks	Moderate risks	Low risks
A) Strategic	19	2	9	8
1. AY company strategy	3		1	2
2. Competition	1	1		
3. Sustainability	2		2	
4. Markets/expansion	7		1	6
5. Brand/reputation	6	1	5	
B) Operations	38	3	8	27
6. Suppliers	6		3	3
7. Logistics	13	3	3	7
8. Sales	5			5
9. CRM	6			6
10. IT operations	3		1	2
11. HR	3		1	2
12. Pricing	1			1
13. Project management	1			1
C) Reporting/finance	6		1	5
14. Treasury	3			3
15. Controlling	3		1	2
16. Taxes	0			
D) Compliance/legal	12	1	4	7
17. Legal	5		1	4
18. Compliance	6		3	3
19. Data privacy & security	1	1		

Key changes to the Company's FY 2020/2021 risk and opportunity assessment result from macroeconomic developments such as the Russia-Ukraine conflict, inflation dynamics,

and ongoing challenges in global supply chains. Furthermore, changing regulatory requirements such as new ESG legislations and amendments to existing reporting standards required an update on risk assessments.

Newly added company-specific risk events are a natural result of the regional expansion strategy of ABOUT YOU. This encompasses risks from increasing competition in newly launched and existing markets as well as increasing complexities given ABOUT YOU's business operations in 26 markets and the Global Shipping Platform.

Further details with regard to the main risk dimensions including the six top risks are presented below:

Strategic Risks

Macroeconomic developments such as geopolitical unrest in Eastern Europe and increasing competitive dynamics in existing and new markets shape the risk profile of the strategic risks.

The Russia-Ukraine conflict might bear a risk potential for the Company's operations in neighbouring markets such as the Baltics, Romania, or Poland in case unrest extends beyond the conflict's current scope within Ukraine. However, even without a geographic expansion, the conflict may have a detrimental impact on consumer sentiment in CEE countries, thereby adversely affecting ABOUT YOU's business performance. Effects may stem from both the consumer side (e.g., lower levels of demand due to overall decreasing discretionary spend, in particular for fashion; lower event-led demand; higher inflation as a result of the conflict) and the Company side (e.g., toned down marketing activities). At the time of the publication of this report, ABOUT YOU has observed business impacts of

varying levels across its CEE markets. Still, the decreasing customer sentiment in CEE countries due to their proximity to the Russia-Ukraine conflict remains a top risk. Hence, a number of mitigation measures such as active sentiment tracking through brand KPI surveys, adaptation of marketing campaigns, real-time performance tracking and steering are applied to enable short-term adjustments in the steering effort.

A second top risk results from the lifting of Covid-19 restrictions and opening of economies which might lead to increasing competition of online and offline retail. This trend is observed both in markets in which ABOUT YOU has been a leading player, such as Eastern European markets, and in newly launched markets with advanced competitive landscapes, such as Southern European markets. A range of measures creating transparency over the competitive situation on dimensions such as assortment, pricing, and brand KPI benchmarking are in place to ensure flexible adjustments to secure ABOUT YOU's positioning through on and offsite campaigns, pricing adjustments, and CRM measures.

Further, ABOUT YOU expects consumer price inflation in its markets to rise to the highest level in years, among others driven by increasing energy prices as a direct result of the Russia-Ukraine conflict. This might negatively affect overall consumer spend on fashion.

Operations Risks

Supply chain disruptions are a key topic in operations risks. Global shortages in production facilities and long-haul and last-mile logistic services have posed risk potentials during the Covid-19 peaks. Some uncertainty remains as restrictions are lifted both in ABOUT YOU's markets and supplier countries.

During the height of the pandemic, ABOUT YOU has shown that its operational model can flexibly adjust to unforeseen turmoil of both macroeconomic developments like global supply chain disruptions and Company-specific challenges such as short-term implementation of pandemic measures. Although many restrictions have been lifted, pandemic-related interruptions to processes at warehouses remain a top risk.

ABOUT YOU has identified two additional top risks within the operations dimension: first, the Company's strong growth trajectory requires flexible adjustments to warehouse capacities. If not addressed effectively, delivery times or product availability might be at risk. As ABOUT YOU has been growing at extraordinarily high rates in the past while upholding a great customer experience, the company is confident that its continued warehouse improvement efforts in existing as well as the planning of new warehouse capacity are effectively mitigating this risk.

Another operational top risk originates from ABOUT YOU's aspired growth: as much as capacities need adjustments, intra-network processes need to flexibly adjust to the increasing complexity of serving over 100 markets globally. Already today, smart assortment allocation programmes avoid unnecessary inter-warehouse processes while continuous improvement processes ensure operational excellence in existing data and product exchanges.

Reporting and Finance Risks

Macroeconomic developments might also bear risk potential in terms of reporting and finance risks. At the same rate as ABOUT YOU's supplier network is growing globally, the business impact of international markets with non-EURO currencies is increasing. Thereby, risks from volatility in exchange rates might increase if not effectively mitigated through hedging. Macroeconomic volatility may further impact the accuracy of financial planning cycles. Specific financial risks are further detailed in **Section 3.7.1** "Market Risks". At ABOUT YOU, an accounting related internal control system is in place that includes preventive, detective, monitoring, and error handling measures to ensure the correctness of the bookkeeping and the external financial reporting.

Compliance and Legal Risks

Main drivers of compliance and legal risks are changing regulatory requirements and ABOUT YOU's exposure to cybercrime and reliance on large amounts of data.

The last top risk stems from the loss of confidential data which could result in litigation and reduced customer satisfaction. This could be triggered by internal (e.g., system errors, malicious behaviour) or external factors (e.g., DDos attacks). Data loss represents a complex risk with numerous endpoints that bear a data leakage potential. Therefore, ABOUT YOU applies a comprehensive IT security programme targeting potential data leakage risks. Among others, the programme includes trainings for ABOUT YOU staff (e.g., security awareness trainings, phishing trainings) and security audits with external service providers.

2.5.3 ILLUSTRATION OF OPPORTUNITIES

Opportunities associated with the future development for ABOUT YOU exist in respect of future scaling of the business model at various levels and are addressed along the key dimensions of ABOUT YOU's growth strategy. The opportunities are presented in descending order of potential impact for ABOUT YOU:

Market Penetration, Scaling, and Potential Global Growth Pockets

Both macroeconomic developments resulting in a growing online fashion market and company-specific opportunities stemming from its current geographic footprint may provide future tailwinds.

The accelerated channel shift due to Covid-19 has served as a catalyst to expand the addressable market. While Covid-19 induced regulations have been loosened in some of ABOUT YOU's segments, the shift towards online shopping continues to advance. There are expectations of market share portions moving towards online specialists which will increase competitive opportunities versus competitors that have a weaker online focus.

At a Group level, ABOUT YOU's recent market launches, such as in South European markets, may put the Company in an elevated position to exploit additional pockets of growth. Although still in its infancy, ABOUT YOU's Global Shipping Platform may provide opportunities to thoroughly test and subsequently tap market potential outside of Europe in the most attractive markets.

Improving Breadth and Depth of Brand Partnerships

ABOUT YOU's relationships with brands and other partners constitute the core of its business success. Similarly, ABOUT YOU has become an established player for global fashion brands aiming to effectively cater to their core target groups. Looking ahead, ABOUT YOU may benefit from further extending its brand portfolio to both sizeable mass market players and focus niche players to achieve even higher market penetration. Additionally, the company will deepen existing partnerships leveraging its platform model and expertise as a trusted retailer to jointly advance brands' and ABOUT YOU's success story. Levers include improving access to exclusive product ranges, improved conditions, and higher revenue in ABOUT YOU's media division.

Profitability Improvements through ABOUT YOU's Enhanced Tech Platform

ABOUT YOU will proceed with its ongoing efforts to continuously improve customer features of its tech product, the ABOUT YOU tech platform. These improvements aim to both improve customer experience and to thereby increase profitability. Examples include ongoing improvements within ABOUT YOU's size finder thereby fostering customer satisfaction and reducing the level of returns. Furthermore, constant improvements in sorting and style recommendations foster ABOUT YOU's discovery proposition while optimising the Company's margin profile.

Planet, People, and Progress

ABOUT YOU's responsibility strategy, including the pillars "Planet, People, and Progress", remains a top strategic priority. ABOUT YOU has always defined its mission to empower people to express themselves through fashion. To not be afraid to stand up for diversity. To be confident, tolerant and open-minded while at the same time improving its impact on Planet, People, and Progress pillars.

ABOUT YOU aims to take a clear stance and believes that doing the right thing will uncover pockets for further positive impact and growth in the future. ABOUT YOU is a front runner in the development of circular business models: its used clothing offering, ABOUT YOU Second Love, went live already in late summer 2020 and has been featuring one of Europe's largest second-hand assortments ever since. Additional models like ABOUT YOU REBIRTH STUDIOS with its upcycling business model and ABOUT YOU Vintage Wardrobe are examples of promising and impactful circular endeavours.

TME Scaling

In addition to the commerce segment, ABOUT YOU continues to see opportunities in further scaling its TME segment. ABOUT YOU is addressing the need of B2B clients in the online market and is growing its client base with a professional and highly customisable offering. To further expand its B2B business and to support other companies in scaling their D2C business, ABOUT YOU launched its new B2B brand SCAYLE to even better address existing and potential B2B clients.

Footnotes:

- 1 OECD Economic Outlook (2022) – Interim Report, March
- 2 OECD Economic Outlook (2021) – Volume 2, December
- 3 IMF World Economic Outlook (2022) – Update, January
- 4 OECD Economic Outlook (2021) – Volume 2, December
- 5 Euromonitor (2022) – Apparel and Footwear 2022 Edition
- 6 Euromonitor (2022) – Europe Apparel and Footwear
- 7 Euromonitor (2022) – Germany Apparel and Footwear
- 8 Euromonitor (2022) – Apparel and Footwear: Beyond the Pandemic, February

2.6 OUTLOOK

2.6.1 FUTURE OVERALL ECONOMIC AND INDUSTRY-SPECIFIC SITUATION

All forecasts and expectations include a significant level of uncertainty given the difficulty in predicting the developments of global events including the war between Russia and Ukraine, as well as the developments of the Covid-19 pandemic.

The escalation of geopolitical tensions between Russia and Ukraine have led to a decrease in the expected global growth forecasts and increased inflationary pressures since February 2022.¹ The recent increases in energy and food prices could lead to a decrease in consumer confidence and spending, which in turn could slow down the expected increased consumer demand. Furthermore, the current situation creates additional friction in an already disrupted supply chain. The resulting effect will be dependent on the duration, intensity, and outcome of the conflicts. To date, the model simulations suggest a sizable downgrade of forecasts if the conflict will persist, with European economics being hit the hardest.¹ In the Euro Area, previously stated forecasts can expect a decrease in GDP by -1.4% and an increase of inflation by 2.0% in the first full year since the start of the conflict.¹

Prior to the war, global forecast for 2022 included positive GDP growth at 4.5% and inflation was projected to decrease to 3.5%.² Inflation levels remain dependent also on a gradual decrease in supply-demand imbalances and monetary policy adjustments around the world.³ Significant uncertainty remains on the projections given the possibility of new Covid-19 variant outbreaks and global economic repercussions from worsening Chinese real estate and commodity problems.⁴ Financial market expectations also play a role, potentially leading to repricing in case of higher than predicted supply pressures and energy cost increases.⁴

According to the Euromonitor forecasts, recovery of the global fashion sector is taking place faster than expected with a CAGR 2021 to 2026 of 3%, pre-Covid-19 levels should be reached already in 2022, initially not expected before 2025.⁵ In Europe, the fashion sector is expected to achieve the market size of EUR 385 billion in 2022, maintaining a growth of 8%, a growth rate which is significantly higher than pre-Covid-19 levels.⁶ In Germany, growth is expected to accelerate to 10%, two percentage points higher than previous year, leading to a market size of c. EUR 65 billion in 2022.⁷ With consideration of the current geopolitical situation in Europe, forecasts for the fashion sector are exposed to a degree of

uncertainty given the possible negative effect of incremental supply chain disruptions and inflationary pressures.

The pandemic brought to surface the particular vulnerabilities of the fashion sector's complex supply chain which have been successfully managed accordingly. In the future, global fashion players are expected to consider new ways to secure their assortments, including internalising cargo services and more localised manufacturing locations.⁸ In the next six months, 20% of fashion professionals interviewed by Euromonitor plan to move manufacturing to locations closer to their sales markets.⁸

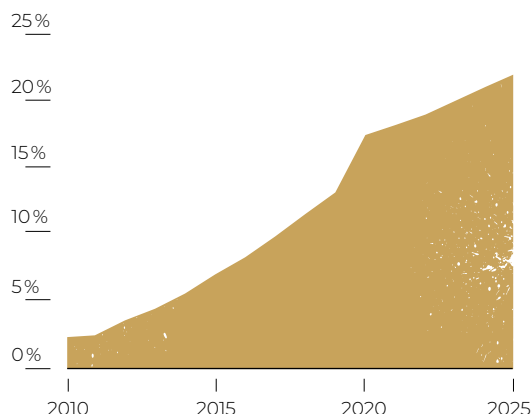
Graphic:

- 1 Euromonitor International (2021) – Retailing, product-based e-commerce: Sales of consumer goods to general public via Internet, including sales through mobile phones and tablets, i.e., m-commerce. E-commerce includes sales generated through pure e-commerce websites and through websites operated by store-based retailers
- 2 Euromonitor international's Voice of the Industry: Digital survey November 2020 Q: Based on your observations, which of the following technologies, if any, does our company plan on investing in over the next five years? N=453

Footnotes:

- 1 Euromonitor (2021) – Voice of the Industry: Retailing, December
- 2 Euromonitor (2022) – World Market for Apparel and Footwear, July
- 3 Euromonitor (2022) – World Retailing, retail value RSP, current prices, fixed 2021 exchange rate
- 4 Euromonitor (2022) – Europe Retailing, retail value RSP, current prices, fixed 2021 exchange rate
- 5 Euromonitor (2022) – Germany Retailing, retail value RSP, current prices, fixed 2021 exchange rate

Product-based E-Commerce as Percentage of Total Retail 2010–2025¹ (%)

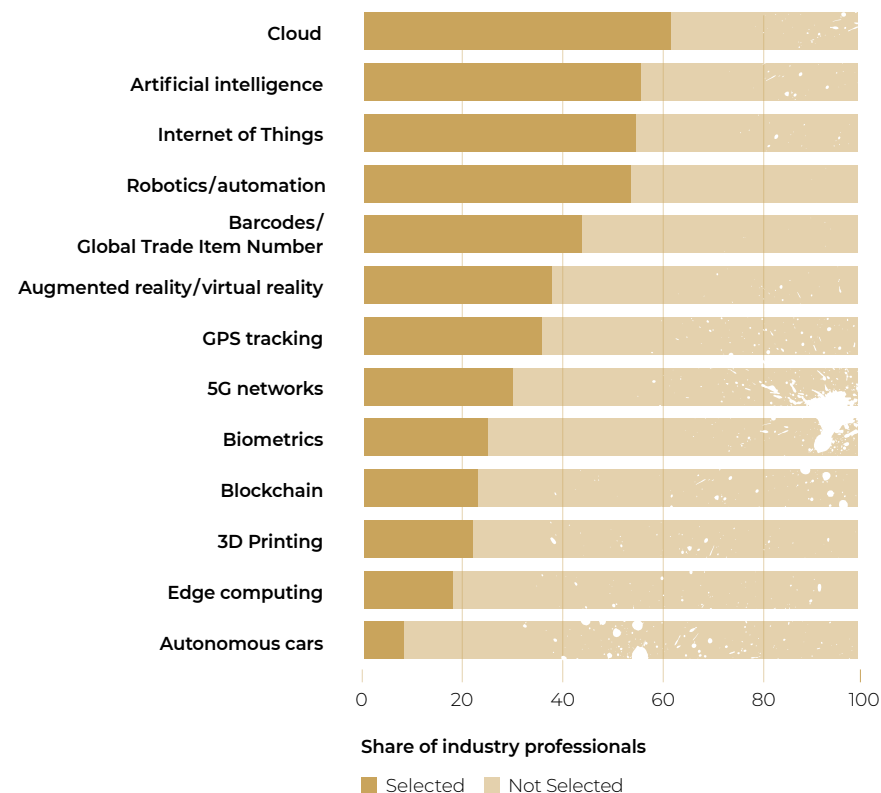


Increased online penetration, boosted by the pandemic and driven by a shift in customer habits, is expected to continue being a primary driver of sales growth for the fashion e-commerce sector globally. To support the long-term change in shopping behaviour, fashion brands and retailers no longer see technology as nice-to-have but rather as a necessity to succeed in the competitive sector. According to Euromonitor's survey Voice of the Industry, 50% of professionals in fashion agree that Covid-19 has accelerated their digital transformation plans.¹ The leading technologies chosen

for focus investments in the next five years included: cloud, artificial intelligence, and the Internet of Things.² Looking ahead, the global fashion e-commerce sector is expected to attain a CAGR of 8% over the period 2021 to 2026.³ Market size is expected to grow by 9%

in Europe in 2022 as market dynamics normalise, equivalent to c. EUR 115 billion.⁴ The German fashion e-commerce sector continues to grow above pre-Covid-19 levels, up 8% in 2022 and reaching a market size of c. EUR 23 billion.⁵

Planned Investments in the Next Five Years, November 2020²



Graphic:

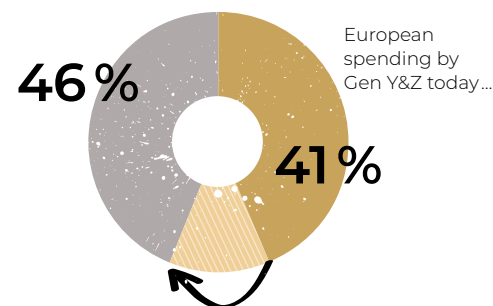
- 1 Euromonitor (2021) – Megatrends: Shopping Reinvented and Generation Z, October
- 2 According to World Data Lab January 2021, with Generation Y&Z referring to people born after 1980 (including generation "Alpha"). Europe is defined by countries Albania, Austria, Belarus, Belgium, Bosnia and Herzegovina, Bulgaria, Croatia, Czech Republic, Denmark, Estonia, Finland, France, Germany, Greece, Hungary, Iceland, Ireland, Italy, Kosovo, Latvia, Lithuania, Luxembourg, Macedonia, Malta, Moldova, Montenegro, Netherlands, Norway, Poland, Portugal, Republic of Serbia, Romania, Russia, Slovakia, Slovenia, Spain, Sweden, Switzerland, Ukraine, and United Kingdom. Spending is defined by household final consumption expenditure which accounts for the market value of all goods and services (including durable products and excluding dwellings) purchased by households
- 3 According to 5WPR consumer survey 2021

Footnote:

- 1 Euromonitor (2021) – Megatrends: Shopping Reinvented and Generation Z, October

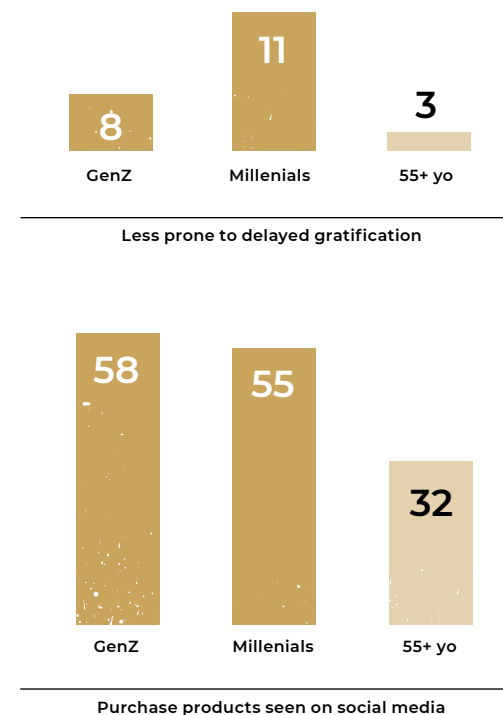
Whilst ABOUT YOU observes the growing importance of the Gen Z population, Euromonitor predicts that the young consumers will represent the biggest portion of the population in 2022.¹ Together with Gen Y, these cohorts will drive global economic growth and consumption over the next decade as average gross income rebounds post-Covid-19.¹ In order to keep up with these new generations, brands and retailers are expected to go the extra mile to create a fluid shopping experience across sales and communication channels to capture the cohorts' revenue streams. To grasp the attention of Gen Y&Z, brands and retailers will be expected to engage with customers through inspirational content across all touchpoints.¹ As a pioneer of the discovery model, characterised by personalisation and

Spending Power of Generation Y&Z²

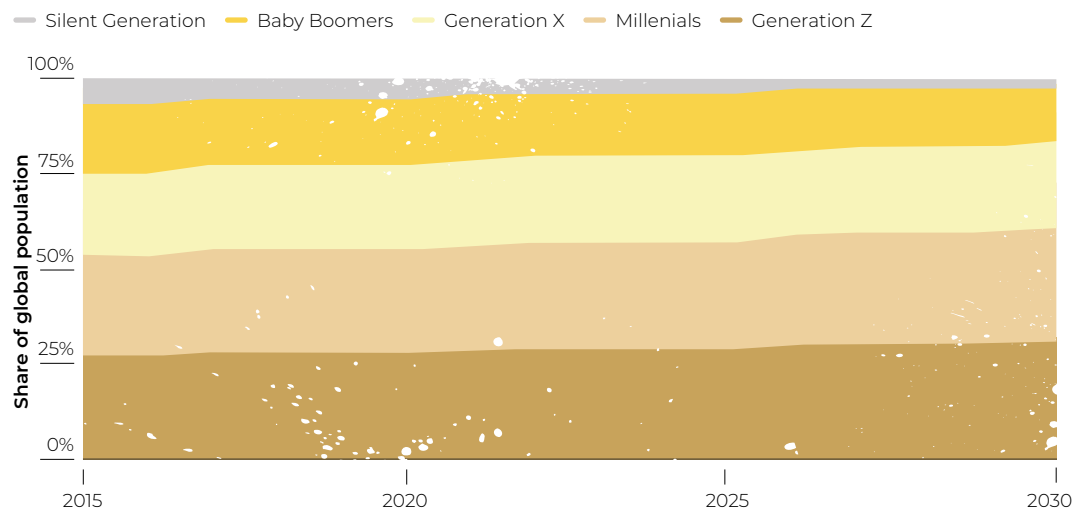


an influencer-driven approach, ABOUT YOU is strongly positioned to cater for the Gen Y&Z customer needs and unlock future potential of the next decade.

Spending behaviour of Generation Y&Z³ (%)



Global Population by Generation, 2015–2030¹



2.6.2 GUIDANCE

ABOUT YOU intends to continue growing sustainably in the future. To this end, the Company focuses on four key growth levers:

1. Improving the customer experience by enhancing the core product
2. Scaling the ABOUT YOU shops in existing markets and developing new markets
3. Expanding the range in new and existing categories
4. Scaling the B2B products particularly in the SaaS division

For the financial year 2022/2023, ABOUT YOU expects to achieve guided Group revenue in absolute terms significantly above to that realised in 2021/2022.

In the 2022/2023 reporting year, it is expected that the Group will report a negative adjusted EBITDA in absolute terms. However, it is expected that these losses on adjusted EBITDA level will be moderately smaller than those realised in 2021/2022. In view of the expected positive revenue development, the adjusted EBITDA margin for the Group as a whole is also expected to improve moderately in the 2022/2023 financial year.

Segments are expected to continue to show different maturity profiles, which also translate into distinct growth and profitability patterns:

- DACH is expected to show moderate revenue growth in the financial year 2022/2023. Given the relatively high base, however, a deceleration in revenue growth rates is expected compared to 2021/2022. In terms of profitability, a slight improvement in the adjusted EBITDA margin is expected compared to financial year 2021/2022, hence also a moderate improvement of the adjusted EBITDA in absolute terms is expected.

- RoE is expected to continue to grow strongly in terms of revenues, however with a deceleration in revenue growth rates compared to financial year 2021/2022. The segment remains in investment stage, particularly in the recently launched Southern European and Nordic markets, and the adjusted EBITDA loss is hence expected to moderately increase in absolute terms in 2022/2023. Adjusted EBITDA margin is however expected to moderately improve compared to financial year 2021/2022, given the dynamic revenue development.

- TME is expected to realise another significant increase in revenues, but revenue growth rates are expected to decline in comparison to the strong financial year 2021/2022. Adjusted EBITDA margin is expected to moderately improve from an already high base, hence also the adjusted EBITDA in absolute terms is expected to increase significantly.

2.6.3 GROUP CORPORATE GOVERNANCE STATEMENT

The corporate governance statement pursuant to section 315d in conjunction with section 289f para. § Section 289f (1) sentence 2 HGB is available on the Investor Relations website, under **Governance**.

2.6.4 OVERALL ASSESSMENT BY THE MANAGEMENT BOARD

In summary, net assets, financial position, and results of operations show that the Group continued to be in an improved economic position with significant business growth at the time of preparing the consolidated management report for the 2021/2022 financial year. ABOUT YOU showed significant growth and made important long-term investments to unlock future potential. The Group remained profitable in the DACH segment and became profitable with regard to adjusted EBITDA in all B2B revenue streams – Tech, Media, and Enabling – in FY 2021/2022. In financial year 2022/2023, ABOUT YOU expects to continue a positive business performance.

The assumptions on the economic development of the market and the industry are based on assessments that are considered realistic in line with currently available information at the time these consolidated management reports were prepared. The statements are, by nature, subject to a series of risks and uncertainties. The actual results may therefore deviate from these forecasts should one of these or other uncertainties arise or the assumptions on which the statements are made prove to be inaccurate.

2.7 SUPPLEMENTARY MANAGEMENT REPORT TO THE SEPARATE FINANCIAL STATEMENTS OF ABOUT YOU HOLDING SE

BUSINESS ACTIVITY

The ABOUT YOU Holding SE performs the function of the holding company within the Group. Main function of ABOUT YOU Holding SE is the management and valuation of financial assets, which reflects the operating business of the Group and is determined by the key performance indicators of the Group at large. The key performance indicator of ABOUT YOU Holding SE thus is the result from financial investments, including potential effects from depreciation and amortization of financial assets, reflecting the valuation of financial assets.

