

Berlin, 4 June 2024

ANNUAL GENERAL MEETING, 19 JUNE 2024

Dear Shareholders,

We are writing to you regarding the recent ISS recommendations to vote against the election of Roger Rabalais and Martin Enderle at the upcoming AGM. As we discuss in detail below, we disagree with the ISS recommendations and request your support of these resolutions.

ISS is recommending that shareholders vote against Mr. Rabalais because he is a shareholder representative of Prosus NV, which currently holds over 28% of the company's capital. ISS policy is to classify a director as "non-independent" if they represent a beneficial owner of at least 10% of the company's capital stock.

The Supervisory Board has determined that Mr. Rabalais is fully independent, as he has no other affiliation with Delivery Hero other than being employed by a large shareholder of Delivery Hero. The Supervisory Board appointed Mr. Rabalais as chair of the audit committee because he has the necessary qualifications and experience for this position.

ISS is also recommending that shareholders vote against Mr. Enderle as head of the nomination committee because ISS believes the board lacks sufficient gender diversity. Under German law, certain companies are required to have an equal number of shareholder and worker representatives on the supervisory board, which must comprise at least 30 percent women and 30 percent men. This requirement may be fulfilled by the entire supervisory board collectively, or by the employee side and the shareholder side separately.

Although ISS's own research shows that overall gender diversity of the board is at 38%, ISS policy only counts "shareholder-elected" board members in calculating gender diversity. We disagree with this methodology, which is contrary to German law. The Supervisory Board has carefully considered the current structure of the board and believes it is sufficiently diverse.



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In addition, Mr. Enderle has informed the supervisory board not to stand as a candidate for the chair of the nomination committee after the 2024 AGM. This chairperson role will most likely be handed over, as it is market practice in Germany, to the new Chairperson of the Supervisory Board, i.e., Kristin Skogen Lund.

We welcome an opportunity to discuss these matters with you. Thank you for your consideration, and we respectfully request that you vote **FOR** all resolutions.

Sincerely,

The Supervisory Board