Furthermore, ABOUT YOU Holding SE provides administrative and management services to the other Group subsidiaries.

ABOUT YOU Holding SE is represented by its Management Board, which defines the Group's overarching strategy.

The annual financial statements of ABOUT YOU Holding SE are compiled in accordance with the German Commercial Code (HGB). The consolidated financial statements are compiled in accordance with the International Financial Reporting Standards (IFRS), as applicable in the EU. The use of different accounting standards results in differing accounting and valuation methods. The major differences concern shareholders' equity and deferred taxes.

ASSETS, LIABILITIES, FINANCIAL POSITION, AND FINANCIAL PERFORMANCE OF ABOUT YOU HOLDING SE

Assets, liabilities, financial position, and financial performance according to HGB developed as follows in financial year 2021/2022:

BALANCE SHEET OF ABOUT YOU HOLDING SE PURSUANT TO HGB AS OF 28 FEBRUARY 2022

Assets		
in EUR million	28/2/2022	28/2/2021
Non-current assets	1,164.5	874.6
Financial assets	1,164.5	874.6
Current assets	342.7	4.7
Receivables from related parties	1.0	0.0
Other non-financial assets	0.5	0.0
Cash balances with credit institutes	341.2	4.7
Total assets	1,507.2	879.2

Equity & Liabilities

in EUR million	28/2/2022	28/2/2021
Equity	1,482.9	874.3
Subscribed capital	186.2	4.3
Treasury Shares	(15.8)	0.0
Share premium	926.2	435.2
Retained profit/deficit	434.9	0.0
Balance sheet loss	(43.1)	434.9
Provisions	15.1	1.4
Other provisions	15.1	1.4
Current provisions and liabilities	2.2	0.0
Trade payables	0.1	0.0
Trade payables from related parties	2.1	0.0
Other liabilities	0.0	0.0
Deferred tax liabilities	1.5	3.5
Total equity and liabilities	1,507.2	879.2

**INCOME STATEMENT OF ABOUT YOU HOLDING SE
PURSUANT TO HGB
FROM 1 MARCH 2021 TO 28 FEBRUARY 2022**

in EUR million	2021/2022	2020/2021
Revenues	0.9	0.0
Other operating income	1.4	0.0
Personnel expenses	(16.8)	0.0
Other operating expenses	(29.5)	(1.8)
Earnings before interest and taxes (EBIT)	(43.8)	(1.8)
Net interest income/loss	(1.0)	(0.0)
Earnings before taxes (EBIT)	(45.1)	(1.8)
Income taxes	2.0	(3.5)
Profit/(loss) for the period	(43.1)	(5.3)
Retained loss carried forward	434.9	(0.0)
Reversal of retained profit/deficit	0.0	440.2
Allocation to retained profit/deficit	(434.9)	0.0
Retained profit/deficit	(43.1)	434.9

The increase in financial assets by EUR 289.9 million corresponds mainly to capital increases by EUR 290.0 million undertaken in the Group's subsidiaries. Cash and cash equivalents of EUR 336.5 million increased as a result of the cash received from the public offering. Due to an increase in share capital from company funds and the capital increase in the course of the Company's public offering, subscribed capital increased by EUR 181.9 million to EUR 186.2 million. The placement prices realized in the course of the Company's public offering, which exceeded the nominal amount of the shares issued, resulted in an inflow of EUR 628.5 million in additional paid-in capital, which was counterbalanced by an outflow of EUR 153.3 million as a result of the increase in share capital. Furthermore, an increase in the capital reserve of EUR 15.8 million resulted from the acquisition of treasury shares. These are simultaneously deducted negatively from equity. The increase of EUR 13.7 million in other provisions is mainly driven by the inclusion of performance-related compensation components. The income statement features a steep rise by EUR 27.8 million in other operating expenses. These mainly consist of expenses for the listing and other consulting costs. Personnel expenses contain EUR 14.8 million in expenses from the inclusion of performance-related compensation components.

GUIDANCE FOR ABOUT YOU HOLDING SE

ABOUT YOU Holding SE was able to meet the forecast of the prior year with regard to the further development of the net assets, financial position and results of operations as well as the maintained intrinsic value of the financial assets. ABOUT YOU Holding SE's planning for the financial year 2022/2023 continues to assume steady further development of assets, financial and earnings position. Due to the expected positive development of the subsidiaries, financial assets are not expected to be changed in value.

2.8 DISCLOSURES REQUIRED BY TAKEOVER LAW PURSUANT TO SECTIONS 289A (1), 315A (1) GERMAN COMMERCIAL CODE (HGB) AND EXPLANATORY REPORT

The disclosures required under Sections 289a (1), 315a (1) German Commercial Code (HGB) are presented and described below. Please refer to **Section 3.6.7 (19.)** of the notes to the consolidated financial statements with regard to the disclosures pursuant to section 315a sentence 1 HGB.

COMPOSITION OF THE REGISTERED SHARE CAPITAL

The registered share capital of ABOUT YOU as of 28 February 2022, amounts to EUR 186,153,487 and is divided into 186,153,487 bearer shares with no-par value. Each Company share has an arithmetical share in the share capital of EUR 1.00. All shares carry the same rights and obligations.

Each share grants one vote at the Annual General Meeting and is decisive for the shareholders' share in the profits of ABOUT YOU. The rights and obligations of the shareholders are based on the provisions of the German Stock Corporation Act (AktG), especially on Sections 12, 53a et seq., 118 et seq. and 186 German Stock Corporation Act (AktG).

RESTRICTIONS RELATING TO VOTING RIGHTS AND THE TRANSFER OF SHARES

At the end of the financial year, ABOUT YOU held 15,758,072 treasury shares. Pursuant to Section 71b German Stock Corporation Act (AktG), the Company is not entitled to any rights attaching to these treasury shares. In general, the voting right of such shares is excluded by law pursuant to Section 136 German Stock Corporation Act (AktG).

In addition, according to the Management Board's knowledge, the following agreements that can be considered restrictions within the meaning of Sections 289a (1) no. 2, 315a (1) no. 2 of the German Commercial Code (HGB) were in force on 28 February 2022:

Voting Pool Agreement between OTTO and GFH Gesellschaft für Handelsbeteiligungen m.b.H.

On 23 March 2021, the shareholders OTTO and GFH Gesellschaft für Handelsbeteiligungen m.b.H. (hereinafter referred to as "GFH") entered into a pool agreement to coordinate the exercise of voting rights from all the shares held by them ("Pool Agreement"). According to the voting rights notifications of the

forementioned shareholders dated 16 June 2021, they hold a total of 82,578,728 shares of ABOUT YOU (corresponding to 44.36% of the share capital and the voting rights). The Pool Agreement covers all shares with voting rights in ABOUT YOU currently held by any party or dependent company within the meaning of Section 17 German Stock Corporation Act (AktG) as well as those acquired in the future as a result of exercising subscription rights, regardless of how they are acquired, as well as all shares with voting rights held by a third party on behalf of a party to the Pool Agreement on the basis of trust agreements or similar arrangements. In the Pool Agreement, OTTO and GFH have undertaken to exercise the voting rights from their holdings of shares in ABOUT YOU uniformly in accordance with the agreement between them. This includes all ABOUT YOU shares currently and in the future held by the aforementioned shareholders and the companies dependent on each of them within the meaning of Section 17 German Stock Corporation Act (AktG), as well as such shares currently or in the future held by third parties on the basis of trust agreements or similar arrangements for the aforementioned shareholders.

Pursuant to the Pool Agreement, before transferring or entering an obligation to transfer any shares covered by the Pool Agreement to a third party not being a party to the Pool Agreement, GFH must offer the relevant shares to OTTO. This right of first refusal does not apply to shares sold by GFH as part of the Greenshoe Option up to an amount of EUR 50 million (applying a price per share based on the lower of the mid-point of the price range in the private placement or the placement price) or to sales via the stock exchange or as part of a

block trade in an amount of up to EUR 25 million and up to 0.4% of the issued shares of ABOUT YOU.

Shareholders' Agreement between OTTO and Heartland A/S

Pursuant to a shareholders' agreement between the shareholder OTTO and Heartland A/S (the parent company of the shareholder Aktieselskabet af 12.6.2018 – "Heartland") dated 22/26 February 2021 (as amended on 29 March 2021) ("Shareholders' Agreement"), the aforementioned shareholders have, inter alia undertaken to exercise their voting rights (including voting rights held by third parties who have pooled their interests with one of the parties to the Shareholders' Agreement) in favour of the intended governance structure of ABOUT YOU as set out below and, of other certain matters set forth in the Shareholders' Agreement. A general pooling of voting rights has not been agreed between OTTO and Heartland.

The Shareholders' Agreement stipulates that ABOUT YOU shall have a Supervisory Board with six members, all of whom shall be elected by the Annual General Meeting. According to the Shareholders' Agreement, OTTO has the right to nominate and demand the dismissal of up to three members of the Supervisory Board, no more than two of whom may be executives or employees of OTTO. This right exists as long as OTTO controls, including through affiliates or pooling agreements, at least 40% of the share capital of ABOUT YOU (excluding treasury shares held by ABOUT YOU). For Heartland, the Shareholders' Agreement provides for the right to nominate and request the dismissal of one member of the

Supervisory Board. The remaining two other members of the Supervisory Board shall be independent and shall be determined by mutual agreement between the parties to the Shareholders' Agreement. OTTO may also request the dismissal of one of the independent members at any time, unless after this dismissal the Supervisory Board would no longer include any independent member. The parties to the Shareholders' Agreement would welcome (i) a member nominated by OTTO to be elected chairperson of the Supervisory Board, (ii) the member nominated by Heartland to be elected deputy chairperson of the Supervisory Board and (iii) one of each of the members nominated by the contracting parties to become a member of the Audit Committee and the Presidential and Nomination Committee.

The parties to the Shareholders' Agreement also aim to ensure that the chairperson of the Supervisory Board (but not the deputy chairperson) has a casting vote in the event of a tie and that an amendment to the rules of procedure of the Supervisory Board requires a unanimous decision by the Supervisory Board. In addition, qualified majority requirements required by law and stipulated in the Articles of Association of ABOUT YOU may not be reduced.

With respect to capital authorisations, the Shareholders' Agreement provides that OTTO and Heartland will vote in favour of the renewal of existing authorisations, e.g., authorised capital as well as the authorisation to issue convertible/option bonds and the underlying conditional capital. Any utilisation of authorised capital excluding the subscription rights of the remaining shareholders against contribution in kind by a shareholder holding more than

25% of the share capital of ABOUT YOU (excluding treasury shares held by ABOUT YOU) shall require the approval of 75% within the Supervisory Board, i.e., five out of six members.

Lock-up Obligations in Connection with the Private Placement

As part of the private placement of the Company's shares in the period until the end of 5 March 2022, the shareholders OTTO and GFH have undertaken not to directly or indirectly sell or otherwise dispose of shares held by them at the time the underwriting agreement in the context of the private placement is concluded or to offer them for purchase to third parties without the prior written consent of the underwriters („lock-up“). The lock-up does not apply to (i) any transfer of shares to companies affiliated with the respective shareholder or to other shareholders who already held shares in the Company at the time of the private placement or (ii) any disposal for the purpose of pledging or granting any other security interest over the Company's shares in connection with any margin loan facility, (iii) any disposal for the purpose of transferring any of the Company's shares to or for the benefit of a margin loan lender in connection with a margin loan or (iv) any transfer of the Company's shares to one or more reputable third-party investors, provided that any proposed transferee of such Company's shares pursuant to (iii) or (iv) above has agreed, for the remainder of the lock-up period, to be bound by the same lock-up restrictions as the relevant shareholder.

Furthermore, the shares held by the members of the Management Board of ABOUT YOU (indirectly via their respective investment

vehicles, i.e., Tarek Müller Beteiligungsgesellschaft mbH, Sebastian Betz Beteiligungsgesellschaft mbH and Hannes Wiese Beteiligungsgesellschaft mbH), which are neither vesting shares within the meaning of the re-vesting agreement (as defined and described below) nor shares sold in the private placement, are subject to a staggered lock-up obligation to the Company, according to which 50% of these shares may not be transferred or otherwise disposed of for one year and the other 50% for two years after the private placement (calculated from 16 June 2021).

Re-Vesting Scheme

Furthermore, in connection with the Company's private placement, the Company and each Management Board member and their respective investment vehicles entered into a re-vesting agreement on 4 June 2021, pursuant to which a portion of the Company's shares held by the respective investment vehicles of the Management Board members (i.e. Tarek Müller Beteiligungsgesellschaft mbH, Sebastian Betz Beteiligungsgesellschaft mbH and Hannes Wiese Beteiligungsgesellschaft mbH) at the time of the private placement are subject to a re-vesting scheme ("Re-Vesting Agreement"). This means that the shares covered by the Re-Vesting Agreement grant full shareholder rights, but the Company may request a transfer of these shares to the Company free of charge via a call option ("Call Option") if a leaver event occurs or the performance targets defined under the Long-Term Incentive Plan 2021 are not

achieved. The number of shares subject to this Call Option decreases at the end of each financial quarter until the vesting period expires in full at the end of 15 April 2025, provided that the Management Board member concerned has not left the Company (leaver event) prior to the end of the respective quarter ("Time Vesting"). There are good and bad leaver events. In the case of a good leaver event, the shares that have vested pursuant to the Time Vesting arrangement are no longer subject to the Company's Call Option (subject to the Performance Vesting described below). In case of a bad leaver event, all shares that were covered by the Call Option at the time of the conclusion of the Re-Vesting Agreement are subject to the Call Option, irrespective of Time Vesting.

In addition to Time Vesting, the vesting of a portion of the shares subject to the Call Option is conditional upon the achievement of predefined performance targets within certain time periods ("Performance Vesting"). These performance targets consist of the average annual growth (CAGR) of sales, the development of the adjusted EBITDA of ABOUT YOU and various environmental and social factors (ESG). The definition of the leaver event, the differentiation between bad leavers and good leavers and the performance targets for Performance Vesting largely correspond to the regulations of the Long-Term Incentive Plan 2021 (LTIP 2021). Further details can be found on the Investor Relations website under **Governance**.

The shares held by the investment vehicles of the Management Board members that are subject to the Call Option may not be sold or otherwise disposed of by them (lock-up). Pursuant to the Re-Vesting Agreement, any Company shares held by the respective investment vehicles of the Management Board members at the time of the private placement that are neither covered by the Call Option (as explained above) nor were sold in the private placement are also subject to a staggered lock-up obligation vis-à-vis the Company as described above.

Trade Bans (Closed Periods)

Furthermore, in connection with Article 19 (11) Regulation (EU) No 596/2014 (Market Abuse Regulation) and on the basis of internal guidelines and Company agreements, members of executive bodies and employees are subject to certain trading prohibitions when buying and selling ABOUT YOU shares in (temporal) connection with the publication of quarterly, half-yearly and year-end financial figures.

SHAREHOLDINGS IN THE CAPITAL EXCEEDING 10% OF THE VOTING RIGHTS

As of 28 February 2022, Michael Otto Stiftung and Dr Michael Otto, Anders Holch Povlsen and Benjamin Otto indirectly held 64.36% of the Company's shares.

The above information is based on notifications pursuant to Sections 33 et seq. German Securities Trading Act (WpHG), which ABOUT YOU has received and published. Voting rights notifications published by ABOUT YOU are available on the Investor Relations website under News - **Voting Rights**.

SHAREHOLDERS WITH SPECIAL VOTING RIGHTS; VOTING CONTROL OVER EMPLOYEE SHARES

The Company has not issued any shares with special rights pursuant to Section 315a (1) no. 4 and Section 289a (1) no. 4 German Commercial Code (HGB). Employees do not hold shares in the capital within the meaning of Section 315a (1) no. 5 and Section 289a (1) no. 5 German Commercial Code (HGB).

STATUTORY PROVISIONS AND PROVISIONS OF THE ARTICLES OF ASSOCIATION ON THE APPOINTMENT AND DISMISSAL OF MEMBERS OF THE MANAGEMENT BOARD AND THE AMENDMENT OF THE ARTICLES OF ASSOCIATION

The Supervisory Board appoints the members of the Management Board on the basis of Article 9 (1), Article 39 (2) and Article 46 SE Regulation and Sections 84, 85 German Stock

Corporation Act (AktG) for a maximum term of five years. Reappointments are permissible. The Supervisory Board is entitled to revoke the appointment of a Management Board member for good cause. According to Article 7 of the Articles of Association, the Management Board consists of one or more persons. The number of Management Board members is determined by the Supervisory Board.

Amendments to the Articles of Association are decided by the Annual General Meeting. Pursuant to Article 59 (1) SE-Regulation and Section 179 (2) German Stock Corporation Act (AktG), resolutions on amendments to the Articles of Association require a majority of at least three quarters of the votes cast and the share capital represented at the Annual General Meeting adopting the resolution. Amendments to the Articles of Association of ABOUT YOU are otherwise governed by Sections 179, 181, 133, 119 (1) no. 6 German Stock Corporation Act (AktG). In addition, there are numerous other provisions of the German Stock Corporation Act (AktG) that might apply to, modify or overrule provisions in the Articles of Association, e.g., Sections 182 et seq. German Stock Corporation Act (AktG) in case of capital increases, Sections 222 et seq. German Stock Corporation Act (AktG) in case of capital reductions and Section 262 German Stock Corporation Act (AktG) in case of the dissolution of the Company.

Pursuant to Article 12 of the Articles of Association, the Supervisory Board is authorised to adopt amendments to the Articles of Association that only affect their wording.

POWERS OF THE MANAGEMENT BOARD TO ISSUE OR REPURCHASE SHARES

Authorised Capital 2021

Pursuant to Article 4 (4) of the Articles of Association of ABOUT YOU, the Management Board is authorised, with the consent of the Supervisory Board, to increase the Company's share capital on one or more occasions until 30 May 2026 by a total of up to EUR 78,791,000 by issuing new bearer shares with no-par value against cash and/or non-cash contributions (Authorised Capital 2021). The shareholders shall generally be granted the statutory pre-emptive rights to the new shares. The pre-emptive rights can also be granted by way of indirect pre-emptive rights within the meaning of Section 186 (5) Sentence 1 German Stock Corporation Act (AktG).

The Management Board is authorised, with the consent of the Supervisory Board, to exclude the statutory pre-emptive right of shareholders in whole or in part in certain cases specified in Article 4 (4) of the Articles of Association of ABOUT YOU. In simplified terms, this is possible in the following constellations:

- to avoid fractional amounts resulting from the subscription ratio,
- to offer shares to holders of conversion or option rights attached to convertible and/or option bonds to the extent to which they are entitled to such shares after conversion or exercise of the option,

- if, in the case of a capital increase against cash, the issue price is not significantly lower than the stock exchange price and the total pro rata amount attributable to the new shares for which the subscription right is excluded does not exceed 10% of the share capital,
- to issue shares against contributions in kind, in particular for the purpose of acquiring companies, parts of companies or participations in companies, in the context of mergers and/or for the purpose of acquiring other assets (including rights and receivables), or
- to issue shares against cash and/or in-kind contributions within the scope of participation programmes and/or within the scope of share-based remuneration, provided that the total pro rata amount attributable to the new shares for which the pre-emptive right is excluded does not exceed 10% of the share capital.

The authorisations to exclude subscription rights explained above may also be combined.

The Management Board is authorised, with the consent of the Supervisory Board, to determine the further content of the shareholder rights and the terms and conditions of the stock issuance. Further details on the Authorised Capital 2021 can be found in Article 4 (4) of the Articles of Association of ABOUT YOU.

Conditional Capital 2021/I

The share capital of the Company is conditionally increased pursuant to Article 4 (5) of the Articles of Association of ABOUT YOU by up to EUR 3,310,500 by the issuance of in total up to 3,310,500 new bearer shares with no-par value (Conditional Capital 2021/I). The Conditional Capital 2021/I serves exclusively the purpose of servicing subscription rights of the members of the Management Board granted until 31 July 2021 (inclusive) under the Long-Term Incentive Plan 2021 in accordance with the resolution of the General Meeting on 31 May 2021. The conditional capital increase will be implemented only to the extent that the holders of the granted subscription rights exercise their subscription rights to shares in the Company, and the Company neither grants treasury shares nor cash payments to fulfil the subscription rights. Granting and fulfilling subscription rights vis-à-vis the members of the Management Board of the Company is the exclusive responsibility of the Supervisory Board.

Powers to Issue Convertible Bonds or Bonds with Warrants/Conditional Capital 2021/II

By resolution of 31 May 2021, the General Meeting authorised the Management Board, subject to the consent of the Supervisory Board, to issue bearer and/or registered convertible and/or option bonds with a limited or unlimited term (hereinafter together the „Bonds“) in the total nominal amount of up to EUR 2.2 billion on one or several occasions on or before 30 May 2026 and to grant to the holders or creditors of such Bonds, respectively, conversion or option rights for subscribing to up to a

total of 75,480,000 new no-par value bearer shares representing up to EUR 75,480,000 of the Company's registered share capital.

The Bonds may also be issued by a domestic or foreign company in which ABOUT YOU directly or indirectly holds a majority of the votes and capital. In this case, the Management Board is authorised, subject to the consent of the Supervisory Board, to assume the guarantee for these Bonds on behalf of ABOUT YOU and to grant to the holders or creditors of such Bonds, respectively, conversion or option rights for shares in the Company as well as to make further declarations and take further actions as are required for a successful issuance.

The aforementioned authorisation contains concrete specifications regarding the option or conversion price in each case. The option or conversion price may be adjusted in a value-preserving manner in the event of economic dilution or in the event of changes in capital or other extraordinary measures or events that may lead to a change in the economic value of the Bonds (e.g., dividend payments, acquisition of control by a third party), even beyond the cases provided for by law. Furthermore, the terms and conditions of the Bonds may provide that the exchange ratio and/or the option or conversion price are variable and that the option or conversion price is determined within a range to be specified depending on the development of the share price during the term.

Whenever Bonds are issued, the shareholders are generally entitled to the statutory pre-emptive rights. The statutory pre-emptive rights may be granted to the shareholders in such a way that the Bonds are underwritten by a bank or a syndicate of banks with the obligation to offer them to the shareholders for subscription. If Bonds are issued by a company in which ABOUT YOU directly or indirectly holds a majority of the votes and capital, ABOUT YOU must ensure that the statutory pre-emptive rights are granted to the shareholders of the company in accordance with the above.

However, the Management Board is authorised, subject to the consent of the Supervisory Board, to exclude the shareholders' statutory pre-emptive rights in whole or in part as specified in the authorisation resolution. In simplified terms, this is possible in the following constellations:

- by applying Section 186 (3) Sentence 4 of the German Stock Corporation Act (AktG) accordingly, provided that the Bonds are issued against consideration in cash and the Management Board comes, after due assessment, to the conclusion that the issue price is not significantly below the theoretical market value of the Bonds with conversion or option right or conversion obligation as determined in accordance with generally accepted financial calculation methods. However, this authorisation to exclude pre-emptive rights only applies to Bonds with conversion and/or option rights or conversion obligations with respect to shares; the total proportionate amount of which does not exceed 10% of the registered share

capital, neither at the time this authorisation becomes effective nor at the time it is exercised. Company shares that are issued or sold by the Company during the term of this authorisation with exclusion of pre-emptive rights pursuant to Section 186 (3) Sentence 4 of the German Stock Corporation Act (AktG) or by applying it accordingly count towards this limit. Furthermore, Company shares that are issued now or in the future for the purpose of servicing conversion or option rights or conversion or option obligations attached to convertible and/or option bonds or convertible profit participation rights also count towards this limit if the Bonds or profit participation rights carrying a respective conversion or option right or a conversion or option obligation are issued during the term of this authorisation on the basis of a different authorisation that excludes the shareholders' pre-emptive rights on the basis of Section 186 (3) Sentence 4 German Stock Corporation Act (AktG),

- to exclude fractional amounts from the shareholders' pre-emptive rights,
- to the extent necessary to grant to the holders or creditors of conversion or option rights attached to convertible and/or option bonds and/or convertible profit participation rights previously issued by the Company or a company in which it holds a majority interest, or, in case of an own conversion right of the Company, to holders or creditors obligated thereby, pre-emptive rights to the extent they would be entitled to after exercising the conversion or option rights or after fulfilling a conversion or option obligation, or

- insofar as Bonds are issued against contributions in kind, in particular for the purpose of acquiring companies, parts of companies or participations in companies, within the scope of mergers and/or for the purpose of acquiring other assets (including rights and receivables) and the Management Board, after due examination, has come to the conclusion that the value of the contributions in kind is in reasonable proportion to the theoretical market value of the Bonds as determined in accordance with recognised principles of financial mathematics.

The authorisations to exclude subscription rights explained above may also be combined.

This authorisation creates conditional capital of up to EUR 75,480,000 pursuant to Article 4 (6) of the Articles of Association through the issuance of up to 75,480,000 new no-par value bearer shares (Conditional Capital 2021/II). The Conditional Capital 2021/II serves the purpose of granting shares to holders or creditors of convertible bonds as well as to holders of option rights attached to option bonds that are issued on or before 30 May 2026 based on the authorisation granted by resolution of the General Meeting of ABOUT YOU Holding AG (the legal predecessor of the Company) on 31 May 2021 by the Company or a national or foreign subsidiary in which the Company either directly or indirectly holds a majority in terms of voting rights and capital. The conditional capital increase is only implemented to the extent that the conversion or option rights attached to the aforementioned bonds are de facto exercised or conversion obligations attached to such bonds are fulfilled and to the extent that no other forms of fulfillment are

used for this purpose. The new shares are issued at the conversion price or option price that is determined in accordance with the authorisation resolution. The Management Board is authorised, with the consent of the Supervisory Board, to determine the further details of the implementation of the conditional capital increase.

Powers to Acquire Treasury Shares

By resolution of 14 June 2021, the General Meeting authorised the Company under agenda item 2 pursuant to Section 71 (1) No. 8 of the German Stock Corporation Act (AktG) to acquire treasury shares on or before 13 June 2026 in an amount of up to 10% of the share capital of the Company at the time the authorisation is granted or – if such amount is lower – at the time of the authorisation is exercised. The amount of treasury shares acquired on the basis of this authorisation together with other treasury shares in possession of the Company or attributed to the Company pursuant to Sections 71a et seq. German Stock Corporation Act (AktG) may not exceed at any time an amount of 10% of the respective share capital.

The acquisition may, at the discretion of the Management Board, be effected (i) via the stock exchange, (ii) by means of a public tender offer addressed to all shareholders, (iii) by means of a public solicitation to submit offers for sale, (iv) via participants in share-based incentive or remuneration programmes or entities owned by such participants in connection with the settlement of such programmes and/or (v) via the holders of (former) preference shares in the Company in connection with, or subsequent to, a cancellation of profit

or liquidation preferences of preference shares and their conversion into ordinary shares. The authorisation contains specifications regarding the purchase price and the procedure in the event of an oversubscription of a public purchase offer.

Subject to the consent of the Supervisory Board, the Management Board is authorised to use treasury shares of the Company in particular:

- to sell treasury shares for cash other than via the stock exchange or by an offer directed to all shareholders, provided that the selling price per share is not materially below the market trading price of the Company's shares. This authorisation is limited to the sale of shares to which a total pro rata amount of no more than 10% of the share capital is attributable at the time this authorisation becomes effective and at the time this authorisation is exercised. This 10% limit shall include the proportional value of the share capital (i) attributable to shares of the Company that are issued or sold during the term of the authorisation with the exclusion of pre-emptive rights by applying Section 186 (3) Sentence 4 German Stock Corporation Act (AktG) directly or accordingly, and (ii) attributable to shares of the Company that are or still can be issued for the purpose of servicing conversion or option rights or fulfilling conversion or option obligations attached to convertible or option bonds or convertible profit participation rights to the extent that the bonds or profit participation rights are issued during the term of this authorisation on the basis of a different authorisation by exclusion of

pre-emptive rights by applying Section 186 (3) Sentence 4 German Stock Corporation Act (AktG) accordingly;

- for the sale or other transfer of shares in the Company via the stock exchange or by means of an offer to all shareholders, insofar as this is effected against consideration in kind, in particular in the case of the acquisition of companies, parts of companies or participations in companies, in the case of mergers or in the case of the acquisition of other assets (including rights and receivables);
- for the purpose of fulfilling option and/or conversion rights or obligations attached to convertible and/or option bonds and/or convertible profit participation rights which are granted by the Company or by entities dependent on the Company or entities in which the Company holds a majority interest;
- to the extent that it is necessary in order to grant to holders or creditors of option and/or conversion rights attached to convertible and/or option bonds and/or convertible profit participation rights, which are granted by the Company or by entities dependent on the Company or entities in which the Company holds a majority interest, or, in case of an own conversion right of the Company, to holders or creditors obligated thereby, pre-emptive rights to shares to the extent that such holders or creditors would be entitled to after the exercise of the conversion or option rights or after the fulfillment of the conversion or option obligations; or

■ in the context of participation programmes and/or in the context of share-based remuneration (also at reduced prices and/or without separate remuneration). Insofar as treasury shares are to be granted to members of the Management Board of the Company, the Supervisory Board of the Company shall decide on the allocation.

The Management Board is also authorised, with the consent of the Supervisory Board, to redeem treasury shares in whole or in part without a further resolution by the Annual General Meeting. The redemption shall be effected by way of a simplified procedure without a capital reduction or in such a way that the share capital remains unchanged, thereby increasing the notional portion of the share capital associated with the remaining shares pursuant to Section 8 (3) German Stock Corporation Act (AktG).

All the above authorisations may be exercised in whole or in part, on one or more occasions, by the Company or by companies in which the Company holds a majority interest; furthermore, the authorisation may also be exercised for the account of the Company or for the account of third parties acting on behalf of dependent companies or companies in which the Company holds a majority interest.

The provisions on the use of treasury shares under exclusion of pre-emptive rights as well as on the redemption of treasury shares also apply to treasury shares that are acquired on the basis of the authorisations granted by resolution of the General Meeting of 31 May 2021 under agenda item 5 and 6 pursuant to Section 71 (1) No. 8 of the German Stock Corporation Act (AktG) to acquire treasury shares or to acquire treasury shares using derivatives.

Pursuant to the resolution of the General Meeting of 14 June 2021 on agenda item 3, the Company is also authorised to acquire treasury shares, other than by the means described above, using derivatives in accordance with Section 71 (1) No. 8 of the German Stock Corporation Act (AktG). For this purpose, the Company is authorised to:

- sell options that obligate the Company to purchase shares in the Company upon exercise of the option (put options);
- purchase options giving the Company the right to acquire shares in the Company upon exercise of the option (call options); and
- enter into forward purchase agreements (Terminkaufverträge) with respect to shares of the Company which have a period of more than two stock exchange trading days between the conclusion of the respective purchase agreement and the settlement with the acquired shares (forward purchases)

Treasury shares may be acquired using put options, call options, forward purchases (together „Derivatives“) and/or a combination of these Derivatives. The use of Derivatives to acquire treasury shares requires the consent of the Supervisory Board.

The authorisation may be exercised in whole or in part, on one or several occasions, by the Company or by companies controlled or majority-owned by the Company; furthermore, the authorisation may also be exercised by third parties acting for the account of the Company or for the account of companies controlled or majority-owned by the Company.

Share acquisitions using Derivatives are limited in total to shares amounting to a maximum of 5% of the Company's share capital existing at the time the authorisation is granted or – if such amount is lower – at the time the authorisation is exercised.

The term of the respective Derivatives may not exceed 18 months. Furthermore, the term of the Derivatives must be chosen in such a way that the acquisition of shares in the Company using Derivatives does not take place after 13 June 2026.

It must be ensured in the terms and conditions of the Derivatives that the Derivatives are fulfilled only with shares that were previously acquired on the stock exchange in compliance with the principle of equal treatment, whereby the purchase price per share paid for the acquisition on the stock exchange (not including ancillary acquisition costs) must be within the pricing corridor applicable to the acquisition of shares by the Company via the stock exchange pursuant to the authorisation to acquire treasury shares (resolution of the General Meeting of 14 June 2021 under agenda item 2).

The authorisation to acquire treasury shares by means of Derivatives contains concrete specifications regarding the purchase price agreed in this context depending on the stock exchange price of the shares of the Company.

If treasury shares are acquired by using Derivatives in accordance with the provisions set out above, the shareholders shall have no right to conclude such derivative contracts with the Company. Shareholders have a right to tender their shares to the Company only to the extent that the Company is obligated vis-à-vis the respective shareholders to take delivery of such shares under the derivative contracts. Any further right to tender is excluded.

The provisions regarding the use of treasury shares acquired on the basis of the authorisations described above shall apply mutatis mutandis to the use of treasury shares acquired by using Derivatives.

MATERIAL AGREEMENTS THAT COME INTO FORCE FOLLOWING A CHANGE OF CONTROL DUE TO A TAKEOVER BID

The Company has concluded no significant agreements that would into force after a change of control or that provide for special termination rights for this purpose.

COMPENSATION AGREEMENTS CONCLUDED WITH MEMBERS OF THE MANAGEMENT BOARD OR WITH EMPLOYEES IN THE EVENT OF A TAKEOVER BID

There are no commitments to members of the Management Board and employees of the Company for (additional) benefits in the event of a change of control. The service contracts of the Management Board members contain neither a special right of termination nor entitlements to severance payments in the event of a change of control.

CONSOLIDATED FINANCIAL STATEMENTS

3.1 CONSOLIDATED INCOME STATEMENT

in EUR million	Note	2021/2022	2020/2021
Revenue	(1.)	1,731.6	1,166.5
Cost of materials	(2.)	(1,023.3)	(691.5)
Personnel expenses	(3.)	(86.0)	(59.8)
Other operating expenses	(4.)	(744.1)	(477.8)
Other operating income	(5.)	3.1	3.2
Own work capitalised		23.8	15.4
Earnings before interest, taxes, depreciation, and amortization (EBITDA)		(95.0)	(44.0)
Amortization, depreciation, and write-downs	(6.)	(25.0)	(11.4)
Earnings before interest and taxes (EBIT)		(119.9)	(55.5)
Net interest result	(7.)	(4.0)	(1.9)
Other financial result	(7.)	1.3	0.3
Earnings before taxes (EBT)		(122.6)	(57.1)
Income taxes	(8.)	(1.8)	(2.8)
Profit/(loss) for the period		(124.4)	(59.9)
Undiluted earnings per share (EPS) (in EUR)	(9.)	(0.77)	(0.42)
Diluted earnings per share (EPS) (in EUR)	(9.)	(0.77)	(0.42)

3.2 CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

in EUR million	2021/2022	2020/2021
Profit/(loss) for the period	(124.4)	(59.9)
Items that will be reclassified to profit/loss in subsequent reporting periods	0.0	0.0
Items that will not be reclassified to profit/loss in subsequent reporting periods	0.0	0.0
Income and expenses recognized directly in equity	0.0	0.0
Total comprehensive income	(124.4)	(59.9)

Table:

1 Matches the position "Non-current provisions and liabilities" in the consolidated financial statements as of 28 February 2021

2 Matches the position "Current provisions and liabilities" in the consolidated financial statements as of 28 February 2021

3.3 CONSOLIDATED BALANCE SHEET

Assets

in EUR million	Note	28/2/2022	28/2/2021
Non-current assets		130.8	48.3
Intangible assets	(10.)	47.3	32.6
Right-of-use assets	(11.)	57.6	10.3
Property, plant, and equipment	(12.)	5.8	3.5
Other non-current financial assets	(13.), (14.)	20.1	1.9
Current Assets		1,053.5	408.9
Inventories	(15.)	388.4	199.6
Trade receivables and other receivables	(16.)	75.9	56.6
Other financial assets	(17.)	0.0	0.0
Other non-financial assets	(17.)	93.0	44.7
Cash and cash equivalents	(18.)	496.2	107.9
Total assets		1,184.3	457.2

Equity and Liabilities

in EUR million	Note	28/2/2022	28/2/2021
Equity	(19.), (20.), (21.)	583.5	55.4
Subscribed capital		186.2	4.3
Share premium		933.6	463.0
Retained deficit		(536.2)	(411.8)
Non-current liabilities¹	(25.)	53.0	87.6
Non-current lease liabilities	(22.)	47.9	7.6
Non-current liabilities to related parties	(22.)	0.0	76.7
Deferred tax liabilities	(8.)	5.2	3.4
Current liabilities²	(25.), (26.)	547.8	314.1
Trade payables	(23.)	347.7	209.7
Lease Liabilities	(11.)	12.1	3.2
Other financial liabilities	(24.)	108.0	52.7
Other non-financial liabilities	(24.)	79.6	46.0
Other provisions	(26.)	0.4	2.5
Total equity and liabilities		1,184.3	457.2

3.4 CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

in EUR million	Note	Subscribed capital	Share premium	Retained deficit	Total Equity
As of 1 March 2020		4.3	449.9	(351.9)	102.2
Profit/(loss) for the period		0.0	0.0	(59.9)	(59.9)
Shareholder Investments	(19.)	0.0	19.1	0.0	19.2
Shareholder's withdrawals	(19.)	0.0	(14.4)	0.0	(14.4)
Changes in consolidated group	(19.)	0.0	0.0	0.0	0.0
Other changes in comprehensive income	(19.)	0.0	0.0	0.0	0.0
Share-based payments	(20.)	0.0	8.4	0.0	8.4
As of 28 February 2021		4.3	463.0	(411.8)	55.4
Profit/(loss) for the period		0.0	0.0	(124.4)	(124.4)
Shareholder Investments	(19.)	0.0	0.3	0.0	0.3
Shareholder's withdrawals	(19.)	0.0	0.0	0.0	0.0
Changes in consolidated group	(19.)	(0.0)	0.0	0.0	0.0
Net proceeds from the listing	(19.)	181.9	455.5	0.0	637.3
Share-based payments	(20.)	0.0	14.8	0.0	14.8
As of 28 February 2022		186.2	933.6	(536.2)	583.5

3.5 CONSOLIDATED STATEMENT OF CASH FLOWS

in EUR million	Note	2021/2022	2020/2021
Profit/(loss) for the period		(124.4)	(59.9)
+ Amortization, depreciation, and writedowns	(6.)	25.0	11.4
+ Income taxes	(8.)	1.8	2.8
+ Net interest result	(7.)	4.0	1.9
- Taxes paid	(8.)	(0.0)	0.2
-/+ Increase/decrease in inventories	(15.)	(188.7)	(105.5)
-/+ Increase/decreases in trade receivables and other receivables	(16.)	(19.3)	17.6
+/- Increase/decrease in trade payables	(23.)	138.0	83.7
+/- Increase/decrease in other assets/liabilities	(17.), (24.)	38.4	28.2
+ Non-cash expenses	(20.), (21.)	15.2	13.1
= Cash flow from operating activities	(28.)	(110.1)	(6.4)
- Acquisition of intangible assets and property, plant, and equipment	(12.)	(28.1)	(16.9)
- Acquisition of company shares	(13.)	(3.8)	(1.9)
+/- Payments/repayments for loans as well as interest received	(7.)	(13.9)	(0.1)
= Cash flow from investing activities	(28.)	(45.8)	(18.9)
= Free cash flow	(28.)	(155.9)	(25.4)

in EUR million	Note	2021/2022	2020/2021
+ Proceeds from issue of share capital	(19.), (20.), (21.)	637.3	0.0
+/- Proceeds/payments from shareholder loans	(22.)	(75.0)	75.0
+ Proceeds from shareholders		0.0	14.4
- Payments to shareholders		0.0	(14.4)
+/- Payments from leasing agreements	(11.)	(12.1)	(3.9)
+/- Interest paid	(7.)	(6.1)	(0.2)
= Cash flow from financing activities	(28.)	544.2	70.9
+ Cash and cash equivalents at beginning of period	(18.)	107.9	62.4
+/- Net change in cash and cash equivalents	(18.)	388.3	45.6
= Cash and cash equivalents at end of period	(18.)	496.2	107.9

3.6 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3.6.1 GENERAL INFORMATION

ABOUT YOU Holding SE is a listed European public limited company based in Hamburg, Germany. ABOUT YOU Holding SE, Hamburg, is the parent company of the ABOUT YOU Group. ABOUT YOU Holding SE, Domstraße 10, 20095 Hamburg, Germany (HRB 170972, Local Court of Hamburg) and its subsidiaries (together hereinafter referred to as the "ABOUT YOU Group" or "ABOUT YOU") make up a fashion e-commerce and technology Group operating mostly in Europe.

In the second half of the past financial year, the parent company of the ABOUT YOU Group changed its legal form from a German public company (AG) to a European public limited company (Societas Europaea, SE) by merging together with and absorbing the wholly owned subsidiary ABOUT YOU Tiger Holding AG, Vienna, Austria as transferring legal entity. The merger and the change of legal form became effective once it was entered in the commercial register held at the Local Court of Hamburg on 16 September 2021.

ABOUT YOU Holding SE is the ultimate parent company of the ABOUT YOU Group. In addition to the parent company, the ABOUT YOU Group has four other subsidiaries that are included in the scope of the consolidated financial statements.

The consolidated financial statements of ABOUT YOU Holding SE cover the period from 1 March 2021 to 28 February 2022 and represent the consolidated financial statements for the smallest group of companies to which ABOUT YOU Holding SE is affiliated.

Otto Aktiengesellschaft für Beteiligungen, Hamburg, as the ultimate parent company of ABOUT YOU Holding SE, prepares consolidated financial statements for the largest group of Group companies, and Otto (GmbH & Co KG), Hamburg, as the immediate parent company of ABOUT YOU Holding SE, prepares consolidated financial statements for the smallest group of Group companies. The consolidated financial statements are published in the Federal Gazette [Bundesanzeiger].

Principles for Preparing the Report

The consolidated financial statements for the year ended 28 February 2021, of ABOUT YOU Holding have been prepared in accordance with the provisions of Regulation (EC) No. 1606 / 2002 of the European Parliament and of the Council of 19 July 2002 in conjunction with Section 315e (1) of the German Commercial Code (HGB) in accordance with the IFRS adopted and published by the International Accounting Standards Board (IASB) as applicable in the European Union. Additionally, the supplementary commercial law provisions applicable pursuant to section 315e (1) HGB were taken into account.

All IFRSs adopted and effective in the European Union as of the reporting date have been applied to these consolidated financial

statements. The requirements of IFRS have been met in full, providing a true and fair view of the financial position, financial performance and cash flows of the ABOUT YOU Group. In addition, the regulations of the German Securities Trading Act (WpHG) were followed.

The consolidated financial statements are prepared on the basis of measuring assets and liabilities at amortized cost. This excludes certain financial instruments, which are measured at fair value. Individual items of the consolidated income statement and the statement of financial position have been aggregated to improve the clarity of presentation. These items are commented in the notes to the consolidated financial statements. The consolidated statement of profit or loss within the statement of comprehensive income has been prepared in accordance with the nature of expense method.

The consolidated financial statements have been prepared based on the going concern premise, which indicates that the Group will be able to meet its existing liabilities and future obligations.

Impact of Seasonality on Operations in Consolidated Financial Statement

ABOUT YOU revenues are subject to seasonal effects and can therefore fluctuate within the financial year. The spring and summer months are generally characterised by a lower level of sales, as spring and summer fashion products are usually lower priced.

In contrast, the autumn and winter months, which see higher sales levels due to higher priced autumn and winter fashion as well as the Black Friday sale and Christmas promotions.

Group Listing

ABOUT YOU shares have been traded on the regulated market (Prime Standard) of the Frankfurt Stock Exchange since 16 June 2021 and were admitted to the SDAX® index in September 2021.

The offer price was set by the Company at EUR 23.00 on 14 June 2021. The total volume of the offering was EUR 842 million and comprised the placement of 28,571,429 newly issued ordinary bearer shares, 3,260,871 ordinary bearer shares sold by the Management and the Greenshoe option to purchase 4,774,845 shares. The existing shares were also admitted to trading.

The free float at the time of the listing was 21.0% of the outstanding share capital (excluding treasury shares held by the Company) including the full exercise of the over-allotment option.

In the course of the listing, the Company received cash and cash equivalents of EUR 637.3 million after deducting the costs associated with the listing.

In 2021/2022, total transaction costs of EUR 33.0 million (2020/2021: EUR 0.2 million) were incurred in relation with the listing, of which EUR 19.8 million (2020/2021: EUR 0.0 million) were recognised as a reduction in equity.

Through the issue of shares, equity has changed by EUR 637.3 million.

Declaration of Compliance with the German Corporate Governance Code

The declaration on the German Corporate Governance Code pursuant to Section 161 of the German Stock Corporation Act (AktG) has been issued and made available to the shareholders of ABOUT YOU Holding SE. It can be accessed on the Investor Relations website, under **Governance**.

3.6.2 NEW ACCOUNTING STANDARDS

New Financial Reporting Standards Issued by the IASB

The consolidated financial statements take into account all IFRS adopted as of the reporting date and whose adoption is mandatory in the European Union.

The following regulations are mandatory for ABOUT YOU from 1 March 2021:

- Amendment to IAS 39 "Financial Instruments: Recognition and Measurement"

- Amendment to IFRS 4 "Insurance Contracts"
- Amendment to IFRS 7 "Financial Instruments: Disclosures"
- Amendment to IFRS 9 "Financial Instruments"
- Amendment to IFRS 16 "Leasing agreements"

The amended standards to be applied for the first time in the 2021/2022 financial year have no material impact on the presentation of the financial position, financial performance and cash flows of ABOUT YOU or on the disclosures in the financial statements.

Furthermore, no standards or amended standards for which early adoption is permitted were applied in the financial year.

New or Amended IFRS Not Yet Applied

The following financial reporting standards and amendments were already adopted by the IASB on the date of release of the financial statements for publication. They are however not yet effective for the reporting year and were also not yet applied by ABOUT YOU:

Standard/Interpretation	Contents	First time use for ABOUT YOU	Impact
Amendments to IFRS 3	Reference to the conceptual framework	1 March 2022	No significant effects on the financial position, net assets, and earnings position.
Amendments to IAS 16	Property, plant and equipment - proceeds before Indeed Use	1 March 2022	No significant effects on the financial position, net assets, and earnings position.
Amendments to IAS 37	Onerous contracts - cost of fulfilling a contract	1 March 2022	No significant effects on the financial position, net assets, and earnings position.
Improvements to IFRS 2018-2020	Amendments to IFRS 1, IFRS 9, IFRS 16 und IAS 41	1 March 2022	No significant effects on the financial position, net assets, and earnings position.
IFRS 17 (incl. amendments to IFRS 17)	Insurance contracts	1 March 2023	No significant effects on the financial position, net assets, and earnings position.
Amendments to IFRS 10 und IAS 28	Sale or contribution of assets between an investor and associate or joint venture	To be determined	No significant effects on the financial position, net assets, and earnings position.
Amendments to IAS 1 (incl. Deferral of Effective Date)	Classification of liabilities as current or non-current	1 March 2023	No significant effects on the financial position, net assets, and earnings position.
Amendments to IAS 1 and IFRS Practise Statement 2	Disclosure of accounting policies	1 March 2023	No significant effects on the financial position, net assets, and earnings position.
Amendments to IAS 8	Definition of accounting estimates	1 March 2023	No significant effects on the financial position, net assets, and earnings position.
Amendments to IAS 12	Deferred tax related to assets and liabilities arising from a single transaction	1 March 2023	No significant effects on the financial position, net assets, and earnings position.
Amendments to IFRS 17	Initial application of IFRS 17 and IFRS 9 - Comparative Information	1 March 2023	No significant effects on the financial position, net assets, and earnings position.

3.6.3 BASIS OF CONSOLIDATION

Functional and Presentation Currency

The consolidated financial statements are presented in euros, the functional currency of ABOUT YOU Holding and its subsidiaries as well as the presentation currency of the Group. Transactions conducted in other currencies are translated into the functional currency at the exchange rate applicable on the date of the transaction. Foreign currency translation effects from converting transactions are shown in other financial result.

The amounts of the reporting year are reported in million euros (million EUR) unless stated otherwise. Due to rounding, it is possible that individual figures do not exactly add up to the totals shown and the presented percentages do not exactly reflect the absolute figures to which they relate.

Acquisitions during the Financial Year

In the financial year 2021/2022 the ABOUT YOU Group acquired the following companies, which are not included in the consolidated financial statements due to their immateriality. The impact on revenue, profit after tax, assets and equity in relation to the ABOUT YOU Group was less than 1%.

Acquisitions in 2021/2022	Registered office, country	Date of acquisition	Ownership interests (Group) as of reporting date
Not included			
Why Not Enterprises GmbH	Berlin, Germany	13 October 2021	43.00 %
6PM GmbH	Frankfurt am Main, Germany	14 December 2021	19.96 %

The following table provides an overview of the consolidated companies of the ABOUT YOU Group:

	28/2/2022	28/2/2021
Fully consolidated entities		
Thereof in Germany	5	4
Thereof outside Germany	0	0
Total	5	4

As of 28 February 2022, no companies were included using the at equity method or the proportional consolidation method.

3.6.4 ACCOUNTING POLICIES

The invasion of Russian armed forces into sovereign Ukraine on 24 February 2022 is an event that has to be taken into account in the annual financial statements as of 28 February 2022. Insights into the possible consequences for the company after the balance sheet date and up to the date of preparation were consequently taken into account in the accounting and valuation in the annual financial statements.

No effects on the valuations of the assets and liabilities as of 28 February 2022 were apparent in this respect.

The economic and cyclical effects cannot be estimated at the moment, especially given the uncertain development of the conflict.

The following accounting and valuation methods continued to be used for the preparation of the annual financial statements.

Intangible Assets

Internally generated intangible assets are recognized at the cost incurred during the development phase after establishing their technological and commercial feasibility until the date of completion. The capitalised costs include those directly attributable to the development phase.

Gains or losses from the disposal of intangible assets are recognized in other operating income or expenses. Purchased intangible assets are recognized at cost.

Impairment testing is conducted annually and in the case of a triggering event for all internally generated intangible assets still in the development phase. All internally generated and purchased intangible assets are amortized on a straight-line basis over their useful life as follows:

	Useful lives in years
Software	3-5
Licenses	3-5

Property, Plant and Equipment

Items of property, plant and equipment are recognized at cost and depreciated in accordance with their expected useful life using the straight-line-method. Changes in residual values or useful lives during the use of the assets are taken into account when measuring their depreciable amounts. Gains or losses from the disposal of property, plant and equipment are included in other operating income or expenses.

Items of property, plant and equipment are depreciated using the following useful lives applicable across the Group:

	Useful lives in years
Leasehold improvements	1-4
Technical equipment and machinery	4-30
Operating and office equipment	5-19

Impairment of Intangible Assets and Property, Plant and Equipment and Right-of-use Assets

All intangible assets, property, plant, and equipment and right-of-use assets are tested for impairment if there is any indication that an intangible asset may be impaired.

For impairment testing pursuant to IAS 36, the carrying amount of the intangible asset must be compared against the corresponding recoverable amount. An asset is impaired when its recoverable amount falls below its carrying amount. The value of the asset must be reduced to that amount through profit or loss. Otherwise, the carrying amount must be retained. The recoverable amount is the higher of an asset's fair value (pursuant to IFRS 13) less costs of disposal and the value in use.

There were no indications in 2021/2022 that an asset may be impaired. Annual impairment testing of goodwill did not reveal any indications of impairment.

Inventories

Inventories are measured at the lower of cost and net realisable value as of the reporting date. Net realisable value is the estimated selling price less the estimated costs necessary to make the sale. Should the net realisable value be lower than the amortised cost, a corresponding write-down is made, which is recognised as a cost of materials. Besides the impairment losses derived from the sales market, write-downs are taken into consideration, especially due to qualitative reasons or reduced usability.

Financial Instruments IFRS 9

Financial instruments are contracts that result in the creation of a financial asset for one party and a financial liability or equity instrument for the other party. Financial instruments are generally recorded on the trade date.

IFRS 9 contains rules for the classification and measurement of financial instruments, including a model for calculating expected credit losses to determine impairment on financial assets and accounting rules for hedging transactions. The standard also includes regulations on the recognition and derecognition of financial instruments.

The approach to the classification and measurement of financial assets under IFRS 9 reflects the business model (held-to-collect, held-to-collect-and-sell, other) under which the assets are held. Likewise, the characteristics of their cash flows ("solely payments of principal and interest"; so-called SPPI criterion) are decisive for the classification. Reclassifications are made at the end of the reporting period. However, there were no reclassifications in the current financial year.

Derivative financial instruments (e.g. currency forwards or swaps) are recognized at fair value. Generally recognized mathematical methods are used to determine the fair values for the valuation of the derivatives. These are based on the market data available at the respective calculation time or reporting date. The company classifies hedging instruments as held for trading. Changes in fair value are then recognized in profit or loss for the period.

Financial Assets

A financial asset is initially recognized based on its classification in one of the three categories of IFRS 9:

- "at amortized cost (AC)"
- "at fair value through profit or loss (FVPL)"
- "at fair value through other comprehensive income (FVOCI)"

Financial assets are subsequently measured either at amortized cost using the effective interest method or at fair value through profit or loss.

Financial assets are measured at amortised cost if they are held under a business model with the objective of holding financial assets for the collection of contractual cash flows, and when the contractual terms of the financial asset generate cash flows that are solely payments of principal and interest on specified dates. Trade receivables, other receivables and other financial assets are allocated to this measurement category.

All financial assets that do not meet the criteria explained above or for which an alternative accounting option is exercised upon initial recognition are measured either at fair value through profit or loss or other comprehensive income. Equity instruments are generally accounted for at fair value.

All financial instruments that are recognized in the financial statements at fair value are assigned to the following hierarchy levels pursuant to IFRS 13:

Level 1: quoted prices on active markets accessible for the Company for the same assets or liabilities;

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3: inputs for the asset or liability that are not based on observable market data (that is unobservable inputs). Reclassifications between different hierarchy levels are recognized at the end of the reporting period in which the change occurs. There was no transfer between the levels in the current financial year.

The financial instruments in the "recognized at fair value through profit or loss" category also include investments not listed on a stock exchange for which there are no market prices listed on an active market. Since there is insufficient current information to determine the fair value and the companies are still in the startup phase, the costs derived from the purchase prices for the shares acquired only as of the 2020 reporting year represent the best estimate of fair value. There are currently no plans to sell these investments (Level 3).

Receivables from private end-customers which relate to deferred payment options are sold at fair value as part of factoring in return for payment of a consideration. In this regard, payment service providers assume the entire credit risk while ABOUT YOU retains the risk of returns. The receivables sold to the payment service providers are shown as other receivables. Other receivables from the payment service provider are derecognized after receiving payment from the payment service provider when the order was not returned by the customer, hence no reversal took place. Receivables from B2B sales are currently not part of factoring agreements and are therefore still reported as trade receivables.

Impairment of Financial Assets

The calculation of impairment losses of financial assets is based on an expected credit loss model according to IFRS 9. This requires considerable judgments regarding assessing the extent to which expected credit losses are influenced by changes in economic factors. The lifetime expected credit loss approach is to be applied to trade receivables and if the credit risk of a financial asset on the reporting date has increased significantly since initial recognition. The financial assets (cash and cash

equivalents as well as other financial assets) in the general impairment model (General Approach) are subject to an expected significant increase in credit exposure in the case of more than 30 days overdue. Insofar as a material credit risk can be assumed, a credit standing-based impairment loss is recognized in consideration of forward-looking macroeconomic factors, which are continuously monitored.

For trade receivables and assets including receivables from related parties, ABOUT YOU applies the simplified model to recognize risks provisioning, according to which the loss allowance is measured at an amount equal to the lifetime expected credit losses since initial recognition of the receivable. The expected credit losses (ECL) are determined for trade accounts receivable based on their overdue status, which is allocated to corresponding maturity bands. The impairment value adjustments are calculated on the basis of a so-called "roll rate". This method can be used as a mathematical means of determining the default probabilities in the respective maturity bands. The allowance rates used in this model are usually based on historical default rates and contain a forecast based on future macroeconomic and political conditions or individual risk assessments.

It can be empirically confirmed that a debt collection duty as a last resort only occurs for receivables that are at least 90 days overdue. Nevertheless, not every claim with a payment delay of 90 days is automatically included in the collection (e.g. in the case of granted deferrals). However, if no other information is available, a financial asset is impaired if there are indications as of the reporting date that the borrower will probably not meet its obligations in full or that the financial asset will be passed on to a debt collection agency. A default is generally deemed to have occurred when there is no longer any realistic expectation that the cash flows will be collected. In these cases, the receivables concerned are written off in full.

Impairment losses on receivables and other financial assets are considered using an allowance account.

Cash and Cash Equivalents

Cash and cash equivalents include bank balances as well as insignificant cash in hand balances. They are recognized at nominal value.

Provisions

Provisions take account of all legal and constructive obligations of the ABOUT YOU Group to third parties arising from past events as of the reporting date that are likely to be settled and can be reliably estimated.

Provisions are measured at the amount required to settle the obligation, taking into account all identifiable risks. This amount is the best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

Liabilities from Refunds from Expected Returns

ABOUT YOU grants the customer the right to return ordered goods free-of-charge within up to 100 days after receipt. Refund liabilities (returned goods) reflect in this regard the risk of items being returned as per the contract. Refund liabilities are recognized on the date the products are sold. At the same time, on the date of sale a restitution claim is recognized for the expected returns in other assets in the amount of the goods sold less handling charges for the expected returns and losses arising from reuse or resale. The liability recognized as of the reporting date mainly refers to the sale of goods in February, which may be expected to be returned after the reporting date. This liability is disclosed under other financial liabilities.

Financial Liabilities

Financial liabilities are initially measured at fair value taking into account premiums, discounts and transaction costs.

Subsequent measurement of financial liabilities is carried out at amortised cost using the effective interest method.

Leases – Group as Lessee

At the Commencement of a lease, ABOUT YOU records a right-of-use asset and a lease liability for all leases. Generally excluded are short-term leases and leases where the underlying asset is of low value. For these leases, ABOUT YOU makes use of the exemption according to which the lease payments relating to these leases are recognized as an expense on a straight-line basis over the lease term. Leasing agreements for event locations are recognised in accordance with IFRS 16, irrespective of their value and term.

At the commencement of a lease, the lease payments included in the measurement of the lease liability are primarily fixed payments (net of any lease incentives received) and variable lease payments linked to an index or interest rate, which are initially measured using the index or interest rate in effect at the

commencement date. A change in the variable payments in conjunction with a change in the underlying index or interest rate results in a remeasurement of the lease liability at the effective date of that change. If the interest rate implicit in the lease cannot easily be determined, the present value of the lease payments is determined using the term and risk-equivalent incremental borrowing rate. The lease term is based on the non-cancellable period of a lease. Periods with amendment or termination options are taken into account if the option to exercise or not to exercise is reasonably certain.

Right-of-use assets are initially recognized in the amount of the corresponding lease liability plus initial direct costs less any lease incentives received. Costs for dismantling and removal are taken into account if they refer to the right-of-use. In subsequent reporting periods, right-of-use assets are written down on a straight-line basis over the underlying lease term of one to eight years.

Interest expenses for lease liabilities are recorded as interest and similar expenses. They are also included in cash flows from financing activities, while payments for the repayment of lease liabilities are shown as a separate item in cash flows from financing activities.

Income Taxes

Income taxes for the period comprises current and deferred taxes. Taxes are recognized in profit or loss, except to the extent that they relate to items recognized directly in equity or in other comprehensive income. In this case, the corresponding taxes are also recognized in equity or in other comprehensive income.

The current tax expense is calculated using the tax regulations applicable as of the reporting date in the countries in which the companies operate and generate taxable income. The amount of the current tax assets and liabilities provides the best estimate for the expected tax amount and takes into account uncertainties relating to current income taxes, to the extent such exist.

Deferred tax assets and liabilities are recognized to take account of future tax effects arising from temporary differences between the tax base used for assets and liabilities and the amounts stated in the IFRS financial statements and for tax loss carryforwards. Deferred tax assets and liabilities are measured based on regulations issued by the legislator at the end of the respective financial year for the financial years in which the temporary differences are expected to reverse or the loss carryforwards are expected to be utilised. Deferred

Footnotes:

1 Fulfillment by ABOUT YOU

tax assets arising from temporary differences and loss or interest carryforwards are only recognized when it is reasonably certain that they can be realised in the near future. Deferred tax assets are reviewed at each reporting date as to whether reductions are necessary if it is no longer probable that the related tax benefit will continue to be realized, or an impairment is to be reversed should the probability of future taxable profits improve. To the extent that deferred tax assets are unrecognized, they are reassessed at each reporting date and the tax claim is recognized to the extent that it has become probable that future earnings will allow the deferred tax asset to be recovered.

The valuation of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets or liabilities.

Deferred tax assets and liabilities are netted if they relate to taxes on income that are levied by the same tax authority, and there is entitlement to offset a current tax asset against a current tax liability. Deferred tax assets and liabilities are not distinguished between their maturities.

3.6.5 RECOGNITION OF INCOME AND EXPENSES

Revenue from the sale of merchandise includes the amount that is recognized as consideration for transferring the promised goods to the customer. Revenue is recognized when goods and services have been transferred. Thus, revenue is recognized in accordance with IFRS 15 when (or as) the performance obligation has been satisfied by transferring Discretionary power of the good or service to the customer. Invoices are issued at the time of dispatch and are due within zero to 30 days depending on the payment method selected. Invoices are separated from these where the underlying merchandise is not yet under the customer's control as of period-end (see **Section 3.6.6** and **3.6.7**). Control is transferred to the customers when the carrier completes the delivery. ABOUT YOU sales revenues from merchandise are recognized at a point in time. Revenues from services and other related business areas are mainly recognized over time. Within the framework of the dropshipping model, ABOUT YOU acts as principal. Before products are transferred to customers after they have placed an order ABOUT YOU has the power of disposal over the products. Due to long-term supply contracts, ABOUT YOU has the assertable right of delivery of the products by the supplier. ABOUT YOU acts in its own name, for its own account and sets the price for resale within the framework of its pricing strategy. In this context, it also has the primary performance obligation towards the end customers and carries a proportionate sales risk. Based on the above criteria, ABOUT YOU reports the full selling price as revenue.

Under the FbAY¹ business model, ABOUT YOU further concludes that control of the inventories is transferred to ABOUT YOU at the time of warehousing in the logistics centres operated by ABOUT YOU Accordingly, the services received with FbAY from the provision of fulfillment are recognised as a reduction of the cost of the merchandise acquired. Revenue generated from the sale of inventories from the logistic centres operated by and sold via the ABOUT YOU online shop is recognised as revenue at the full selling price due to the principal position of ABOUT YOU.

The transaction price contains variable components in the form of granted rights of returns and rebates. The forecast returns are determined based on the expectations for individual customers and countries (see **Section 3.6.6**). Repurchase obligations are shown under other liabilities.

Other assets are recognized in the amount of cost of the supplied goods considering the cost incurred for processing returns and potential loss on resale.

ABOUT YOU provides B2B services both in the advertising sectors as well as in SaaS. Tech, Media and Enabling largely include SaaS, Brand and Advertising Solutions. In the area of SaaS the right-of-use of different parts of ABOUT YOU's IT-infrastructure are granted. In the Brand and Advertising area, various advertising formats are offered for brands. In the third area (Enabling), 360° services are provided along the e-commerce value chain for third-party brands, including e-commerce

operations. Revenue is recognized in Tech, Media and Enabling largely over a specific, contractually agreed period. The customer receives the benefits provided by the entity's performance as the entity performs. Revenue recognition is thus based on the percentage of completion in accordance with the course of the expenses incurred within the scope of the service and contractually agreed milestones. The transaction price includes the contractually defined price less any discounts granted.

Operating expenses are recognized in profit or loss as incurred or when services are rendered.

Advertising and promotion expenses are recognized in profit or loss as incurred when ABOUT YOU Group obtains control of the related goods and/or services used.

3.6.6 USE OF ESTIMATES AND JUDGEMENT

In preparing these IFRS consolidated financial statements, management has made estimates and judgement that affect the reported amounts of assets and liabilities, contingent liabilities as well as income and expenses and its realization as of the reporting date. The actual figures may differ from the amounts based on the judgement and estimates.

Significant estimates assumptions relate to

- the useful lives of assets, see **Section 3.6.7 (10.) – 3.6.7 (11.)**,
- the determination of unrealized revenue; see below and **Section 3.6.7 (1.)**,
- adjusting the measurement of share-based payment, see **Section 3.6.7 (20.)**,
- determination of the rates of return for measuring refund liabilities and restitution claims from expected returns, see explanatory notes below and **Section 3.6.7 (24.)**

and are being monitored on an ongoing basis and recorded prospectively.

Significant judgements relate to

- the presentation of the amounts related to the supply chain financing agreement in the balance sheet as well as the cash flow statement, see **Section 3.6.7 (23.)** and
- within the framework of the direct shipping model and in the case of merchandise sales from goods that are warehoused under the FbAY model, see explanatory notes below

are being monitored on an ongoing basis and recorded prospectively.

Due to the right granted to customers by ABOUT YOU to return ordered goods up to 100 days after ordering, there is a risk in quantifying the expected returns for orders placed within the last 100 days of the financial year. The key estimate in determining the expected returns is the expected return rate. Among other things, ABOUT YOU uses customer- and country-specific empirical values with regard to the relative frequency of returns as well as the time span between the order and the return to estimate the return rate in the context of determining the liabilities from refunds. These empirical values are subject to regular adjustment.

As of the reporting date, the company accrues those revenues and revenue related expenses that were already recognised prior to the reporting date but for which the customer is unlikely to have obtained control until after the reporting date. This is based on average delivery times, classified by order date, distribution channel and country of delivery.

In the direct shipping model and for sales of merchandise from goods that are stored under the FbAY model, ABOUT YOU acts as principal, see **Section 3.6.5** on revenue recognition. The assessment with regard to the principal position in both partner models requires judgement, especially with regard to the aspect of whether ABOUT YOU has control over goods from the direct shipping model before they are transferred to the customers. ABOUT YOU is primarily responsible for fulfilling the transaction of providing the agreed goods. ABOUT YOU therefore carries a proportionate sales risk. Long-term supply contracts grant ABOUT YOU assertable rights to delivery of the goods before they are ordered by the end customers. The shipping to the customer is carried out by the direct shipper. ABOUT YOU also has pricing authority, which means that it has discretionary power in setting the prices for the goods. Furthermore, ABOUT YOU bears a limited inventory risk before the transfer of risk.

3.6.7 NOTES TO THE CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME, FINANCIAL POSITIONS, AND CASH FLOWS

(1.) Revenue

Revenue is broken down as follows:

in EUR million	2021/2022	2020/2021
Revenues from the sale of merchandise	1,600.0	1,099.4
Services and other related businesses	131.7	67.1
Revenue	1,731.6	1,166.5

The revenue from merchandise includes all revenues that the ABOUT YOU online shops generate from the sale of merchandise. The revenue from services and other related business segments is generated especially from ABOUT YOU's media services, SaaS solutions and enabling services in the area of fulfillment and shop management.

(2.) Cost of Materials

The cost of materials largely consists of the cost of sales, other purchased services, such as customs and cost of transportation, the costs for packaging and shipping materials and the effect of write downs on inventories.

(3.) Personnel Expenses

Personnel expenses are broken down as follows:

in EUR million	2021/2022	2020/2021
Wages and salaries	59.7	43.4
Social security	11.4	8.0
Share-based payment	14.8	8.4
Post-employment-benefits	0.0	0.0
Personnel expenses	86.0	59.8

Employees were categorized as follows in the financial year:

	2021/2022	2020/2021
Full-time employees	1,029	732
Temporary staff/trainees/placement students	213	153
Total employees	1,242	885

ABOUT YOU Group employed an average of 1,242 staff on a full-time equivalent basis in the 2021/2022 reporting year (2020/2021: 885).

(4.) Other operating Expenses

Other operating expenses are structured as follows:

in EUR million	2021/2022	2020/2021
Advertising expenses	243.4	140.4
Shipping costs	182.0	112.5
Warehouse and picking costs	126.4	89.1
Payment provider fees	24.6	17.1
Temporary staff expenses	12.8	12.7
Other expenses	154.9	106.0
Other operating expenses	744.1	477.8

The remaining expenses mainly include service costs, costs for creating shop content, IT services and all types of other operating expenses.

(5.) Other operating Income

Other operating income amounted to EUR 3.1 million in the reporting year (2020/2021: EUR 3.2 million) and largely includes bonus and service-level agreements with service providers and integration cost allowances.

(6.) Amortisation of Intangible Assets and Depreciation of Property, Plant and Equipment

Amortization and depreciation are allocated to:

in EUR million	2021/2022	2020/2021
Amortisation of internally generated intangible assets	9.9	6.5
Depreciation of right-of-use-assets	13.9	4.0
Depreciation of property, plant and equipment	1.1	0.9
Amortisation of other intangible assets	0.1	0.0
Depreciation, amortization, and write-downs	25.0	11.4

(7.) Net Financial Result

The financial result is comprised as follows:

in EUR million	2021/2022	2020/2021
Interest and similar income	0.4	0.0
Interest and similar expenses	(4.4)	(1.9)
Net interest result	(4.0)	(1.9)
Foreign exchange gains (+) and losses (-)	1.3	0.3
Other financial result	1.3	0.3
Net financial result	(2.7)	(1.6)

The increase in interest and similar expenses to EUR 4.0 million (2020/2021: EUR 1.9 million) was mainly on account of the shareholder loan which was repaid in the reporting year.

(8.) Income Taxes

The income taxes include the current income taxes paid or owed in individual countries as well as deferred tax assets and liabilities. Current income taxes comprise trade tax, corporate income tax and the solidarity surcharge. As a corporation, the group parent ABOUTYOU Holding SE is liable for trade tax in Germany. The income tax rate is 16.5% (2020/2021: 16.4%). Other taxes include corporate income tax at a rate of 15.0% (2020/2021: 15.0%) and the solidarity surcharge of 5.5% (2020/2021: 5.5%) on the owed corporate income tax. The combined total income tax rate equalled 32.3% in the current year (2020/2021: 32.2%). The income tax incurred abroad is immaterial.

The income taxes are broken down as follows:

in EUR million	2021/2022	2020/2021
Current taxes	0.0	0.2
Adjustment for prior years	0.0	0.2
Deferred taxes	(1.8)	(3.0)
Deferred taxes from temporary differences	(4.8)	(4.2)
Deferred taxes from loss carryforwards	3.0	1.2
Income taxes	(1.8)	(2.8)

The notional income tax expense that would have arisen by applying the income tax rate for group parent ABOUT YOU Holding SE of 32.3% (2020/2021: 32.2%) to the Group's IFRS profit before tax from continuing operations can be reconciled to the income taxes as follows:

in EUR million	2021/2022	2020/2021
Earnings before taxes (EBT)	(122.6)	(57.1)
Income tax rate for ABOUT YOU Holding SE	32.3%	32.2%
Anticipated tax expenses (-)/ tax income (+)	39.6	18.4
Effect of current year losses for which no deferred tax assets was recognized	(40.1)	(20.6)
Tax increase due to expenses not deductible for tax purposes	(1.3)	(0.7)
Current tax expenses/income for prior years	0.0	0.2
Deferred taxes expenses/income for prior years	0.0	(0.1)
Income taxes	(1.8)	(2.8)

Corporate income and trade tax loss carryforwards can be used at domestic entities without any restrictions for a positive tax base of up to EUR1 million per calendar year.

Any positive tax bases in excess of this amount can only be reduced by any existing loss carryforwards up to a maximum of 60%. The deduction of interest expenses for tax purposes

is prohibited in Germany if the interest expense exceeds EUR 3 million, net interest paid exceeds 30% of taxable profit before interest, depreciation and amortization, and certain exemptions do not apply. The non-deductible interest expense for tax purposes can be carried forward to an unlimited extent and can be offset against tax income for tax purposes in future periods.

Deferred tax assets and liabilities arise from temporary differences and tax loss carryforwards as follows:

	28/2/2022	
in EUR million	Deferred tax assets	Deferred tax liabilities
Intangible assets, right-of-use assets and property, plant and equipment	0.0	13.8
Receivables and other assets	0.0	0.1
Provisions	0.0	0.0
Liabilities	0.0	0.0
Loss carryforwards	8.7	0.0
Subtotal	8.7	13.9
Offset	(8.7)	(8.7)
Total	0.0	5.2

in EUR million	28/2/2021	
	Deferred tax assets	Deferred tax liabilities
Intangible assets, right-of-use assets and property, plant and equipment	0.0	8.5
Receivables and other assets	0.0	0.8
Provisions	0.2	0.0
Liabilities	0.1	0.0
Loss carryforwards	5.7	0.0
Subtotal	6.0	9.4
Offset	(6.0)	(6.0)
Total	0.0	3.4

Deferred tax assets are recognized for (unused) tax loss carryforwards when it is considered probable that there will be sufficient future taxable profit against which the loss carryforward can be offset. These loss carryforwards can be carried forward in the full amount. Due to the loss history, only deferred tax liabilities were recognized, taking into account the minimum taxation.

Deferred tax assets for corporation and trade tax loss carryforwards amounting to EUR 534.9 million for corporation tax (2020/2021: EUR 392.3 million) and EUR 531.3 million for trade tax (2020/2021: EUR 390.0 million) were not recognized as it is unlikely that future taxable profits will be available against which the Group can offset the tax loss carryforwards. Deferred tax assets on interest carryforwards amounting to EUR 10.6 million (2020/2021: EUR 7.8 million) were also not

recognized. The tax loss and interest carryforwards are available for an indefinite period.

The balance of deferred tax assets and liabilities developed as follows during the reporting year:

in EUR million	2021/2022	2020/2021
As of 1 March	(3.4)	(0.4)
Gain (+)/expenses (–) in the income statement	(1.8)	(3.1)
Deferred tax expenses/ income for previous years	0.0	0.1
As of 28 February	(5.2)	(3.4)

(9.) Earnings Per Share (EPS)

Undiluted earnings per share are calculated by dividing the profit/(loss) for the period attributable to the shareholders of the ABOUT YOU Holding SE by the undiluted weighted average number of shares.

The average number of shares takes into account the conversion of preference shares into ordinary shares in the reporting year. The number of ordinary shares was adjusted retrospectively to the beginning of the reporting period. Furthermore, the average number of shares takes into account the acquisition of treasury shares during the reporting year. The adjustment was made retrospectively to the date of the first reported period.

According to the share capital of EUR 186.2 million divided into 186.2 million shares and 15.8 million shares held by the group, the average number of outstanding shares was 162.2 million.

Undiluted Earnings per Share (EPS)

	2021/2022	2020/2021
Profit/(loss) for the period attributable to shareholders (in EUR million)	(124.4)	(59.9)
Undiluted weighted average number of shares (in million)	162.2	141.5
Total (in EUR)	(0.77)	(0.42)

Diluted earnings per share are calculated by dividing the net profit for the period attributable to the shareholders of the ABOUT YOU Holding SE by the diluted average weighted number of shares. Share options for the management board are not taken into account for the diluted earnings per Share as the performance components have not been met so far. The options include up to 78,791,000 potential new bearer shares. The inclusion of the potential ordinary shares would provide anti-dilution protection assuming no change in the earnings. There are no further authorised capital increases for the future.

Diluted Earnings per Share (EPS)

	2021/2022	2020/2021
Profit/(loss) for the period attributable to shareholders (in EUR million)	(124.4)	(59.9)
Diluted weighted average number of shares (in million)	162.2	141.5
Total (in EUR)	(0.77)	(0.42)

(10.) Intangible Assets

As of 28 February 2022, intangible assets comprised the following:

in EUR million	28/2/2022	28/2/2021
Internally generated intangible assets	39.9	25.9
Purchased intangible assets	3.3	2.6
Derived goodwill	4.1	4.1
Intangible assets	47.3	32.6

Intangible assets include internally generated intangible assets in the amount of EUR 7.0 million (2020/2021: EUR 6.5 million), which are still under development. The internally generated intangible assets are tested annually for impairment during the development phase, subsequently only in the case of a triggering event.

Internally generated intangible assets were recognized in the amount of EUR 23.8 million in the reporting year (2020/2021: EUR 15.4 million). This mainly included production costs for internally developed software and resulted in own work capitalised in the same amount. Research costs were incurred only in an insignificant amount. Please see the attached movements in non-current assets for further information.

As there are no legal, regulatory, contractual, competitive, economic or other factors that would determine the useful life, the goodwill and acquired domains within the acquired intangible assets have an indefinite useful life. ABOUT YOU reported a goodwill in the total amount of EUR 4.1 million as of 28 February

2022 (2020/2021: EUR 4.1 million). Acquired domains amount to EUR 3.1 million (2020/2021: EUR 2.4 million).

Goodwill arising from the acquisition of Adference GmbH can be allocated to the TME segment. Since ABOUT YOU does not report goodwill internally, goodwill is tested for impairment on the level of the TME segment as the relevant CGU. Based on this cash-generating unit, the annual impairment test was carried out at the year-end. The recoverable amount was calculated by applying the value-in-use concept, which provided the basis for deriving the approved 3-year planning. The discount rate before taxes is determined by the Capital Asset Pricing Model at 11.2% (2020/2021: 12.9%).

Annual impairment testing did not reveal any impairment of goodwill. Going beyond the impairment test, it was tested whether potential changes to key assumptions could lead to the carrying amount of the units exceeding their respective recoverable amount. This was not the case as of 28 February 2022.

Movement in Intangible Assets as of 28 February 2022

in EUR million	Capitalized development costs	Concessions, industrial property rights and similar rights and assets as well as licences for such rights and assets	Goodwill	Intangible assets under construction	Intangible assets
Costs					
1/3/2021	42.5	5.9	4.1	6.5	59.0
Additions	8.0	0.9	0.0	15.8	24.7
Reclassifications	15.3	0.0	0.0	(15.3)	0.0
28/2/2022	65.8	6.9	4.1	7.0	83.7
Amortizations, depreciation and write-downs					
1/3/2021	23.1	3.4	0.0	0.0	26.4
Amortizations & depreciation during the financial year	9.9	0.1	0.0	0.0	10.0
28/2/2022	33.0	3.5	0.0	0.0	36.4
Carrying amounts					
1/3/2021	19.4	2.6	4.1	6.5	32.6
28/2/2022	32.8	3.3	4.1	7.0	47.3

Movement in Intangible Assets as of 28 February 2021

in EUR million	Capitalized development costs	Concessions, industrial property rights and similar rights and assets as well as licences for such rights and assets	Goodwill	Intangible assets under construction	Intangible assets
Costs					
1/3/2020	28.3	5.6	4.1	5.3	43.3
Additions	2.5	0.3	0.0	12.8	15.7
Reclassifications	11.7	0.0	0.0	(11.7)	0.0
28/2/2021	42.5	5.9	4.1	6.5	59.0
Amortizations, depreciation and write-downs					
1/3/2020	16.6	3.4	0.0	0.0	19.9
Amortizations & depreciation during the financial year	6.5	0.0	0.0	0.0	6.5
28/2/2021	23.1	3.4	0.0	0.0	26.4
Carrying amounts					
1/3/2020	11.7	2.3	4.1	5.3	23.4
28/2/2021	19.4	2.6	4.1	6.5	32.6

(11.) Right-of-Use Assets and Lease Liabilities

The leases of ABOUT YOU relate exclusively to building rental agreements (e.g. office buildings). The right-of-use assets totalled EUR 57.6 million at the end of the reporting period (2020/2021: EUR 10.3 million). The increase of EUR 47.4 million is mainly due to the new distribution hub in Slovakia which went live in September 2021. Depreciation and write-downs amounting to EUR 13.9 million were recognized in the reporting year (2020/2021: EUR 4.0 million). Thereof, EUR 5.1 million (2020/2021: EUR 0.0 million) originate from short-term leases and EUR 0.2 million (2020/2021: EUR 0.0 million) from low-value leases. Total lease liabilities amounted to EUR 60.0 million as of 28 February 2021 (2020/2021: EUR 10.8 million).

The payments in connection with lease liabilities have the following due dates:

in EUR million	Remaining term			Lease liabilities
	Up to 1 year	1-5 years	More than 5 years	
Lease liabilities as of 28 February 2021	3.2	7.6	0.0	10.8
Lease liabilities as of 28 February 2022	12.1	44.9	3.0	60.0

These leases include term extension options and in some cases termination options. The contracts also provide for payments in connection with non-lease components (e.g. utilities and common charges), which ABOUT YOU

separates. There are no variable payments that depend, for example, on the development of the consumer price index.

The interest expense for lease liabilities totalled EUR 0.3 million in 2021/2022 (2020/2021: EUR 0.2 million) and is reported in cash flows from financing activities. Repayment of lease liabilities totalled EUR 12.1 million (2020/2021: EUR 3.5 million) and is reported in cash flows from financing activities. The total payments made in the reporting year in connection with leases amounted to EUR 12.4 million (2020/2021: EUR 3.9 million).

Changes in Right-of-use assets as of 28 February 2022

in EUR million	Right-of-use assets
Cost	
1/3/2021	17.1
Additions	61.2
Disposals	0.4
28/2/2022	77.9
Amortization, depreciation and write-downs	
1/3/2021	6.9
Amortization and depreciation during the reporting year	13.9
Disposals	0.4
28/2/2022	20.3
Carrying amount	
1/3/2021	10.3
28/2/2022	57.6

Changes in Right-of-use assets as of 28 February 2021

in EUR million	Right-of-use assets
Cost	
1/3/2020	15.0
Additions	2.9
Disposals	1.2
28/2/2021	16.8
Amortization, depreciation and write-downs	
1/3/2020	3.2
Amortization and depreciation during the reporting year	4.0
Disposals	0.7
28/2/2021	6.5
Carrying amount	
1/3/2020	11.8
28/2/2021	10.3

(12.) Property, Plant and Equipment

Property, plant and equipment were composed of the following as of 28 February 2022:

in EUR million	28/2/2022	28/2/2021
Other land and buildings	0.0	0.0
Technical equipment and machinery	0.0	0.0
Other equipment, operating and office equipment	5.7	3.5
Prepayments made and assets under construction	0.1	0.0
Property, Plant and Equipment	5.8	3.5

Changes in Property, Plant and Equipment as of 28 February 2022

in EUR million	Land, leasehold rights and buildings including buildings on third- party land	Technical equipment and machinery	Operating and office equipment	Prepayments made and assets under construction	Property, plant and equipment
Costs					
1/3/2021	0.2	0.0	5.8	0.0	6.1
Additions	0.0	0.0	3.3	0.1	3.4
Disposals	0.0	0.0	0.1	0.0	0.1
28/2/2022	0.2	0.0	9.0	0.1	9.4
Amortizations, depreciation and write-downs					
1/3/2021	0.2	0.0	2.3	0.0	2.5
Amortizations & depreciation during the financial year	0.0	0.0	1.1	0.0	1.1
Disposals	0.0	0.0	0.1	0.0	0.1
28/2/2022	0.2	0.0	3.4	0.0	3.6
Carrying amounts					
1/3/2021	0.0	0.0	3.5	0.0	3.5
28/2/2022	0.0	0.0	5.7	0.1	5.8

Changes in Property, Plant and Equipment as of 28 February 2021

in EUR million	Land, leasehold rights and buildings including buildings on third-party land	Technical equipment and machinery	Operating and office equipment	Prepayments made and assets under construction	Property, plant and equipment
Costs					
1/3/2020	0.2	0.0	4.1	0.0	4.4
Additions	0.0	0.0	1.7	0.0	1.8
Disposals	0.0	0.0	0.1	0.0	0.1
28/2/2021	0.2	0.0	5.8	0.0	6.1
Amortizations, depreciation and write-downs					
1/3/2020	0.2	0.0	1.6	0.0	1.8
Amortizations & depreciation during the financial year	0.0	0.0	0.9	0.0	0.9
Disposals	0.0	0.0	0.1	0.0	0.1
28/2/2021	0.2	0.0	2.4	0.0	2.6
Carrying amounts					
1/3/2020	0.1	0.0	2.5	0.0	2.6
28/2/2021	0.0	0.0	3.5	0.0	3.5

(13.) Financial Assets

ABOUT YOU held investments in various companies as of 28 February 2022. The names of the companies and the relative amount of ABOUT YOU's investment are shown in the list of shareholdings found in **Section 3.7.4**.

(14.) Other Non-Current Financial Assets

An overall rise in other non-current financial assets can be identified, which is primarily attributable to working capital loans for holdings in influencer brands and incubators that led to an increase of EUR 14.4 million.

(15.) Inventories

Inventories are broken down as follows:

in EUR million	28/2/2022	28/2/2021
Merchandise	386.3	198.5
Raw materials and supplies	2.1	1.1
Inventories	388.4	199.6

The increase in inventories is due to reporting date effects and to the continuous expansion of the range of goods offered. Furthermore, the development is caused by the general low inventory levels per 2020/2021 due to the pandemic and preponed inventory intake in 2021/2022 in order to mitigate supply chain disruption effects. In addition, the growth in inventories reflects the expected revenue performance.

Inventories included write-downs of EUR 21.7 million (2020/2021: EUR 22.3 million). Merchandise is valued at the lower of cost or net realisable value as of the balance sheet date. The net realisable value is the estimated selling price less the selling costs incurred until the sale. The net realisable value is assumed to be the average sales value of the last three months. The distribution costs incurred are approximately determined based on the cost-turnover ratio of the fulfillment costs. If the reasons that led to a write-down of the merchandise have ceased to exist, a corresponding reversal of the write-down is to be recognised.

(16.) Trade Receivables and Other Receivables

Trade and other receivables are broken down as follows:

in EUR million	28/2/2022	28/2/2021
Trade receivables from third parties	12.2	12.7
Trade receivables from related parties	11.7	5.7
Allowance for trade receivables	0.0	(1.0)
Other receivables	52.0	39.3
Trade Receivables and Other Receivables	75.9	56.6

The increase in trade receivables is the result of strong growth in B2B revenues, in particular from technology services, and the increase in end-customer revenue. Due to an optimised payment reminder system and improved credit rating controls, the Group has been able to reduce its expected losses on trade receivables to a non-significant level (2020/2021: EUR 1.0 million).

Receivables from related parties amount to EUR 11.7 million in the 2021/2022 financial year (2020/2021: EUR 5.7 million). All receivables from related parties refer to trade receivables and are due within one year.

Other receivables amounting to EUR 52.0 million mainly consist of receivables from payment service providers resulting from the sale

of receivables from customers purchased on account and similar payment types as well as payments in transit. Receivables from private end-customers in the course of invoice and pay-later payments were sold at fair value as part of factoring in return for payment of a consideration. In this regard, payment service providers assume the entire credit risk while ABOUT YOU retains the risk of returns.

In total, the Group sold receivables worth EUR 516.7 million to payment service providers in the reporting year (2020/2021: EUR 587.2 million). The receivables from customers were derecognized during the course of this because substantially all the risks and rewards of ownership, primarily the credit risk, were transferred to the payment service provider. It has been agreed that customers settle their liabilities through payment directly to the payment service provider. Other receivables are derecognized only upon receiving the payment provider's payment on the individually agreed-upon payment due dates.

The impairment losses on trade receivables are as follows:

in EUR million	2021/2022	2020/2021
Accumulated loss allowance as of 1 March	(1.0)	(0.5)
Additions	0.0	0.5
Used	1.0	0.0
Accumulated loss allowance as of 28 February	0.0	(1.0)

Trade receivables from third parties fall due within one year.

Receivables from related parties amounted to EUR 11.7 million as of 28 February 2022 (previous year: EUR 5.7 million). The receivables from related parties result entirely from trade receivables and are due within one year.

(17.) Other Assets

Other assets are broken down as follows:

in EUR million	28/2/2022	28/2/2021
Security deposits	0.0	0.0
Other financial assets	0.0	0.0
Other tax receivables	24.9	7.3
Claim for restitution of expected returns	39.6	29.9
Miscellaneous other assets	22.7	4.1
Prepaid expenses	5.8	3.3
Other non-financial assets	93.0	44.7
Other Assets	93.0	44.7

The claim for restitution of expected returns corresponds to the cost of the goods supplied which are expected to be returned less costs incurred for handling returns and losses arising from reuse or resale.

The receivables from other taxes are mainly VAT receivables.

Other assets have a remaining term of up to one year. Impairment losses in the amount of EUR 0.0 million (2020/2021: EUR 0.5 million) were recognized for other financial assets.

(18.) Cash and Cash Equivalents

ABOUT YOU's cash and cash equivalents comprise the categories shown below:

in EUR million	28/2/2022	28/2/2021
Cash in bank	495.9	107.9
Cash on hand	0.4	0.0
Cash and Cash Equivalents	496.2	107.9

(19.) Equity

Movements in the Group's equity are presented in the consolidated statement of changes in equity.

Equity increased by EUR 528.1 million as of the reporting date compared to the previous year. Thereof, EUR 181.9 million is attributable to the increase in subscribed capital due to the increase in share capital from company funds (capital increase) as well as by issuing new shares for consideration in cash.

The capital reserve increased by EUR 470.6 million. This increase is mainly due to the payment into the capital reserve as a result of the listing and the opposite effect as described above from the increase in the share capital (capital increase) from company funds. The capital increase was carried out by converting a partial amount from the capital reserve.

The balance sheet loss increased corresponding to the result for the year.

The equity ratio increased from 12.1% at the beginning of the business year to 49.3% as of 28 February 2022.

Treasury Shares

ABOUT YOU Holding SE held 15,758,072 treasury shares as at the reporting date of the consolidated financial statements, from which no rights accrue to the company as per Section 71b of the German Stock Corporation Act (AktG).

Number of Shares

The ABOUT YOU Holding SE has issued 186,153,487 ordinary no-par value bearer shares (no par value shares) as at the reporting date of the consolidated financial statements. Each share is equivalent to EUR 1.00 of the subscribed capital and confers the right to cast one vote at the Company's Annual General Meeting.

ABOUT YOU Holding SE had two separate classes of shares (A and B shares) outstanding until shortly before the private placement as part of the listing. The B shares were eliminated in the course of a three-step process prior to the private placement.

The company's share capital was first increased from the company's funds without issuing new shares, resulting in an increase in the notional amount of the company's share capital attributable to the existing shares.

The second step involved all B shares being converted into A shares and, at the same time as the conversion, the existing shareholders transferred to the company a certain number of shares in the company, calculated in advance on the basis of contractual agreements, and this without compensation. The majority of the transferred shares were subsequently redeemed by the company, resulting in a reduction in the total number of shares and a corresponding increase in the notional amount of the company's issued share capital. 15,758,072 shares were retained as treasury shares.

Thirdly and finally, the company carried out a share split without changing the company's share capital, resulting in a notional share in the company's issued share capital of EUR 1.00 per share.

On 14 June 2021, immediately after the price for the private placement was set, compensatory measures in the form of share transfers were undertaken between the members of the Management Board on the one hand and the other pre-private placement shareholders on the other. A total of 1,726,725 shares were transferred from the members of the Management Board to the other pre-private placement shareholders.

Powers of the Management Board to Issue or Repurchase Shares

Authorised Capital 2021

Pursuant to Article 4 (4) of the Articles of Association of ABOUT YOU, the Management Board is authorised, with the consent of the Supervisory Board, to increase the Company's share capital on one or more occasions until 30 May 2026 by a total of up to EUR 78,791,000 by issuing new bearer shares with no-par value against cash and/or non-cash contributions (Authorised Capital 2021). The shareholders shall generally be granted the statutory pre-emptive rights to the new shares. The pre-emptive rights can also be granted by way of indirect pre-emptive rights within the meaning of Section 186 (5) Sentence 1 German Stock Corporation Act (AktG).

The Management Board is authorised, with the consent of the Supervisory Board, to exclude the statutory pre-emptive right of shareholders in whole or in part in certain cases specified in Article 4 (4) of the Articles of Association of ABOUT YOU. In simplified terms, this is possible in the following constellations:

- to avoid fractional amounts resulting from the subscription ratio,
- to offer shares to holders of conversion or option rights attached to convertible and/or option bonds to the extent to which they are entitled to such shares after conversion or exercise of the option,

- if, in the case of a capital increase against cash, the issue price is not significantly lower than the stock exchange price and the total pro rata amount attributable to the new shares for which the subscription right is excluded does not exceed 10% of the share capital,
- to issue shares against contributions in kind, in particular for the purpose of acquiring companies, parts of companies or participations in companies, in the context of mergers and/or for the purpose of acquiring other assets (including rights and receivables), or
- to issue shares against cash and/or in-kind contributions within the scope of participation programmes and/or within the scope of share-based remuneration, provided that the total pro rata amount attributable to the new shares for which the pre-emptive right is excluded does not exceed 10% of the share capital.

The authorisations to exclude subscription rights explained above may also be combined.

The Management Board is authorised, with the consent of the Supervisory Board, to determine the further content of the shareholder rights and the terms and conditions of the stock issuance. Further details on the Authorised Capital 2021 can be found in Article 4 (4) of the Articles of Association of ABOUT YOU.

Conditional Capital 2021/I

The share capital of the Company is conditionally increased pursuant to Article 4 (5) of the Articles of Association of ABOUT YOU by up to EUR 3,310,500 by the issuance of in total up to 3,310,500 new bearer shares with no-par value (Conditional Capital 2021/I). The Conditional Capital 2021/I serves exclusively the purpose of servicing subscription rights of the members of the Management Board granted until 31 July 2021 (inclusive) under the Long-Term Incentive Plan 2021 in accordance with the resolution of the General Meeting on 31 May 2021. The conditional capital increase will be implemented only to the extent that the holders of the granted subscription rights exercise their subscription rights to shares in the Company, and the Company neither grants treasury shares nor cash payments to fulfil the subscription rights. Granting and fulfilling subscription rights vis-à-vis the members of the Management Board of the Company is the exclusive responsibility of the Supervisory Board.

Powers to Issue Convertible Bonds or Bonds with Warrants/Conditional Capital 2021/II

By resolution of 31 May 2021, the General Meeting authorised the Management Board, subject to the consent of the Supervisory Board, to issue bearer and/or registered convertible and/or option bonds with a limited or unlimited term (hereinafter together the "Bonds") in the total nominal amount of up to EUR 2.2 billion on one or several occasions on or before 30 May 2026 and to grant to the holders or

creditors of such Bonds, respectively, conversion or option rights for subscribing to up to a total of 75,480,000 new no-par value bearer shares representing up to EUR 75,480,000 of the Company's registered share capital.

The Bonds may also be issued by a domestic or foreign company in which ABOUT YOU directly or indirectly holds a majority of the votes and capital. In this case, the Management Board is authorised, subject to the consent of the Supervisory Board, to assume the guarantee for these Bonds on behalf of ABOUT YOU and to grant to the holders or creditors of such Bonds, respectively, conversion or option rights for shares in the Company as well as to make further declarations and take further actions as are required for a successful issuance.

The aforementioned authorisation contains concrete specifications regarding the option or conversion price in each case. The option or conversion price may be adjusted in a value-preserving manner in the event of economic dilution or in the event of changes in capital or other extraordinary measures or events that may lead to a change in the economic value of the Bonds (e.g., dividend payments, acquisition of control by a third party), even beyond the cases provided for by law. Furthermore, the terms and conditions of the Bonds may provide that the exchange ratio and/or the option or conversion price are variable and that the option or conversion price is determined within a range to be specified depending on the development of the share price during the term.

Whenever Bonds are issued, the shareholders are generally entitled to the statutory pre-emptive rights. The statutory pre-emptive rights may be granted to the shareholders in such a way that the Bonds are underwritten by a bank or a syndicate of banks with the obligation to offer them to the shareholders for subscription. If Bonds are issued by a company in which ABOUT YOU directly or indirectly holds a majority of the votes and capital, ABOUT YOU must ensure that the statutory pre-emptive rights are granted to the shareholders of the company in accordance with the above.

However, the Management Board is authorised, subject to the consent of the Supervisory Board, to exclude the shareholders' statutory pre-emptive rights in whole or in part as specified in the authorisation resolution. In simplified terms, this is possible in the following constellations:

- by applying Section 186 (3) Sentence 4 of the German Stock Corporation Act (AktG) accordingly, provided that the Bonds are issued against consideration in cash and the Management Board comes, after due assessment, to the conclusion that the issue price is not significantly below the theoretical market value of the Bonds with conversion or option right or conversion obligation as determined in accordance with generally accepted financial calculation methods. However, this authorisation to exclude pre-emptive rights only applies to Bonds

with conversion and/or option rights or conversion obligations with respect to shares; the total proportionate amount of which does not exceed 10% of the registered share capital, neither at the time this authorisation becomes effective nor at the time it is exercised. Company shares that are issued or sold by the Company during the term of this authorisation with exclusion of pre-emptive rights pursuant to Section 186 (3) Sentence 4 of the German Stock Corporation Act (AktG) or by applying it accordingly count towards this limit. Furthermore, Company shares that are issued now or in the future for the purpose of servicing conversion or option rights or conversion or option obligations attached to convertible and/or option bonds or convertible profit participation rights also count towards this limit if the Bonds or profit participation rights carrying a respective conversion or option right or a conversion or option obligation are issued during the term of this authorisation on the basis of a different authorisation that excludes the shareholders' pre-emptive rights on the basis of Section 186 (3) Sentence 4 German Stock Corporation Act (AktG),

- to exclude fractional amounts from the shareholders' pre-emptive rights,
- to the extent necessary to grant to the holders or creditors of conversion or option rights attached to convertible and/or option bonds and/or convertible profit

participation rights previously issued by the Company or a company in which it holds a majority interest, or, in case of an own conversion right of the Company, to holders or creditors obligated thereby, pre-emptive rights to the extent they would be entitled to after exercising the conversion or option rights or after fulfilling a conversion or option obligation, or

- insofar as Bonds are issued against contributions in kind, in particular for the purpose of acquiring companies, parts of companies or participations in companies, within the scope of mergers and/or for the purpose of acquiring other assets (including rights and receivables) and the Management Board, after due examination, has come to the conclusion that the value of the contributions in kind is in reasonable proportion to the theoretical market value of the Bonds as determined in accordance with recognised principles of financial mathematics.

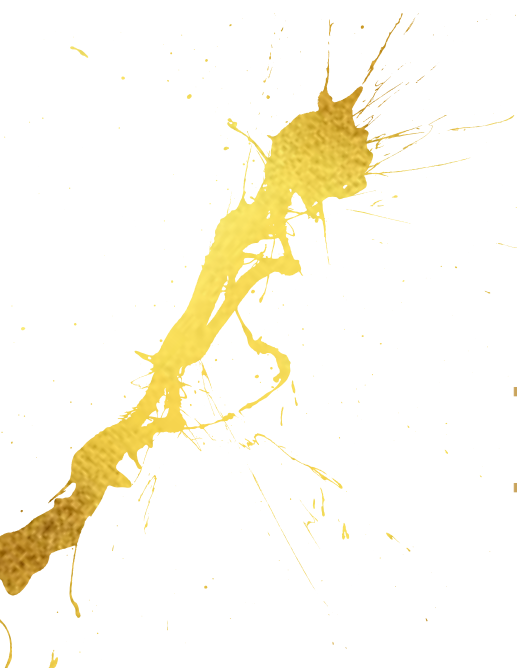
The authorisations to exclude subscription rights explained above may also be combined.

This authorisation creates conditional capital of up to EUR 75,480,000 pursuant to Article 4 (6) of the Articles of Association through the issuance of up to 75,480,000 new no-par value bearer shares (Conditional Capital 2021/II). The Conditional Capital 2021/II serves the purpose of granting shares to holders or creditors of convertible bonds as well as to holders of option rights attached to option bonds that

are issued on or before 30 May 2026 based on the authorisation granted by resolution of the General Meeting of ABOUT YOU Holding AG (the legal predecessor of the Company) on 31 May 2021 by the Company or a national or foreign subsidiary in which the Company either directly or indirectly holds a majority in terms of voting rights and capital. The conditional capital increase is only implemented to the extent that the conversion or option rights attached to the aforementioned bonds are de facto exercised or conversion obligations attached to such bonds are fulfilled and to the extent that no other forms of fulfillment are used for this purpose. The new shares are issued at the conversion price or option price that is determined in accordance with the authorisation resolution. The Management Board is authorised, with the consent of the Supervisory Board, to determine the further details of the implementation of the conditional capital increase.

Powers to Acquire Treasury Shares

By resolution of 14 June 2021, the General Meeting authorised the Company under agenda item 2 pursuant to Section 71 (1) No. 8 of the German Stock Corporation Act (AktG) to acquire treasury shares on or before 13 June 2026 in an amount of up to 10% of the share capital of the Company at the time the authorisation is granted or – if such amount is lower – at the time of the authorisation is exercised. The amount of treasury shares acquired on the basis of this authorisation together with other treasury shares in possession of the Company



or attributed to the Company pursuant to Sections 71a et seq. German Stock Corporation Act (AktG) may not exceed at any time an amount of 10% of the respective share capital.

The acquisition may, at the discretion of the Management Board, be effected (i) via the stock exchange, (ii) by means of a public tender offer addressed to all shareholders, (iii) by means of a public solicitation to submit offers for sale, (iv) via participants in share-based incentive or remuneration programmes or entities owned by such participants in connection with the settlement of such programmes and/or (v) via the holders of (former) preference shares in the Company in connection with, or subsequent to, a cancellation of profit or liquidation preferences of preference shares and their conversion into ordinary shares. The authorisation contains specifications regarding the purchase price and the procedure in the event of an oversubscription of a public purchase offer.

Subject to the consent of the Supervisory Board, the Management Board is authorised to use treasury shares of the Company in particular:

- to sell treasury shares for cash other than via the stock exchange or by an offer directed to all shareholders, provided that the selling price per share is not materially below the market trading price of the Company's shares. This authorisation is limited to the sale of shares to which a total pro rata amount of no more than 10% of the share capital is attributable at the time this authorisation becomes effective and at the time this authorisation is exercised. This 10%

limit shall include the proportional value of the share capital (i) attributable to shares of the Company that are issued or sold during the term of the authorisation with the exclusion of pre-emptive rights by applying Section 186 (3) Sentence 4 German Stock Corporation Act (AktG) directly or accordingly, and (ii) attributable to shares of the Company that are or still can be issued for the purpose of servicing conversion or option rights or fulfilling conversion or option obligations attached to convertible or option bonds or convertible profit participation rights to the extent that the bonds or profit participation rights are issued during the term of this authorisation on the basis of a different authorisation by exclusion of pre-emptive rights by applying Section 186 (3) Sentence 4 German Stock Corporation Act (AktG) accordingly;

- for the sale or other transfer of shares in the Company via the stock exchange or by means of an offer to all shareholders, insofar as this is effected against consideration in kind, in particular in the case of the acquisition of companies, parts of companies or participations in companies, in the case of mergers or in the case of the acquisition of other assets (including rights and receivables);
- for the purpose of fulfilling option and/or conversion rights or obligations attached to convertible and/or option bonds and/or convertible profit participation rights which are granted by the Company or by entities dependent on the Company or entities in which the Company holds a majority interest;

- to the extent that it is necessary in order to grant to holders or creditors of option and/or conversion rights attached to convertible and/or option bonds and/or convertible profit participation rights, which are granted by the Company or by entities dependent on the Company or entities in which the Company holds a majority interest, or, in case of an own conversion right of the Company, to holders or creditors obligated thereby, pre-emptive rights to shares to the extent that such holders or creditors would be entitled to after the exercise of the conversion or option rights or after the fulfillment of the conversion or option obligations; or

- in the context of participation programmes and/or in the context of share-based remuneration (also at reduced prices and/or without separate remuneration). Insofar as treasury shares are to be granted to members of the Management Board of the Company, the Supervisory Board of the Company shall decide on the allocation.

The Management Board is also authorised, with the consent of the Supervisory Board, to redeem treasury shares in whole or in part without a further resolution by the Annual General Meeting. The redemption shall be effected by way of a simplified procedure without a capital reduction or in such a way that the share capital remains unchanged, thereby increasing the notional portion of the share capital associated with the remaining shares pursuant to Section 8 (3) German Stock Corporation Act (AktG).

All the above authorisations may be exercised in whole or in part, on one or more occasions, by the Company or by companies in which the Company holds a majority interest; furthermore, the authorisation may also be exercised for the account of the Company or for the account of third parties acting on behalf of dependent companies or companies in which the Company holds a majority interest.

The provisions on the use of treasury shares under exclusion of pre-emptive rights as well as on the redemption of treasury shares also apply to treasury shares that are acquired on the basis of the authorisations granted by resolution of the General Meeting of 31 May 2021 under agenda item 5 and 6 pursuant to Section 71 (1) No. 8 of the German Stock Corporation Act (AktG) to acquire treasury shares or to acquire treasury shares using derivatives.

Pursuant to the resolution of the General Meeting of 14 June 2021 on agenda item 3, the Company is also authorised to acquire treasury shares, other than by the means described above, using derivatives in accordance with Section 71 (1) No. 8 of the German Stock Corporation Act (AktG).

For this purpose, the Company is authorised to:

- sell options that obligate the Company to purchase shares in the Company upon exercise of the option (put options);
- purchase options giving the Company the right to acquire shares in the Company upon exercise of the option (call options); and

- enter into forward purchase agreements (Terminkaufverträge) with respect to shares of the Company which have a period of more than two stock exchange trading days between the conclusion of the respective purchase agreement and the settlement with the acquired shares (forward purchases)

Treasury shares may be acquired using put options, call options, forward purchases (together "Derivatives") and/or a combination of these Derivatives. The use of Derivatives to acquire treasury shares requires the consent of the Supervisory Board.

The authorisation may be exercised in whole or in part, on one or several occasions, by the Company or by companies controlled or majority-owned by the Company; furthermore, the authorisation may also be exercised by third parties acting for the account of the Company or for the account of companies controlled or majority-owned by the Company.

Share acquisitions using Derivatives are limited in total to shares amounting to a maximum of 5% of the Company's share capital existing at the time the authorisation is granted or – if such amount is lower – at the time the authorisation is exercised.

The term of the respective Derivatives may not exceed 18 months. Furthermore, the term of the Derivatives must be chosen in such a way that the acquisition of shares in the Company using Derivatives does not take place after 13 June 2026.

It must be ensured in the terms and conditions of the Derivatives that the Derivatives are fulfilled only with shares that were previously acquired on the stock exchange in compliance with the principle of equal treatment, whereby the purchase price per share paid for the acquisition on the stock exchange (not including ancillary acquisition costs) must be within the pricing corridor applicable to the acquisition of shares by the Company via the stock exchange pursuant to the authorisation to acquire treasury shares (resolution of the General Meeting of 14 June 2021 under agenda item 2).

The authorisation to acquire treasury shares by means of Derivatives contains concrete specifications regarding the purchase price agreed in this context depending on the stock exchange price of the shares of the Company.

If treasury shares are acquired by using Derivatives in accordance with the provisions set out above, the shareholders shall have no right to conclude such derivative contracts with the Company. Shareholders have a right to tender their shares to the Company only to the extent that the Company is obligated vis-à-vis the respective shareholders to take delivery of such shares under the derivative contracts. Any further right to tender is excluded.

The provisions regarding the use of treasury shares acquired on the basis of the authorisations described above shall apply mutatis mutandis to the use of treasury shares acquired by using Derivatives.

(20.) Share-based Payments

Expenses of EUR 14.8 million (previous year: EUR 8.4 million) were recognized for the share-based payment commitments of ABOUT YOU as of the reporting date. The material share-based compensation commitments are divided into the following five programs, which are explained in detail below. All of the listed share-based compensations for the Executive Board, management and employees were accounted as equity instruments in 2021 and follow the basic assumption that their rules apply equally to all participants.

Management Board Program LTI 2021

In addition to the aforementioned non-performance related remuneration, the Management Board members were each allocated options in the same amount as a one-time allocation under the LTI 2021 as part of the revision of the Management Board service agreements on 4 June 2021. Each member of the Management Board was allocated a total of 1,702,128 options (in total 5,106,384 for all three members of the Management Board), based on the following formula:

$$N = 80,000,000 / 2x \text{ Exercise Price}$$

The LTI 2021 is an option program which, in addition to the time component in the form of continued Management Board activity ("Time Vesting"), is significantly linked to the development of important performance indicators of ABOUT YOU and also refers to target criteria from the area of ESG (Environmental Social Governance) ("Performance Vesting").

The main terms and conditions of the LTI 2021 are detailed below:

(a) Exercise Price

The exercise price for each option corresponds to the mid-point of the price range for the offer price per share for the placement of shares in connection with the private placement. The price range was set at EUR 21.00 to EUR 26.00 on 7 June 2021. Accordingly, the exercise price is EUR 23.50.

(b) Time Vesting

The options granted to the individual Management Board member vest after the expiry of certain periods, provided that the Management Board member concerned remains with the company at the expiry of the respective vesting date:

- 12% of the options at the end of 28 February 2022
- 14% of the options at the end of 28 February 2023
- 16% of the options at the end of 29 February 2024
- 18% of the options at the end of 28 February 2025
- 20% of the options at the end of 28 February 2026
- 20% of the options at the end of 28 February 2027

Depending on the vesting dates outlined above, the options are divided into two tranches, which are subject to different conditions under the "Performance Vesting" described below. Options that vest on or before 28 February 2025 (inclusive) (3,063,830 Options in total)

belong to Tranche 1 ("Tranche 1 Options"). Options that vest at the end of 28 February 2026 and 28 February 2027 (2,042,554 Options in total) belong to Tranche 2 ("Tranche 2 Options").

(c) Performance Vesting

In addition to the time component, a prerequisite for the vesting of the Options is that certain predefined performance targets are achieved within certain time periods ("Performance Vesting"). These performance targets were determined by the Supervisory Board prior to the private placement and consist of the average annual growth of Group sales ("Sales CAGR"), the development of the adjusted EBITDA ("Adjusted EBITDA") of ABOUT YOU and various ESG parameters. The performance targets are included with different weightings in both Tranche 1 and Tranche 2, with "Sales CAGR" being considered at 60%, "Adjusted EBITDA" at 30% and the ESG parameters at 10% in the respective tranche. The achievement ratio of the targets is determined based on the medium-term target values ("Current Mid-Term Performance Targets") stipulated by the Supervisory Board prior to the private placement and the future medium-term target values ("Future Mid-Term Performance Targets") to be adopted by the Supervisory Board at the end of the 2022/2023 financial year, whereby with regard to the Sales CAGR the higher value according to the current and future mid-term performance targets is always decisive for the key figure of the Sales CAGR defined in the LTI 2021. If less than 85% of the respective performance targets are met, the options concerned forfeit without compensation. If the respective target is met by 85%, 20% of the options forfeit

without compensation. If it is met by 100%, all options shall be deemed performance vested. In the range between 85% and 100%, the proportion of options that forfeit without compensation decreases linearly. For the options attributable to ESG criteria, a differentiation is only made between the achievement and non-achievement of the target: If it is achieved, all allocable options shall be deemed vested. If it is not achieved, all options allocated to this performance target forfeit without compensation. Tranche 1 options can be exercised for the first time after the end of 30 June 2025, Tranche 2 options for the first time after the end of 30 June 2027. Options that have not been exercised by 30 June 2029 (inclusive) forfeit without compensation. The exercise of the options is only possible within certain exercise windows of two weeks, as defined in more detail in the LTIP 2021, each commencing after the publication of the (preliminary) business figures for a financial year, half-year or quarter. Options may not be exercised within certain black-out periods defined in the LTIP 2021. The exercise of the options vested according to the aforementioned conditions is subject to the achievement of a share price hurdle (weighted average price per share in XETRA trading within a period of three months prior to the relevant date) of 200% of the exercise price ("Share Price Hurdle"), i.e. EUR 47.00, no later than 28 February 2027 and additionally either (i) at the beginning of the respective exercise window or (ii) on at least three trading days on the Frankfurt Stock Exchange within a previous exercise window.

(d) Settlement of Options

Upon exercise of the options, a number of shares corresponding to the settlement value of the exercised Options shall be delivered by the Company to the respective member of the Management Board from the conditional capital 2021. The settlement value of the exercised options shall correspond to the amount by which the share price exceeds the exercise price upon exercise. The settlement value of the exercised options corresponds to the amount by which the share price exceeds the exercise price upon exercise but is limited to 200% of the exercise price (i.e., EUR 47.00 per option – "Cap").

Instead of delivering shares from the contingent capital 2021, the company may make a cash payment to the respective member of the Management Board in the amount of the settlement value per option (less wage taxes and any other statutory levies to be withheld by the Company) or fulfil its obligation to deliver shares from existing treasury shares.

Programs for Leadership and Employees

LTIP 2021

With FY 2021/2022 ABOUT YOU implemented the LTIP 2021 management program. In addition to the annual share-based compensation for leads and selected high-performers at ABOUT YOU, as defined in more detail below, the Leadership program LTIP 2021 was granted to selected members of the leadership team in the 1st and 2nd level below the Management

Board. This program represents a performance-based compensation component, which in its terms and conditions regarding (a) exercise price, (b) time vesting, (c) performance vesting and (d) settlement of options was set up completely identical to the performance-based remuneration system of the Management Board "LTIP 2021". In total, a further 3,234,043 options were granted under the "LTIP 2021". Options that vest on or before 28 February 2025 (inclusive) (1,940,426 Options in total) belong to Tranche 1 ("Tranche 1 Options"). Options that vest at the end of 28 February 2026 and 28 February 2027 (1,293,617 Options in total) belong to Tranche 2 ("Tranche 2 Options").

RSUP & SOP 2021

With the FY 2021/2022 ABOUT YOU implemented the leadership program "Restricted Stock Unit Plan (RSUP)" and "Stock Option Plan (SOP)" being effective as of October 1st 2021. The programs "RSUP" & "SOP" follow upon the program VESOP 2017 – 2021, that is described in detail in the respective section below.

The RSUP is targeted to ABOUT YOU leadership and selected high-performers within the organization. The SOP is primarily targeted to the ABOUT YOU leadership team in the 1st and 2nd level below the Management Board, who are able to split their annual share-based compensation between restricted stock units

("RSUs") and virtual stock options ("SOs") according to the following distributions:

- Option 1: 100% SOP, 0% RSUP
- Option 2: 75% SOP, 25% RSUP
- Option 3: 50% SOP, 50% RSUP
- Option 4: 25% SOP, 75% RSUP
- Option 5: 0% SOP, 100% RSUP

Restricted Stock Unit Plan (RSUP) 2021

The Restricted Stock Unit Plan ("RSUP") is intended to enable leadership and selected high-performers of ABOUT YOU to participate in the sustainable and long-term growth of the company. By means of this plan, ABOUT YOU intends to grant the participants a compensation component with a long-term incentive effect and a balanced risk-reward profile in the form of annual tranches of restricted stock units. A total of 235,070 restricted stock units ("RSUs") were allocated under the program as of 1 October 2021. All eligible employees receive an individual grant amount in EUR. The resulting number of RSUs granted is determined by dividing the share of the grant value issued under the RSUP by the volume-weighted average closing price (commercially rounded to two decimal places) of the ABOUT YOU Holding SE share in XETRA trading (or a comparable successor system) during the last 90 trading days prior to the grant date. The share price has been set to EUR 22.71 for the tranche of 1st October 2021. The granted RSUs are subject to a vesting over three years starting at the grant date. Within the three-year vesting period, a part of the granted RSUs vest at the end of each year. The vesting scheme follows a non-linear vesting

approach. Accordingly, at the end of the first year, 15% of the granted RSUs are vested, at the end of the second year 25% of the granted RSUs are vested and at the end of the third year, the remaining ~60% of the granted RSUs are vested. The sum of all payments of one tranche is limited to 350% of the grant value. The value of the vested RSUs will be settled in real ABOUT YOU shares. Alternatively, the Management Board of ABOUT YOU may decide to settle the payment in cash. The payment will be made with the payroll for the month following the announcement of the first financial report (for a quarter, half-year or fiscal year) after the end of the respective vesting date.

Stock Option Plan ("SOP") 2021

The SOP is intended to enable selected leadership in the 1st and 2nd level below the Management Board of ABOUT YOU to participate in the sustainable and long-term growth of the company. A total of 179,316 virtual SOs were allocated under the program as of 1 October 2021. The calculated exercise price of the SOs in relation to the grant date was determined according to the volume-weighted average closing price (commercially rounded to two decimal places) of the share of ABOUT YOU Holding SE in XETRA trading during the last 30 trading days prior to the grant date and amounted to EUR 22.71 for the issue on 1 October 2021. All eligible employees receive an individual grant amount in EUR. In order to convert the grant amount into a number of virtual SOs, the proportion of the grant value allocated to the SOP will first be converted into a number of RSUs by dividing it by the

exercise price. The determined number of RSUs is then multiplied by an exchange factor to determine the number of granted virtual SOs. The exchange factor is determined and based on the fair value of a virtual SOs and the fair value of an RSU. The exchange ratio may vary from tranche to tranche, even within a year if there are multiple grants in a year, depending on the determination of the option price at the respective reporting date. The fair value of the virtual SO was determined according to the Monte Carlo simulation, individual parameters for the calculation of the fair value can be found in the consolidated table "Reconciliation of outstanding share options". The granted virtual SOs are subject to a vesting over three years starting at the grant date. Within the three-year vesting period, a part of the granted RSUs vest at the end of each year. The vesting scheme follows a non-linear vesting approach. Accordingly, at the end of the first year, 15% of the granted RSUs are vested, at the end of the second year 25% of the granted RSUs are vested and at the end of the third year, the remaining ~60% of the granted RSUs are vested. The virtual SOs may be exercised for the first time after a period of four years following the grant date. For the virtual SOs vesting at the first vesting date, the waiting period following the vesting is three years, for the virtual SOs vesting at the second vesting date, the waiting period is two years, for the virtual SOs vesting at the third vesting date, the waiting period is one year. The sum of all payments of one tranche is limited to 350% of the grant value. Subject to any insider trading rules and any vesting periods, all vested virtual SOs may only be exercised

after the expiry of the relevant vesting period and before the expiry of the relevant end date, of a maximum of four years after the expiry of the relevant vesting period and only within four weeks in each case commencing on the third business day after the announcement of the financial report for the relevant quarter or financial year.

VESOP 2017-2021

With the FY 2017/2018 ABOUT YOU implemented the leadership program VESOP 2017-2021 granting virtual shares to ABOUT YOU leadership and selected high-performers within the organization on an annual basis. The virtual shares entitle the holder to receive a bonus depending on whether there is an IPO or a private sale in which the buyer directly or indirectly holds more than 75% of the voting shares in the company. The valuation of the virtual shares in each tranche was based on the current enterprise value at the respective grant date. Due to the completion of the private placement of ABOUT YOU on 16 June 2021, such a bonus event occurred where the entire individual bonuses of the employees were converted into virtual shares of ABOUT YOU. Shortly before the event, a modification of the contract has been conducted. No significant effects resulted from this modification. It was additionally stipulated that the allocated virtual shares would vest for all participating employees upon completion of the going public and would subsequently be subject to a vesting period of 12 months. With the completion of the ABOUT YOU private placement on 16 June 2021, a total of 2,033,871 virtual shares were granted. For the determi-

nation of the virtual shares of ABOUT YOU, the gross entitlement of the respective employee was first determined on the basis of the respective accumulated bonuses in accordance with the provisions of the VESOP agreement. However, in deviation from the provisions of the initial VESOP agreement, transaction costs arising from the private placement are not deducted when calculating the enterprise value. The number of virtual shares is determined by dividing the gross entitlement of the participating employee by the placement price. The Placing Price means the final price per share of ABOUT YOU achieved in the course of the private placement, which was based on the enterprise value of the private placement and amounted to EUR 23.00 for the issue on 16 June 2021.

EFSP 2021

With the FY 2021/2022 ABOUT YOU implemented the employee program Employee Free Share Plan 2021 ("EFSP"), which is aimed at all employees below the Executive Board level who have been employed by ABOUT YOU for more than six months as of the grant date of 1 December 2021. Under this plan, 31,703 ABOUT YOU restricted stock units ("RSUs") were granted at the grant date of 1 December 2021. The RSUs were granted on a one-time basis and voluntarily on 1 December 2021, with no entitlement to future grants of RSUs or other compensation. Under the EFSP, all eligible employees are being granted an individual EUR amount as a grant amount, which is dependent on the length of employment with ABOUT YOU at the time of grant. Employees who have been employed by ABOUT YOU for

less than or exactly six months at the time of grant will not receive RSUs. Employees who have been employed by ABOUT YOU for more than six but less than 18 months at grant date shall receive a grant value of EUR 500. Employees who have been employed by ABOUT YOU for at least 18 but less than 30 months at grant date shall receive a grant value of EUR 1,000. Employees who have been employed by ABOUT YOU for more than 30 months at grant date shall receive a grant value of EUR 1,500. For employees who have been employed by ABOUT YOU for at least 30 months at grant date, the Management Board of ABOUT YOU may, at its sole discretion, determine a grant value of more than EUR 1,500. The resulting number of RSUs granted is determined by dividing the share of the grant value issued under the EFSP by the volume-weighted average closing price (commercially rounded to two decimal places) of the ABOUT YOU Holding SE share in XETRA trading (or a comparable successor system) during the last 90 trading days prior to the grant date. The share price has been set to EUR 21.74 for the tranche of 1 December 2021. The RSUs granted are subject to a vesting over two years starting at the grant date. Within the two-year vesting period, half of the RSUs granted vest at the end of each year. Accordingly, at the end of the first year on 1 December 2022, 50% of the granted RSUs, and at the end of the second year on 1 December 2023, the remaining 50% of the granted RSUs are vested. The payment will be made with the payroll for the month following the announcement of the first financial report (for a quarter, half-year or fiscal year) after the end of the

respective vesting date. The value of the vested RSUs will be settled in real ABOUT YOU shares. Alternatively, the Management Board of ABOUT YOU may decide to settle the payment in cash.

Development of Outstanding Options

	LTI 2021		LTIP 2021		SOP 2021	
	Number	Weighted average exercise price (in EUR)	Number	Weighted average exercise price (in EUR)	Number	Weighted average exercise price (in EUR)
Outstanding at 28 Februar 2021	0	–	0	–	0	–
Granted during the year	5,106,384	23.5	3,234,043	23.5	179,316	22.71
Forfeited during the year	0	–	–	–	0	–
Exercised during the year	0	–	–	–	0	–
Outstanding at 1 March 2022	5,106,384	23.5	3,234,043	23.5	179,316	22.71

Valuation of Newly Granted Options

Input parameters	LTI 2021	LTIP 2021	SOP 2021
Weighted-average exercise price (in EUR)	23.50	23.50	22.71
Expected volatility (%)	40.3	40.3	50.0
Expected dividends (%)	0.0	0.0	0.0
Expected life (in years)	7.25	7.25	7.5
Risk-free interest rate (%)	(0.26)	(0.26)	(0.5)
Fair value (in EUR)	4.38	4.38	8.22

(21.) Media4Equity Program

As part of the Media4Equity program, ABOUT YOU granted investments media services instead of money in the amount of EUR 0.3 million (2020/2021: EUR 4.7 million). This represents a share-based payment within the meaning of IFRS 2 with compensation through equity-settled share-based payments. The program leads to non-cash expenses. The amount of the investment is determined according to the net media volume. The basis for determining the net media volume and, thus, the amount of the investments granted is the gross media volume. This is determined according to the partner's list price for the provided media services. The net media volume is calculated using the gross media volume less a reduction typical for the market.

The Media4Equity agreements have been continued in 2021/2022 until the listing. The terms stipulated in the Media Service Agreements apply until 28 February 2022 (German Media Pool GmbH, Fashion Media Pool GmbH) and at least 28 February 2022 (Seven-Ventures GmbH), respectively. It has also been agreed that all Media4Equity agreements shall be terminated should a listing be prepared. This takes place on the last day of the month preceding that month in which the A and B shares are converted into a class of ordinary shares. Therefore, in April 2021 Media4Equity services have been claimed for the last time.

(22.) Non-Current Liabilities

Non-current liabilities included leases amounting to EUR 47.9 million (2020/2021: EUR 7.6 million) as well as non-current, subordinate loan liabilities payable to related parties equalling EUR 76.7 million in the previous year 2020/2021. The loan has been repaid fully in 2021/2022.

The movement in non-current liabilities is shown in the consolidated statement of liabilities.

(23.) Trade Payables

Trade payables are broken down as follows:

in EUR million	28/2/2022	28/2/2021
Trade payables from third parties	206.7	142.9
Trade payables from related parties	141.0	66.9
Trade Payables	347.7	209.7

Trade payables amounted to EUR 347.7 million (2020/2021: EUR 209.7 million). The trade payables as of the reporting date included liabilities denominated in foreign currency of EUR 11.3 million. Please see the attached consolidated statement of liabilities for further information.

All current liabilities to related parties are trade payables, especially for merchandise and logistics services. The increase of these liabilities to EUR 141.0 million (2020/2021: EUR 66.9 million) in 2021/2022 is due both to reporting date effects as well as the sharp rise in business volume. In addition, new payment terms were agreed with some related companies and the option of reverse factoring was used to improve net working capital.

ABOUT YOU participates in a supply chain financing arrangement (SCF) under which its suppliers may elect to receive early payment of their invoice from a bank by factoring their receivable from the Group. Under the arrangement, the financing partner agrees to pay amounts to a participating supplier in respect of invoices owed by the Group and receives settlement from ABOUT YOU at a later date. The principal purpose of this arrangement is to facilitate efficient payment processing and enable the willing suppliers to sell their receivables due from the Group to a bank before their due date.

ABOUT YOU has not derecognised the original liabilities to which the arrangement applies because neither a legal release was obtained nor the original liability was substantially modified on entering into the arrangement. From the Group's perspective, the arrangement does not significantly extend payment terms beyond the normal terms agreed with other suppliers that are not participating. The Group

does not incur any additional interest towards the bank on the amounts due to the suppliers. The Group therefore discloses the amounts factored by suppliers within trade payables because the nature and function of the financial liability remain the same as those of other trade payables but discloses disaggregated amounts in the notes. All payables under the SCF are classified as current as of 28 February 2022. The payments to the bank are included within operating cash flows because they continue to be part of the normal operating cycle of the Group and their principal nature remains operating – i.e. payments for the purchase of goods and services. The payments to a supplier by the bank are considered non-cash transactions and amount to EUR 37.9 million.

(24.) Other Liabilities

Other liabilities are broken down as follows:

in EUR million	2021/2022	2020/2021
Liabilities from refunds from expected returns	58.5	52.2
Miscellaneous financial liabilities	49.5	0.2
Other financial liabilities	108.0	52.7
Liabilities to employees	2.3	2.4
Other tax liabilities	64.9	24.1
Deferred income	5.4	10.3
Miscellaneous liabilities	7.0	9.2
Other non-financial liabilities	79.6	46.0
Other Liabilities	187.6	98.7

The increase in miscellaneous financial liabilities is due to the use of reverse factoring services in the amount of EUR 49.3 million, which led to the original trade payables being derecognised. Under this agreement, the financing partner makes a debt-discharging payment to the supplier to settle the original trade payable. The payments to the financing partner are included within operating cash flows because they continue to be part of the normal operating cycle of the Group and their principal nature remains operating – i.e. payments for the purchase of goods and services.

The increase in liabilities for refunds from expected returns compared to 2020/2021 is mainly due to the increased revenues. The revenue growth is partly compensated due to a higher revenue share in RoE countries. These markets tend to be significantly less affected by returns. Another aspect is the lower returns rates in the wake of the Covid-19 pandemic and the higher share of TME sales, which are hardly affected by returns. The volume on the return provisions depends highly on seasonal effects such as major campaigns e.g. black Friday.

The liabilities to employees mainly comprise wages and salaries and outstanding leave. The liabilities from other taxes mainly relate to VAT liabilities from taxable revenue in the rest of the community. Deferred income mainly includes deferred revenue for merchandise already invoiced, but which – based on empirical values – will reach the customer only after the reporting date (see **Section 3.6.6**).

The maturities of other liabilities are shown in the consolidated statement of liabilities.

(25.) Consolidated Statement of Liabilities

Statement of Liabilities (consolidated) as of 28 February 2022

in EUR million	Remaining term			Total	thereof secured by liens or similar rights
	Up to 1 year	1–5 years	More than 5 years		
1. Trade payables	347.7	0.0	0.0	347.7	0.0
2. Lease liabilities	12.1	44.9	3.0	60.0	0.0
3. Other liabilities	187.6	0.0	0.0	187.6	0.0
thereof other financial liabilities	108.0	0.0	0.0	108.0	0.0
thereof other non-financial liabilities	79.6	0.0	0.0	79.6	0.0
thereof for taxes	64.9	0.0	0.0	64.9	0.0
Total	547.4	44.9	3.0	595.2	0.0

Statement of Liabilities (Consolidated) as of 28 February 2021

in EUR million	Remaining term			Total	thereof secured by liens or similar rights
	Up to 1 year	1–5 years	More than 5 years		
1. Trade payables	209.7	0.0	0.0	209.7	0.0
2. Non-current liabilities to related parties	0.0	76.7	0.0	76.7	0.0
3. Lease liabilities	3.2	7.6	0.0	10.8	0.0
4. Other liabilities	98.7	0.0	0.0	98.7	0.0
thereof other financial liabilities	52.7	0.0	0.0	52.7	0.0
thereof other non-financial liabilities	46.0	0.0	0.0	46.0	0.0
thereof for taxes	24.1	0.0	0.0	24.1	0.0
Total	311.6	84.3	0.0	395.9	0.0

(26.) Current Provisions

In the previous year other provisions included provisions for costs relating to the preparation of equity-raising measures amounting to EUR 2.5 million which have been used during the listing in 2021/2022.

The provisions for the past financial year mainly include provisions for litigation costs.

Movements in current provisions:

in EUR million	2021/2022	2020/2021
Provisions as of 1 March	2.5	0.0
Addition	0.4	2.5
Usage	(2.5)	0.0
Reversal	0.0	0.0
Provisions as of 28 February	0.4	2.5

(27.) Financial Instruments

The financial liabilities and financial assets can be categorised as follows in accordance with the regulations of IFRS 9, with the carrying amounts roughly corresponding to the fair values:

in EUR million	Amortised Costs (AC)	Fair Value Through Profit and Loss (FVTPL)	Not assigned to an evaluation category	Carrying amount
Assets				
Cash and cash equivalents	496.2	0.0	0.0	496.2
Trade receivables and other receivables	75.9	0.0	0.0	75.9
Financial assets	0.0	5.7	0.0	5.7
Other non-current financial assets	14.4	0.0	0.0	14.4
As of 28 February 2022	586.6	5.7	0.0	592.2
Equity and liabilities				
Trade payables	347.7	0.0	0.0	347.7
Non-current lease liabilities	0.0	0.0	47.9	47.9
Lease liabilities	0.0	0.0	12.1	12.1
Other financial liabilities	108.0	0.0	0.0	108.0
As of 28 February 2022	455.7	0.0	60.0	515.7

in EUR million	Amortised Costs (AC)	Fair Value Through Profit and Loss (FVTPL)	Not assigned to an evaluation category	Carrying amount
Assets				
Cash and cash equivalents	107.9	0.0	0.0	107.9
Trade receivables and other receivables	56.6	0.0	0.0	56.6
Financial assets	0.0	1.9	0.0	1.9
Other non-current financial assets	0.1	0.0	0.0	0.1
As of 28 February 2021	164.6	1.9	0.0	166.5
Equity and liabilities				
Trade payables	209.7	0.0	0.0	209.7
Non-current lease liabilities	0.0	0.0	7.6	7.6
Lease liabilities	0.0	0.0	3.2	3.2
Other financial liabilities	52.7	0.0	0.0	52.7
As of 28 February 2021	262.5	0.0	10.8	273.3

As of the reporting date, the Group did not hold any open derivatives. The non-current liabilities to related parties were repaid in full in the past financial year. The fair value of the previous year's item matches the carrying amount.

The following table shows the breakdown of the net result from financial instruments and includes impacts from write-downs and from interest:

in EUR million	Gains (+)/losses (-) through profit or loss			
	Interest	Impairment losses	Gain (+)/ loss (-) from measure- ment	Net income (loss)
Financial assets and liabilities at fair value through profit or loss	0.0	0.0	0.0	0.0
Financial assets at amortized cost	0.7	0.0	0.0	0.7
Financial liabilities measured at amortized cost	(4.4)	0.0	0.0	(4.4)
Total	(3.7)	0.0	0.0	(3.7)

(28.) Notes to the Consolidated Statement of Cash Flows

The statement of cash flows shows the movements in cash and cash equivalents at the Group during the reporting period as a result of cash inflows and outflows. Cash flows are presented in accordance with their origin and use as cash flows from operating activities, investing activities or financing activities.

Changes in cash flows from operating activities are derived indirectly based on the consolidated profit or loss for the year. Cash inflows and outflows from investing and financing activities are determined directly.

Non-cash transactions in 2021/2022 related to Media4Equity transactions (see **Section 3.6.7 (21.)**) with a total volume of EUR 0.3 million (2020/2021: EUR 4.7 million). In addition, non-cash events included share-based compensation amounting to EUR 14.8 million (see **Section 3.6.7 (20.)**).

The following table shows the reconciliation of liabilities from financing activities:

in EUR million	As of 1/3/2021	Cash change	Cash change consolidation	As of 28/2/2022
Lease liabilities	10.8	(12.1)	61.2	60.0
Non-current payables to related parties	76.7	(76.7)	0.0	0.0

3.7 OTHER DISCLOSURES

3.7.1 FINANCIAL RISK MANAGEMENT

ABOUT YOU is exposed to credit risk, liquidity risk, and market risk (primarily currency risks) during its operating activities. The objective of financial risk management is to mitigate the risks arising from operating activities using selected hedging instruments. Group management is responsible for managing these risks. This function is in charge of setting up and monitoring risk management. To do so, policies were introduced for identifying and analysing Group risks. As of the balance sheet date there were no outstanding hedges to consider.

Credit Risk

Credit risk is the risk of financial loss if a customer or counterparty fails to meet its contractual obligations. Any default on payment leads to impairment losses on assets, financial assets or receivables.

A financial asset is considered to be in default if the customer presumably cannot fulfill the corresponding obligations. Credit assessments are carried out to avoid the default risk, whose maximum amount for the respective financial assets corresponds to the recognized carrying amounts.

For identifiable risks of default, especially in the case of trade receivables, appropriate allowances for receivables are recognized using the applicable concept of expected credit losses pursuant to IFRS 9. For other receivables in the context of invoicing, pay-later and similar payment types there is no noteworthy concentration of default risk, since ABOUT YOU transfers all default risks to its factoring partners.

Cash and cash equivalents are also subject to the impairment requirements of IFRS 9; however, the identified impairment loss was immaterial.

As a reaction to the Covid-19 pandemic, the receivables portfolio and credit risk were constantly monitored. ABOUT YOU is not exposed to a major default risk from an individual counterparty. The concentration of the creditworthiness risk is limited due to the broad and heterogeneous customer base.

Liquidity Risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. This risk can result from inadequate availability of funds where necessary, inaccurate liquidity forecasts or a unilateral investment strategy for the cash reserves of the Company.

ABOUT YOU manages the liquidity risk by regularly reviewing liquidity requirements using an integrated platform for forecasting funds required in the short, medium and long term.

Financial management makes sure liquidity is maintained at all times. Furthermore, it ensures that sufficient funds are always available for operations and capital expenditures. In this regard, minimizing financing costs is a key secondary condition for efficient financial management. The general rule is to refinance open positions with matching maturities. The necessary basic data is determined on a rolling basis using monthly liquidity planning with a planning horizon of twelve months as well as daily planning with a horizon of at least four weeks. Both budgets are subject to regular variance analysis. There is no concentration risk with regard to the presented liquidity risks.

ABOUT YOU practices Reverse Factoring via agreements in order to facilitate the efficient payment of invoices. Although this agreement does not significantly extend the payment terms compared to normal payment terms with not participating suppliers, this process leads to an enhanced forecast of funds outflows.

As a reaction to the Covid-19 pandemic, the liquidity risk was constantly monitored. ABOUT YOU is not exposed to any major liquidity risks.

The following tables present the contractually agreed (undiscounted) interest and principal payments for non-derivative financial liabilities.

Figures budgeted for new, future liabilities were excluded. Financial liabilities repayable at any time are always allocated to the earliest maturity date.

As of 28 February 2022, contractual cash flows from financial liabilities were as follows:

in EUR million	Remaining term			Total
	Up to 1 year	1–5 years	More than 5 years	
Trade payables	347.7	0.0	0.0	347.7
Lease liabilities	14.3	43.5	3.2	60.9
Other financial liabilities	108.0	0.0	0.0	108.0

As of 28 February 2021, contractual cash flows from financial liabilities were as follows:

in EUR million	Remaining term			Total
	Up to 1 year	1–5 years	More than 5 years	
Trade payables	217.3	84.2	0.0	301.5
Lease liabilities	3.2	7.6	0.0	10.8
Other financial liabilities	52.7	0.0	0.0	52.7

Market Risk

Market risk is the risk that changes in market prices, e.g. for exchange rates or reference interest rates, will affect the Group's earnings or the value of its financial holdings. The aim of market risk management is to manage and control market risk within defined parameters while at the same time optimizing returns.

Market risk as defined by IFRS 7 is largely limited to currency risk at ABOUT YOU Group. The interest rate risk is of minor significance

at ABOUT YOU Group due to its mainly fixed-interest capital structure. The Group generally uses forward exchange transactions to manage exchange rate risks. In general, the ABOUT YOU Group strives to hedge market risks in order to minimize volatility in profit or loss.

Currency risk arises from proceeds in foreign currency from transactions with customers as well as financial obligations to suppliers payable in foreign currency. The latter predominantly result from purchases of goods in US dollars or British pounds and subsequent sale of goods in the respective currency of the sales region.

Currency risk is hedged through refinancing with matching currencies. Any remaining risks from open currency positions are assessed using adequate risk methods. If necessary, risk is reduced further, primarily through forward exchange contracts. Derivative financial instruments are recognized at the time of acquisition and measured at fair value on subsequent reporting dates. The changes in value of the derivative financial instruments are generally to be taken into account in the annual result as of the balance sheet date.

As of 28 February 2022, outstanding liabilities in foreign currency amounted to EUR 11.3 million (2020/2021: EUR 5.5 million). Even significant changes in exchange rates would therefore only have a minor effect on ABOUT YOU Group's financial position, financial performance and cash flows.

Capital Management

The Group's capital management objectives are to ensure its ability to meet all financial obligations in the short term and to maintain a strong capital base for continuous financing of growth as well as to increase the Company's value over the long term. It also ensures that all Group entities are able to operate under the going concern principle.

Capital management as well as the associated objectives and definition are based on performance indicators determined on the basis of the IFRS consolidated financial statements. ABOUT YOU defines the indicator "equity ratio" as the ratio of equity to total assets, and the indicator "net working capital" as the sum total of inventories and trade and other receivables as well as receivables and financial receivables from affiliates and related parties and other liabilities less trade and other payables. The equity ratio equalled 49.3% as of the reporting date (2020/2021: 12.1%). Net working capital amounted to EUR 9.5 million as of the reporting date (2020/2021: EUR -13.2 million).

The calculation of net working capital is shown in the following table:

in EUR million	2021/2022	2020/2021
(+) Current assets excl. Cash and cash equivalents	557.3	301.0
Inventories	388.4	199.6
Trade receivables and other receivables	75.9	56.6
Other financial assets	0.0	(0.0)
Other non-financial assets	93.0	44.7
(-) Current liabilities	547.8	314.1
Trade payables	347.7	209.7
Lease liabilities	12.1	3.2
Other financial liabilities	108.0	52.7
Other non-financial liabilities	79.6	46.0
Other provisions	0.4	2.5
= Net working capital	9.5	(13.2)

The development of net working capital is mainly caused by a disproportionate increase in inventories compared to the same period of the previous year, due to on the one hand, relatively low inventory levels at the end of 2020/2021 as a result of the pandemic and on the other hand brought forward deliveries of goods in early 2022 as a precautionary measure against anticipated shortages due to global supply chain constraints. These effects could not be fully compensated for by the other components of net working capital.

3.7.2 DISCLOSURE ON RELATED PARTIES

The related parties of ABOUT YOU Group (as defined by IAS 24) comprise any individuals and companies that control ABOUT YOU Group or exercise significant influence over ABOUT YOU Group or through whom the ABOUT YOU Group is controlled or significantly influenced.

Accordingly, the members of the Otto family, the Michael Otto Foundation, the companies controlled or significantly influenced by this family and the Foundation, the members of the Executive Board of Otto (GmbH & Co KG) as well as the subsidiaries, associates and joint ventures of the Otto Group are defined as

related parties, as Otto (GmbH & Co KG) classifies ABOUT YOU Holding SE as a subsidiary to be consolidated in accordance with IFRS 10.

The management companies of the Board members Tarek Müller, Sebastian Betz, and Hannes Wiese, which are involved in ABOUT YOU Holding SE, are also to be classified as related parties.

Furthermore, the company Aktieselskabet af 12.6.18 along with the subsidiaries and joint ventures of Bestseller A/S are defined as related parties.

During the reporting period, ABOUT YOU conducted transactions with related parties in the ordinary course of its business. The transactions were performed at arm's length.

The ABOUT YOU Group Management Board received total compensation of EUR 4.6 million in the reporting period (2020/2021: EUR 0.8 million). Thereof EUR 3.6 million relate to share-based payments. Of the total compensation EUR 1.0 million are due short term. One company related to a member of the Management Board was contracted to arrange employee events for the ABOUT YOU Group in financial year 2021/2022. In exchange for this service, this company received compensation in the amount of EUR 0.1 million.

The passing on of transaction costs in connection with the listing also resulted in receivables from the Executive Board in the amount of EUR 1.0 million (previous year: EUR 0.0 million).

The members of the supervisory board received compensation of EUR 0.5 million in accordance with Section 15 of the statutes by the ABOUT YOU Holding SE referring to the current compensation arrangement for the supervisory board. Thereof EUR 0.5 million are still pending per reporting date.

ABOUT YOU purchased goods in the amount of EUR 46.2 million (2020/2021: EUR 21.0 million) from the ultimate controlling party, primarily goods for further sale. Furthermore, services worth EUR 27.4 million (2020/2021: EUR 22.7 million) were received from the ultimate controlling party. The services purchased primarily concerned logistics services.

Revenues of EUR 15.2 million (2020/2021: EUR 12.8 million) were being generated with the ultimate controlling party, which mainly result from the utilization of the ABOUT YOU Commerce Engine (Tech), associated implementation services as well as other enabling services of the company.

As of the end of the reporting period, short-term receivables from the ultimate controlling party stood at EUR 2.1 million (previous year: EUR 0.4 million). Simultaneously, short-term liabilities amounting to EUR 59.4 million (previous year: EUR 22.1 million) are outstanding.

As of 28 February 2021, loan relationships in the amount of EUR 75.0 million existed with the ultimate controlling party and other minority shareholders of ABOUT YOU Holding, which were based on a standard market interest rate of 10% p.a. The loan was fully repaid in July 2021. Interest of EUR 4.4 million was paid in the course of the repayment.

ABOUT YOU purchased goods in the amount of EUR 31.9 million (2020/2021: EUR 16.7 million) from companies related to the ultimate controlling party. The goods are primarily merchandise purchased for resale.

In addition, services amounting to EUR 137.9 million (2020/2021: EUR 125.6 million) were purchased from them. The services purchased mainly comprise logistics and service activities.

Furthermore, revenues of EUR 10.7 million (2020/2021: EUR 8.5 million) and other income of EUR 0.1 million (2020/2021: EUR 0.2 million) were generated with companies related to the ultimate controlling party. The revenues result from the use of the media services of ABOUT YOU, from SCAYLE and from individual enabling services concerning fulfillment and store management. Other income mainly stems from service-level-agreements with logistics service providers.

Current receivables from companies related to the ultimate controlling party amounted to EUR 1.0 million (previous year: EUR 1.3 million). Simultaneously, short-term liabilities amounted to EUR 34.2 million (previous year: EUR 31.1 million).

In addition, ABOUT YOU purchased goods in the amount of EUR 185.1 million (2020/2021: EUR 96.3 million) from companies related to a minority shareholder. In this case, as well, the goods were mainly purchased for resale.

Revenues amounting to EUR 16.3 million (2020/2021: EUR 1.3 million) were generated with these companies. The revenues in this case also stem from the use of the media services of ABOUT YOU, from SCAYLE, and from individual enabling services concerning fulfillment and store management.

Current receivables from companies related to a minority shareholder amounted to EUR 5.7 million (previous year: EUR 0.8 million). Simultaneously, current liabilities amounted to EUR 43.7 million (previous year: EUR 13.7 million).

From other related companies, ABOUT YOU purchased goods in the amount of EUR 12.1 million (2020/2021: EUR 0.0 million). The goods are primarily goods that were purchased for resale.

Furthermore, revenues of EUR 19.6 million (2020/2021: EUR 0.0 million) were generated with these other related parties. The revenues stem from the use of the media services of ABOUT YOU, from SCAYLE, and from individual enabling services concerning fulfillment and store management.

Current receivables from other related parties amounted to EUR 2.8 million (previous year: EUR 3.2 million). Simultaneously, short-term liabilities amounted to EUR 3.7 million (previous year: EUR 0.0 million). In addition, loan receivables from other related parties of EUR 15.3 million (previous year: EUR 0.3 million) stood as of the end of the financial year.

In 2021/2022, transactions with shareholders amounting to a total of EUR 0.3 million (2020/2021: EUR 4.7 million) were conducted under the Media4Equity program, which increased the Group's capital reserves by this amount.

In the course of a conversion, the existing shareholders transferred to the Company, without compensation, a certain number of shares calculated in advance on the basis of contractual agreements. Most of the transferred shares were subsequently retained by the Company, resulting in a reduced total number of shares and a corresponding increase in the nominal amount of the Company's share capital. A total of 15,758,072 shares were retained as treasury shares. For more detailed disclosures in accordance with Section 160 of the German Stock Corporation Act (AktG) and Section 33 of the German Securities Trading Act (WpHG), please refer to **Section 3.7.8**.

3.7.3 AUDITOR'S FEES

The total fee charged by the auditor of ABOUT YOU Group breaks down as follows:

in EUR million	28/2/2022	28/2/2021
Fee for auditing financial statements	0.3	0.2
Fee for other assurance service	0.5	0.0
Fee for tax advisory services	2.7	1.7
Fee for other services	0.5	0.2
Auditor's Fees	4.0	2.1

Other assurance services mainly result from the issuance of a comfort letter in connection with the listing, the audit of the accounting-related internal control system and the performance of reviews of the interim financial reporting.

Tax advisory services mainly consist of ongoing VAT advice as well as advice in connection with tax compliance. The engagement of tax advisory services by the auditor was terminated effective 28 February 2022.

Table:

- 1 Information on equity and earnings as of February 28, 2021, pursuant to the German Commercial Code [HGB]
- 2 Information on equity after the profit and loss transfer agreement and earnings as of December 31, 2020, pursuant to the German Commercial Code [HGB]; Adference GmbH reports a deviating financial year (1 January to 31 December)
- 3 Information on equity and earnings as of February 28, 2021, pursuant to the German Commercial Code [HGB]
- 4 Information on equity and earnings as of February 28, 2021, pursuant to the German Commercial Code [HGB]
- 5 If no annual financial statements are available yet due to new foundation "n/a".
- 6 Information on the equity and earnings as of December 31, 2019 (the company reported a deficit not covered by equity), pursuant to the German Commercial Code [HGB]
- 7 Information on equity and earnings as of December 31, 2020, pursuant to the German Commercial Code [HGB]
- 8 Information on equity and earnings as of December 31, 2020, pursuant to the German Commercial Code [HGB]

The other services mainly result from quality maintenance services for the internal control system in the context of the listing, general legal advice, support in complying with reporting obligations under the Foreign Trade and Payments Ordinance (Außenwirtschaftsverordnung), and basic legal training.

3.7.4 LIST OF SUBSIDIARIES

The following table displays the list of subsidiaries of the ABOUT YOU Group as of 28 February 2022:

	Registered office, country	Ownership interest (Group) as of reporting date	Equity of last financial year in EUR million	Profit/(loss) of last financial year in EUR million
Fully consolidated entities				
ABOUT YOU Verwaltungs SE ¹	Hamburg, Germany	100%	369.8	0.3
Adference GmbH ²	Lüneburg, Germany	100%	1.5	0.0
ABOUT YOU SE & Co. KG ³	Hamburg, Germany	100%	169.6	(106.8)
ABOUT YOU Beteiligungs GmbH ⁴	Hamburg, Germany	100%	0.0	0.0
Unconsolidated entities⁵				
The HAUS Apparel GmbH ⁶	Berlin, Germany	49%	(0.0)	(0.0)
LeGer GmbH	Hamburg, Germany	40%	n/a	n/a
Soko München GmbH	Munich, Germany	36%	n/a	n/a
Supreme GmbH ⁷	Rostock, Germany	23%	0.1	0.0
Why Not Enterprises GmbH	Berlin, Germany	43%	n/a	n/a
6PM GmbH ⁸	Frankfurt am Main, Germany	20%	0.0	0.8

3.7.5 DISCLOSURE EXEMPTIONS

ABOUT YOU Verwaltungs SE, ABOUT YOU SE & Co. KG, ABOUT YOU Beteiligungs GmbH and Adference GmbH make use of the disclosure exemptions in accordance with Section 264 (3) and 264b HGB concerning the requirement to disclose their financial statements and to prepare notes to the financial statements and a management report as well as the audit if applicable.

3.7.6 SEGMENT REPORTING

Basics

Segment reporting is carried out according to the management approach in line with the provisions of IFRS 8. This means that segment reporting is based on the internal reports made to the respective chief decision makers. It includes the information that is submitted to these decision-makers as part of the regular reporting process and used by them to allocate resources to the individual areas of the Group.

Segment reporting is structured in line with the Group's business areas, as per the Group's internal control system.

Business Area

The ABOUT YOU Group has the following business areas:

- ABOUT YOU DACH: The segment DACH includes the ABOUT YOU online shops in Germany, Austria, and Switzerland.
- ABOUT YOU RoE (Rest of Europe): The segment RoE includes the ABOUT YOU online shops in Belgium, the Netherlands, Poland, the Czech Republic, Slovakia, Hungary, Romania, Estonia, Latvia, Lithuania, Slovenia, Croatia, Bulgaria, France, Spain, Italy, Denmark, Sweden, Finland, Ireland, Greece, Portugal, and Norway.
- TME (Tech, Media, Enabling): The segment TME essentially comprises the following three service businesses: Commerce Engine

(Tech), Brand and Advertising Solutions (Media) and 360° services along the Company's e-commerce value chain as well as other revenue-generating services and fields of business (Enabling).

Segment Information

The segment data is generally calculated on the basis of the accounting and valuation methods applied in the consolidated financial statements, which means it also includes inter-segment transactions. However, ABOUT YOU online shop revenue is not accrued in segment data by when the service is rendered, but rather by when the order was placed. This is an important distinction when it comes to the internal reporting and management of ABOUT YOU DACH and RoE in order to see clearly how effective the various marketing and product ranges measures are on customer ordering behaviour in the shops. By the same token, returns are calculated back to the corresponding time when they were ordered. This is also important for the internal control system in order to record the effectiveness of measures at a net level (after returns) in a timely manner.

The Management Board measures the success achieved by the segments through revenue accrued at the time orders are placed and adjusted EBITDA derived at the same time.

The earnings figures shown here represent the respective earnings contribution of the segments.

The reported revenues mainly consist of online shop revenues as well as revenue by service businesses. Thereof Germany contributes the largest amount to the online shop revenues and revenue by service businesses revenues with a share of 50.2% in the reporting year.

Adjusted EBITDA corresponds to earnings before interest, taxes, depreciation, and amortisation adjusted for extraordinary effects.

The adjustments totalling EUR 28.1 million (2020/2021: EUR 8.5 million) include expenses for equity-settled share-based compensation amounting to EUR 14.8 million (2020/2021: EUR 8.4 million), non-operating one-off items of EUR 13.2 million (2020/2021: EUR 0.2 million), largely relating to the listing in FY 2021/2022. These costs are not included in the calculation of adjusted EBITDA.

Segment revenue and reconciliation are shown in the table below:

in EUR million	2021/2022	2020/2021
ABOUT YOU DACH	839.9	660.0
Growth Rate	27.3%	29.4%
ABOUT YOU RoE	767.7	463.5
Growth Rate	65.6%	145.3%
TME	167.4	83.5
Growth Rate	100.4%	60.6%
Reconciliation	(43.3)	(40.6)
Group Revenue	1,731.6	1,166.5
Growth Rate	48.5%	56.9%

The adjusted EBITDA of the segments as well as reconciliation and adjustments are shown in the following table:

in EUR million	2021/2022	2020/2021
ABOUT YOU DACH	55.5	36.8
Margin	6.6%	5.6%
ABOUT YOU RoE	(145.1)	(83.3)
Margin	(18.9)%	(18.0)%
TME	29.0	10.1
Margin	17.3%	12.0%
Reconciliation	(6.3)	0.8
Adjusted EBITDA	(66.9)	(35.5)
Margin	(3.9)%	(3.0)%
Adjustments	28.1	8.5
EBITDA	(95.0)	(44.0)
Margin	(5.5)%	(3.8)%

The figures on segment level show that all three segments have experienced strong growth and, thus, helped drive the dynamic development of Group revenue. However, the segments differ by their level of maturity and profitability structure. Both already profitable segments (ABOUT YOU DACH and TME) are financing the strong growth in the international markets (RoE) from a Group perspective. Overall, revenues of EUR 902.0 million were generated in Germany (EUR 737.2 million ABOUT YOU shops and EUR 164.8 million TME). The non-current assets are largely located in Germany and Slovakia.

Reconciliation

Since the segment values for ABOUT YOU DACH and RoE were recognized according to order date and not performance fulfillment, there is a reconciliation of segment figures to the IFRS Group values. Furthermore, pursuant to IFRS 8, revenue generated with external business partners as well as the earnings from ABOUT YOU Group's inter-segment transactions per segment are reported to the chief operating decision-maker. Inter-segment transactions concern the exchange of goods and services between the segments.

Reconciliation of segment revenue to IFRS consolidated revenue is explained by presenting the end-customer transactions as of the order date. There was a EUR 0.4 million deviation for 2021/2022 (2020/2021: EUR -14.5 million).

The reconciliation also includes revenue between the segments, which was deconsolidated on Group level. This inter-segment revenue equalled EUR 43.7 million in 2021/2022 (2020/2021: EUR 26.1 million). The external revenue of the individual segments equalled EUR 827.3 million in the ABOUT YOU DACH segment, EUR 758.3 million in the ABOUT YOU RoE segment and EUR 145.7 million in the TME segment in the reporting year.

There were inter-segment transactions within the ABOUT YOU DACH and RoE segments revenues amounting to EUR 22.0 million (2020/2021: EUR 9.1 million). These transactions largely involved providing advertising and marketing space in the ABOUT YOU online shops for the media business of the TME segment.

Within the TME revenue there were inter-segment transactions amounting to EUR 21.7 million (2020/2021: EUR 17.0 million). These transactions mainly included content production in the media segment for the marketing activities of ABOUT YOU DACH and RoE, the internal use of the Software as a Service product ABOUT YOU Commerce Engine and implementation services by the technology segment as well as further internal services by the enabling segment.

Non-Cash Transactions

In the reporting year 2021/2022 non-cash transactions took place as part of the Media4Equity transactions. For the ABOUT YOU DACH segment non-cash transactions as part of the Media4Equity transactions amount to EUR 0.1 million in the reporting year (2020/2021: EUR 4.5 million). For the ABOUT YOU RoE segment the non-cash transactions amount to EUR 0.0 million in the reporting year (2020/2021: EUR 0.2 million). In the TME segment there were non-cash expenses amounting to EUR 0.2 million (2020/2021: EUR 0.0 million).

3.7.7 SUBSEQUENT EVENTS

No events of major significance that could have a material financial impact on these consolidated financial statements have occurred after the balance sheet date.

3.7.8 VOTING RIGHT NOTIFICATIONS

Pursuant to Section 160 (1) No. 8 of the German Stock Corporation Act (AktG), disclosures must be made about the existence of shareholdings that have been reported to ABOUT YOU Holding SE pursuant to Section 33 (1) or (2) of the German Securities Trading Act (WpHG).

The following table shows the shareholdings in ABOUT YOU Holding SE subject to disclosure requirements at the reporting date, of which the Group has been notified. The information relates in all cases to the most recent notification of a notifying party to ABOUT YOU Holding SE.

All publications on notifications of shareholdings in the reporting year can be found on the Investor Relations website, under News – **voting rights**.

Shareholdings Subject to Reporting Requirements

Notifying party	Shareholder Names	Date of reaching, exceeding or falling below	Reporting threshold	Notification obligations and attributions in accordance with WpHG	Shareholdings in %	Number of voting rights
Otto (GmbH & Co KG), Hamburg; GFH Gesellschaft für Handelsbeteiligungen m.b.H., Hamburg; Aktieselskabet af 12.6.2018, Aarhus, Denmark	Prof. Dr. Michael Otto, Anders Holch Povlsen & Benjamin Otto	15 June 2021	> 50%	§ 34	64.36	119,815,192
Tarek Müller Beteiligungs GmbH, Hamburg	Tarek Müller	15 June 2021	> 3%	§ 34	3.62	6,745,914

Please note that the information on the percentage of shares and voting rights may be outdated at the time of publication. There were no notifications up to the time of preparation of the consolidated financial statements that would change the circumstances shown in the table.

3.7.9 AUTHORIZATION OF THE FINANCIAL STATEMENTS FOR ISSUE

The consolidated financial statements and Group management report of ABOUT YOU are published in the Bundesanzeiger (German Federal Gazette) and were authorized for issue by the Management Board on 20 April 2022.

3.8 ASSURANCE OF THE LEGAL REPRESENTATIVES

To the best of our knowledge, and in accordance with the applicable financial reporting principles, the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Group, and the combined management report includes a true and fair review of the development and performance of the business and the position of the ABOUT YOU Group, together with a description of the principal opportunities and risks associated with the expected future development of the ABOUT YOU Group.

Hamburg, 20 April 2022

The Management Board

TAREK MÜLLER

HANNES WIESE

SEBASTIAN BETZ

INDEPENDENT AUDITOR'S REPORT

To ABOUT YOU Holding SE, Hamburg

OPINIONS

We have audited the consolidated financial statements of ABOUT YOU Holding SE (formerly: ABOUT YOU Holding AG), Hamburg, and its subsidiaries (the Group), which comprise the consolidated statement of financial position as of 28 February 2022, and the consolidated income statement, consolidated statement of comprehensive income, consolidated statement of cash flows and consolidated statement of changes in equity for the financial year from 1 March 2021 to 28 February 2022, and notes to the consolidated financial statements, including a summary of significant accounting policies. In addition, we have audited the management report for the Company and the Group (hereinafter: combined management report) of ABOUT YOU Holding SE for the financial year from 1 March 2021 to 28 February 2022.

In accordance with German legal requirements, we have not audited the content of those components of the combined management report specified in the "Other Information" section of our auditor's report.

In our opinion, on the basis of the knowledge obtained in the audit,

- The accompanying consolidated financial statements comply, in all material respects, with the IFRSs as adopted by the EU, and the additional requirements of German commercial law pursuant to Section 315e (1) HGB [Handelsgesetzbuch: German Commercial Code] and, in compliance with these requirements, give a true and fair view of the assets, liabilities and financial position of the Group as of 28 February 2022, and of its financial performance for the financial year from 1 March 2021 to 28 February 2022, and
- The accompanying combined management report as a whole provides an appropriate view of the Group's position. In all material respects, this combined management report is consistent with the consolidated

financial statements, complies with German legal requirements and appropriately presents the opportunities and risks of future development. Our opinion on the combined management report does not cover the content of those components of the combined management report specified in the "Other Information" section of the auditor's report.

Pursuant to Section 322 (3) sentence 1 HGB, we declare that our audit has not led to any reservations relating to the legal compliance of the consolidated financial statements and of the combined management report.

BASIS FOR THE OPINIONS

We conducted our audit of the consolidated financial statements and of the combined management report in accordance with Section 317 HGB and the EU Audit Regulation No 537/2014 (referred to subsequently as "EU Audit Regulation") and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer [Institute of

Public Auditors in Germany] (IDW). Our responsibilities under those requirements and principles are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements and of the Combined Management Report" section of our auditor's report. We are independent of the group entities in accordance with the requirements of European law and German commercial and professional law, and we have fulfilled our other German professional responsibilities in accordance with these requirements. In addition, in accordance with Article 10 (2)(f) of the EU Audit Regulation, we declare that we have not provided non-audit services prohibited under Article 5 (1) of the EU Audit Regulation. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinions on the consolidated financial statements and on the combined management report.

KEY AUDIT MATTERS IN THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year from 1 March 2021 to 28 February 2022. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters.

EXISTENCE AND ACCURACY OF REVENUE FROM THE SALE OF MERCHANDISE

Please refer to note 3.6.5 and 3.6.6 in the notes to the consolidated financial statements for more information on the accounting policies applied and the assumptions used.

THE FINANCIAL STATEMENT RISK

ABOUT YOU Holding SE recognized revenue from the sale of merchandise of EUR 1,600.0 million in the consolidated income statement. This revenue represents approx. 92% of the Group's total revenue. The revenue from the sale of merchandise has a significant influence on the Group's earnings metrics and represents one of the Group's key performance indicators.

ABOUT YOU Holding SE recognizes revenue from the sale of merchandise when it fulfils a performance obligation through the transfer of a promised asset to a customer. An asset is transferred when (or as) the customer obtains control of that asset. In the context of the sale of merchandise through the ABOUT YOU online shop, this is the point in time when the goods were delivered to the customer.

For the option granted to customers to return the merchandise within the return periods granted by the Group, the Group recognizes another financial liability for expected returns as deferral of revenue and takes account of average handling costs. Furthermore, the resale risk of expected returns is taken into account. The liability is determined according to the aggregated empirical value of the return rate from existing order history.

Due to the high volume of transactions in the sale of merchandise and the uncertainty surrounding the expectation of returned merchandise, there is the risk for the financial statements that revenue from sale of merchandise is not recognized in the correct amount or that it is incorrectly accrued.

Some of the merchandise offered in the online shop is shipped to customers via a direct shipping model operated with partners. The Group sells the partner's merchandise in the ABOUT YOU online shop in its own name and on its own account. Upon receipt of a customer order for merchandise from the partner's range, the partner takes the merchandise from its own inventory on the Group's instructions and sends the merchandise to the customer.

Furthermore, some of the goods offered in the online shop from inventories that partners have stored in logistics centers operated by

the Group are sent to customers by the Group. The Group sells the partner's merchandise in the ABOUT YOU online shop in its own name and on its own account. Upon receipt of a customer order for merchandise from inventories in the Group's operating logistics centers, the Group takes the merchandise from the inventory on hand and sends the merchandise to the customer.

The application of IFRS 15 when selling merchandise via the two partner models requires management accounting judgments with regard to the classification of ABOUT YOU Holding SE as principal.

There is the risk that the contracts concluded with partners are not properly assessed with regard to the existence of position as principal. Consequently, due to management's assessment requiring judgment, there is the risk that revenue from the sale of merchandise from the partner models and the associated cost of materials arising from the purchased merchandise is overstated.

OUR AUDIT APPROACH

In order to audit the correct recognition of revenue on an accrual basis, we assessed the design, implementation and effectiveness of internal controls with regards to order acceptance, shipment of goods and invoicing, including IT-based controls.

Furthermore, we assessed the applicable point in time, the amount and existence of revenue recognized by reconciling invoices to the related orders, external delivery records and payments received. The basis for this were sales of the financial year selected on the basis of a representative sampling procedure. Furthermore, we obtained third-party confirmations from payment service providers based on elements selected on a risk based approach and reconciled the balances reported by the payment service providers with the receivables recognized as of the balance sheet date.

In order to assess the assumptions regarding the transfer of control to the customer, we compared the management's determination of the goods in transit as of the balance sheet date based on our own analysis of expected delivery times – depending on the time of the order, the supplier country and the parcel service commissioned – with the management's assumptions. For this purpose, we reconciled the assumptions about expected delivery times with publicly available information from the contracted parcel services. Furthermore, we reviewed the assumptions on expected delivery times on the basis of a representative sampling procedure by performing a reconciliation for the sample elements with the actual delivery times until the merchandise is delivered to the customer.

We also verified the computational accuracy of the estimate of expected returns by the management of ABOUT YOU Holding SE. We compared and analyzed management's expectations of return rates with past return rates. For returns received after the balance sheet date until the completion of our audit, we performed a reconciliation of management's assumptions with the returned merchandise recorded in financial accounting.

With regard to the sale of merchandise by way of partner models, using a sample basis of contracts selected on a risk based approach we evaluated the contract analysis carried out by management, in particular with regard to whether the Group, acting as intermediary, has control over the item prior to transfer of the promised item to an end customer and ABOUT YOU Holding SE thus operates as principal for the retail business with deliveries of goods in the partner models.

OUR OBSERVATIONS

The assumptions made by ABOUT YOU Holding SE upon which the estimate of expected returns and the transfer of control to the customer is based are appropriate.

Management's judgements regarding the assessment of the Group's position as principal in the partner models have been appropriately made.

OTHER INFORMATION

Management and/or the Supervisory Board are/is responsible for the other information. The other information comprises the following components of the combined management report, whose content was not audited:

- The combined non-financial statement for the Company and the Group, which is contained in Section 2.4 of the combined management report, and
- The combined corporate governance statement for the Company and the Group referred to in the combined management report, and
- Information extraneous to combined management reports and marked as unaudited.

The other information also includes the remaining parts of the annual report. The other information does not include the consolidated financial statements, the combined management report information audited for content and our auditor's report thereon.

Our opinions on the consolidated financial statements and on the combined management report do not cover the other information, and consequently we do not express an opinion or any other form of assurance conclusion thereon.

In connection with our audit, our responsibility is to read the other information and, in so doing, to consider whether the other information

- Is materially inconsistent with the consolidated financial statements, with the combined management report information audited for content or our knowledge obtained in the audit, or
- Otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THE SUPERVISORY BOARD FOR THE CONSOLIDATED FINANCIAL STATEMENTS AND THE COMBINED MANAGEMENT REPORT

Management is responsible for the preparation of consolidated financial statements that comply, in all material respects, with IFRSs as adopted by the EU and the additional requirements of German commercial law pursuant to Section 315e (1) HGB and that the consolidated financial statements, in compliance with these requirements, give a true and fair view of the assets, liabilities, financial position

and financial performance of the Group. In addition, management is responsible for such internal control as they have determined necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern. They also have the responsibility for disclosing, as applicable, matters related to going concern. In addition, they are responsible for financial reporting based on the going concern basis of accounting unless there is an intention to liquidate the Group or to cease operations, or there is no realistic alternative but to do so.

Furthermore, management is responsible for the preparation of the combined management report that, as a whole, provides an appropriate view of the Group's position and is, in all material respects, consistent with the consolidated financial statements, complies with German legal requirements, and appropriately presents the opportunities and risks of future development. In addition, management is responsible for such arrangements and measures (systems) as they have considered necessary to enable the preparation of a combined management report that is in accordance with the applicable German legal requirements, and to be able to provide sufficient appropriate evidence for the assertions in the combined management report.

The Supervisory Board is responsible for overseeing the Group's financial reporting process for the preparation of the consolidated financial statements and of the combined management report.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS AND OF THE COMBINED MANAGEMENT REPORT

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and whether the combined management report as a whole provides an appropriate view of the Group's position and, in all material respects, is consistent with the consolidated financial statements and the knowledge obtained in the audit, complies with the German legal requirements and appropriately presents the opportunities and risks of future development, as well as to issue an auditor's report that includes our opinions on the consolidated financial statements and on the combined management report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Section 317 HGB and the EU Audit Regulation and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer (IDW) will always detect a material misstatement. Misstatements can arise from fraud or error

and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements and this combined management report.

We exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements and of the combined management report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinions. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal control relevant to the audit of the consolidated financial statements and of arrangements and measures (systems) relevant to the audit of the combined management report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of these systems.

- Evaluate the appropriateness of accounting policies used by management and the reasonableness of estimates made by management and related disclosures.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the consolidated financial statements and in the combined management report or, if such disclosures are inadequate, to modify our respective opinions. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to be able to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements present the underlying transactions and events in a manner that the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Group in compliance with IFRSs as adopted by the EU and the additional requirements of German commercial law pursuant to Section 315e (1) HGB.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express opinions on the consolidated financial statements and on the combined management report. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our opinions.
- Evaluate the consistency of the combined management report with the consolidated financial statements, its conformity with [German] law, and the view of the Group's position it provides.
- Perform audit procedures on the prospective information presented by management in the combined management report. On the basis of sufficient appropriate audit evidence we evaluate, in particular, the significant assumptions used by management as a basis for the prospective information, and evaluate the proper derivation of the prospective information from these assumptions. We do not express a separate opinion on the prospective information and on the assumptions used as a basis. There is a substantial unavoidable risk that future events will differ materially from the prospective information.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with the relevant independence requirements, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, the related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter.

OTHER LEGAL AND REGULATORY REQUIREMENTS

Report on the Assurance on the Electronic Rendering of the Consolidated Financial Statements and the Combined Management Report Prepared for Publication Purposes in Accordance with Section 317 (3a) HGB

We have performed assurance work in accordance with Section 317 (3a) HGB to obtain reasonable assurance about whether the rendering of the consolidated financial statements and the combined management report (hereinafter the "ESEF documents") contained in the electronic file „894500DKEE3GY8870322-2022-02-28-de_V3.zip“(SHA256 hash value b0024261c7b8faeb7d2b0e49ee00cf1d-244f68aaa69edc33665acf75e7d5cb05) made available and prepared for publication purposes complies in all material respects with the requirements of Section 328 (1) HGB for the electronic reporting format ("ESEF format"). In accordance with German legal requirements, this assurance work extends only to the conversion of the information contained in the consolidated financial statements and the combined management report into the ESEF format and therefore relates neither to the information contained in these renderings nor to any other information contained in the file identified above.

In our opinion, the rendering of the consolidated financial statements and the combined management report contained in the electronic file made available, identified above and prepared for publication purposes complies in all material respects with the requirements of Section 328 (1) HGB for the electronic reporting format. Beyond this reasonable assurance opinion and our audit opinion on the accompanying consolidated financial statements and the accompanying combined management report for the financial year from 1 March 2021 to 28 February 2022, contained in the "Report on the Audit of the Consolidated Financial Statements and the Combined Management Report" above, we do not express any assurance opinion on the information contained within these renderings or on the other information contained in the file identified above.

We conducted our assurance work on the rendering of the consolidated financial statements and the combined management report contained in the file made available and identified above in accordance with Section 317 (3a) HGB and the IDW Assurance Standard: Assurance Work on the Electronic Rendering of Financial Statements and Management Reports Prepared for Publication Purposes in Accordance with Section 317 (3a)

HGB (IDW AsS 410 (10.2021)). Our responsibility in accordance therewith is further described below. Our audit firm applies the IDW Standard on Quality Management 1: Requirements for Quality Management in Audit Firms (IDW QS 1).

The Company's management is responsible for the preparation of the ESEF documents including the electronic rendering of the consolidated financial statements and the combined management report in accordance with Section 328 (1) sentence 4 item 1 HGB and for the tagging of the consolidated financial statements in accordance with Section 328 (1) sentence 4 item 2 HGB.

In addition, the Company's management is responsible for such internal control that they have considered necessary to enable the preparation of ESEF documents that are free from material intentional or unintentional non-compliance with the requirements of Section 328 (1) HGB for the electronic reporting format.

The Supervisory Board is responsible for overseeing the process of preparing the ESEF documents as part of the financial reporting process.

Our objective is to obtain reasonable assurance about whether the ESEF documents are free from material intentional or unintentional non-compliance with the requirements of Section 328 (1) HGB. We exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material intentional or unintentional non-compliance with the requirements of Section 328 (1) HGB, design and perform assurance procedures responsive to those risks, and obtain assurance evidence that is sufficient and appropriate to provide a basis for our assurance opinion.

- Obtain an understanding of internal control relevant to the assurance on the ESEF documents in order to design assurance procedures that are appropriate in the circumstances, but not for the purpose of expressing an assurance opinion on the effectiveness of these controls.
- Evaluate the technical validity of the ESEF documents, i.e. whether the file made available containing the ESEF documents meets the requirements of the Delegated Regulation (EU) 2019/815, as amended as of the reporting date, on the technical specification for this electronic file.
- Evaluate whether the ESEF documents provide an XHTML rendering with content equivalent to the audited consolidated financial statements and the audited combined management report.
- Evaluate whether the tagging of the ESEF documents with Inline XBRL technology (iXBRL) in accordance with the requirements of Articles 4 and 6 of the Delegated Regulation (EU) 2019/815, as amended as at the reporting date, enables an appropriate and complete machine-readable XBRL copy of the XHTML rendering.

Further Information pursuant to Article 10 of the EU Audit Regulation

We were elected as group auditor at the Annual General Meeting on 31 May 2021. We were engaged by the Supervisory Board on 29 December 2021. We have been the group auditor of ABOUT YOU Holding SE as a publicly traded company without interruption since financial year 2021/2022.

We declare that the opinions expressed in this auditor's report are consistent with the additional report to the Audit Committee pursuant to Article 11 of the EU Audit Regulation (long-form audit report).

OTHER MATTER – USE OF THE AUDITOR'S REPORT

Our auditor's report must always be read together with the audited consolidated financial statements and the audited combined management report as well as the examined ESEF documents. The consolidated financial statements and combined management report converted to the ESEF format – including the versions to be published in the German Federal Gazette [Bundesanzeiger] – are merely electronic renderings of the audited consolidated financial statements and the audited combined management report and do not take their place. In particular, the ESEF report and our assurance opinion contained therein are to be used solely together with the examined ESEF documents made available in electronic form.

GERMAN PUBLIC AUDITOR RESPONSIBLE FOR THE ENGAGEMENT

The German Public Auditor responsible for the engagement is Stefanie Hagenmüller.

Hamburg, April 22, 2022

KPMG AG
Wirtschaftsprüfungsgesellschaft

Hagenmüller
Wirtschaftsprüferin
[Public Auditor]

Rienecker
Wirtschaftsprüferin
[Public Auditor]

FURTHER INFORMATION

5.1 GLOSSARY

1P

Part of hybrid business model: own inventory, including third party brands, private labels and COOPs

3P

Part of hybrid business model: third-party inventory not owned by the company

ABOUT YOU COMMERCE

ABOUT YOU's Commerce business, which includes fashion sales to consumers via the website and app and comprises the two segments of ABOUT YOU DACH and ABOUT YOU RoE

ABOUT YOU DACH

ABOUT YOU DACH; reportable segment comprising ABOUT YOU's home region of Germany, Austria, and Switzerland

ABOUT YOU ROE

ABOUT YOU Rest of Europe; reportable segment comprising ABOUT YOU's sales regions outside of DACH in Europe and including 23 countries

ACTIVE CUSTOMERS

Customers who have made at least one purchase through ABOUT YOU's website and app within the last twelve months

ADJUSTED EBITDA

EBITDA adjusted for (i) equity-settled share-based compensation expenses, (ii) restructuring costs, and (iii) one-time effects

AOF

Average order frequency; total number of orders divided by total number of active customers

AOV

Average order value; value of all merchandise sold to customers in the Commerce business, incl. VAT after cancellations and returns, divided by the number of orders within the last twelve months

APM

Alternative performance measures, not recognised under IFRS

CAGR

Compound annual growth rate, which indicates the mean rate of growth for each year of the relevant period

CAPEX

Capital expenditure; payments for investments in property, plant, and equipment and intangible assets

CEE

Central and Eastern Europe

COOPs

Exclusive brands and (limited) exclusive collections in close cooperation with influencers, celebrities, and brands

D2C

Direct-to-consumer; sales are made directly to end customers rather than retailers or wholesalers

DC

Distribution centre

EBIT

Earnings before interest and taxes

EBITDA

Earnings before interest, taxes, depreciation, and amortisation

EBITDA MARGIN

Ratio of EBITDA to revenue

EMPLOYEES (AS OF BALANCE SHEET DATE)

Permanent employees expressed as full-time equivalents (as of the balance sheet date)

ENABLING

360° services for third-party brands, which contain e-commerce operations and marketing growth services, part of segment TME

EPS

Earnings per share

FBAY

Fulfillment by ABOUT YOU

FREE CASH FLOW

Cash flows from operating activities plus cash flows from investing activities (except for investments in time deposits and restricted cash)

GEN Y&Z

Generation Y&Z; Generation Y refers to people born between 1984 and 1996 and Generation Z refers to people born in 1997 or after

GHG EMISSIONS

Greenhouse gas emissions

GMV

Gross merchandise volume, e.g., the value of all merchandise sold on ABOUTYOU, incl. VAT and after cancellations and returns

LTM

Last twelve months

MEDIA

Brand and advertising solutions, which include different online and offline advertising formats for brand partners, part of segment TME

MINIMUM VIABLE PRODUCT

Launch version of a product with a basic set of features to gain customers with minimal effort while learning about their needs

MOBILE SESSIONS

Sessions (in %) via a mobile device, e.g., a smartphone, within the last twelve months, divided by the total of sessions in the given period

NET WORKING CAPITAL

Inventories plus receivables (includes trade receivables and other current assets) minus current liabilities (includes trade payables, other payables, and provisions for returns)

SAAS

Software as a Service

SEU

Southern Europe, i.e., Spain, France, Italy, Greece, and Portugal

TECH

E-commerce software solutions from ABOUT YOU, which are offered to third parties, part of segment TME

TME

Tech, Media, Enabling; ABOUT YOU's B2B segment with the revenue streams of Tech, Media, and Enabling

TOTAL NUMBER OF ORDERS

Number of orders within the last twelve months

USER SESSIONS

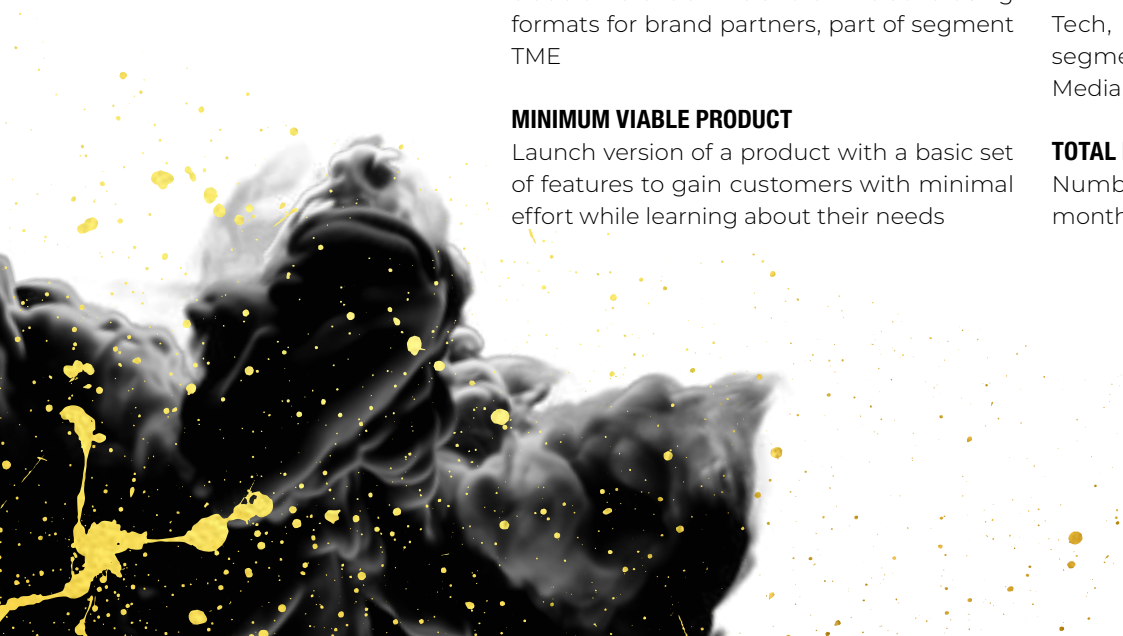
All sessions done across all countries, excl. sessions without interaction

USP

Unique selling proposition; a feature or perceived benefit of a product or service which sets it apart from the rest of competing brands in the market

YOY

Year-on-year



5.2 FINANCIAL CALENDAR

7/7/2022	Q1 2022/2023 Quarterly Statement
23/8/2022	Annual General Meeting 2022
11/10/2022	H1 2022/2023 Interim Financial Report
10/1/2023	Q3 2022/2023 Quarterly Statement
11/5/2023	FY 2022/2023 Annual Report

5.3 IMPRINT, CONTACT, AND DISCLAIMER

DISCLAIMER

This report also contains forward-looking statements. These statements are based on the current view, expectations, and assumptions of the management of ABOUT YOU Holding SE ("ABOUT YOU"). Such statements are subject to known and unknown risks and uncertainties that are beyond ABOUT YOU's control or accurate estimates, such as the future market environment and the economic, legal, and regulatory framework, the behaviour of other market participants, the successful integration of newly acquired entities and the realisation of expected synergy effects, as well as measures by public authorities.

If any of these or other uncertainties and imponderables materialise, or if the assumptions on which these statements are based prove to be incorrect, actual results could differ materially from those expressed or implied by

such statements. ABOUT YOU does not warrant or assume any liability that the future development and future actual results will be consistent with the assumptions and estimates expressed in this report. ABOUT YOU does not intend or assume any obligation to update forward-looking statements to reflect events or developments after the date of this report, except as required by law.

Because of rounding, some figures in this and other reports or statements may not add up precisely to the sums indicated, and percentages presented may not precisely reflect the exact figures to which they relate.

We also publish this report in German. In the event of any discrepancies, the German version of the report shall prevail over the English translation.

IMPRINT

ABOUT YOU Holding SE

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Chairperson of the Supervisory Board:

Sebastian Klauke

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ABOUT YOU[®]

The background of the entire page is a dynamic, abstract composition. It features thick, billowing black smoke or ink that rises from the bottom and spreads across the frame. Overlaid on this dark, textured background are numerous bright yellow splatters and streaks. These yellow elements vary in size and intensity, with some appearing as fine, mist-like sprays and others as larger, more solid blotches. The overall effect is one of high contrast and energetic movement.

ABOUT YOU Holding SE

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