



## Frequently Asked Questions („FAQ“)

This FAQ is intended to answer the most frequent questions concerning Delivery Hero SE's Annual General Meeting 2023 (“AGM”) and the registration/voting process.

**In the event of any discrepancies or ambiguities between this FAQ and the official convocation of the AGM, the information contained in the convocation of the AGM dated May 5, 2023 (“Convocation of the AGM”) shall always prevail.**

The **AGM** will be held as a virtual general meeting without the physical presence of the shareholders or their authorized representatives. Shareholders and their proxies can follow the entire AGM live in audio and video transmission from 10:00 hours (CEST) using the Investor Portal on the internet at <https://ir.deliveryhero.com/agm>.

### 1. When, where and how will the AGM take place?

The AGM will take place on **June 14, 2023** starting at 10:00 hours (CEST). The place of the AGM within the meaning of the German Stock Corporation Act is **Grünebaum Gesellschaft für Event-Logistik mbH „The Burrow Berlin“, Lützowplatz 15 / Karl-Heinrich-Ulrichs-Straße 22/24, 10785 Berlin**.

The Management Board of Delivery Hero SE (also the “**Company**”) has decided, with the consent of the Supervisory Board, on the basis of Section 118a of the German Stock Corporation Act (AktG), Section 26n (1) of the Introductory Act to the German Stock Corporation Act (EGAktG), to hold this year's AGM **virtually**. Physical participation of the shareholders or their proxies (with the exception of proxies appointed by the Company) is therefore excluded.

### 2. Am I entitled to vote at the AGM?

In order to be entitled to vote, the shareholder must be entered in the Delivery Hero SE share register on the day of the AGM and must have registered in due time. For **technical reasons**, however, no changes will be made to the share registry from the end of June 7, 2023 (“**Technical Record Date**”) to the end of the AGM on June 14, 2023 (“**Registration Stop**”). Purchasers of shares whose applications for registration are received by the Company after June 7, 2023 will therefore not be able to exercise voting rights and other shareholder rights arising from these shares unless they are authorized or empowered to exercise rights in this respect.

### 3. Which dates do I have to keep in mind?

- Technical Record Date: June 7, 2023, 24:00 hours (CEST)
- Deadline for the registration to the AGM: June 7, 2023, 24:00 hours (CEST)
- Deadline for the submission of counter motions/election proposals: May 30, 2023, 24:00 hours (CEST)
- Deadline for the submission of comments on agenda items: June 8, 2023, 24:00 hours (CEST)
- AGM: June 14, 2023 from 10:00 hours (CEST)

Further important dates can be found in our [financial calendar](#).

#### 4. When is the Registration Stop and what does it mean?

The Registration Stop is on **June 7, 2023, 24:00 hours (CEST)**. The entry status in the share register on the day of the AGM will correspond to the status after the last change of registration on June 7, 2023. The registration stop does not mean the shares are blocked for disposal. Buyers of shares whose requests for a change of registration are received by the Company after **June 7, 2023, 24:00 hours (CEST)**, however, cannot exercise the voting rights and other shareholders' rights on the basis of these shares, unless they have obtained a power of attorney to do so or an authorization to exercise such rights. In such cases, voting rights and other shareholders' rights are retained by the shareholder entered in the share register until the change of registration.

All purchasers of the Company's shares who are not yet registered in the share register are therefore requested to submit requests for the change of registration in due time.

#### 5. How can I register for the AGM?

Shareholders of Delivery Hero SE can register to vote and to participate in the AGM **electronically via the Investor Portal or in writing** at the following registration address ("Registration Office"):

Delivery Hero SE  
c/o Computershare Operations Center  
80249 Munich  
Germany  
Email: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)

Shareholders can log in to our Investor Portal with their personal access data, which they will receive by mail or email.

The latest possible date for registration is **June 7, 2023, 24:00 hours (CEST)**.

#### 6. How do I proceed if I did not receive a convocation to the AGM?

This could be due to the fact that the entry in the share registry occurred either after the beginning of May 24, 2023, 00:00 hours (CEST) (date for the dispatch of the convocation) or the convocation could not be delivered by mail or email.

Please contact the AGM service:

- **via email: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de) or**
- **by phone: +49 (0)89 30903-6330**

(Mondays to Fridays - except for public holidays – 9:00 – 17:00 hours (CEST)).

The invitation documents can also be requested from the Registration Office.



If your bank/custodial bank has not had you registered into the share register, please contact your bank/custodial bank.

#### 7. How do I proceed if I have received several convocations to the AGM?

This could be due to the fact that your bank/custodial bank had you registered more than once in the share register.

Please contact the AGM service:

- via email: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de) or
- by phone: +49 (0)89 30903-6330

(Mondays to Fridays - except for public holidays – 9:00 – 17:00 hours (CEST)).

#### 8. Which functions does the Investor Portal offer?

- Following the **AGM live in video and audio transmission**,
- **Registration** for the AGM,
- Exercise of **voting rights by electronic absentee voting**,
- Exercise of **voting rights by granting an authorization and issuing instructions** to the Company's proxies,
- **Authorization of a third party to exercise voting rights** and other rights,
- Submission of **statements** in text form,
- Registration of **speeches**,
- Submission of **questions** by way of video communication,
- Declaration of **objections** to resolutions of the AGM.

#### 9. How long can I submit my questions for the AGM?

Shareholders who duly registered for the AGM may submit their questions during the AGM exclusively via the Investor Portal by way of video communication.

No other submission of questions by electronic or other means of communication is envisaged either before or during the AGM.

#### 10. How long can I submit my statements in relation to the agenda items of the AGM?

Shareholders who duly registered for the AGM may submit their statements in text form regarding the agenda items until June 8, 2023, 12:00 24:00 hours (CEST) in German language via the Investor Portal.

A scope of 10,000 characters (including spaces) may not be exceeded.

The Company will publish all statements until June 9, 2023, 24:00 hours (CEST) whilst mentioning the name of the submitting shareholder in the Investor Portal.



**11. Where can I find documents regarding the AGM?**

All documents relating to the AGM as well as the link to our Investor Portal can be found on our website at [ir.deliveryhero.com/agm](https://ir.deliveryhero.com/agm).

**12. How can I inspect the documents which are to be made accessible to the AGM?**

In compliance with the German Stock Corporation Act, all documents regarding the AGM are accessible on our [website](#) since the convocation of the AGM.

**13. What is the procedure for exercising voting rights by means of electronic communication (electronic absentee voting) as well as the change or revocation thereof?**

Voting rights may be exercised by electronic communication by way of electronic absentee voting. Shareholders who are entered in the share registry and have duly registered for the AGM may cast and change their votes by electronic absentee voting in the run-up to the AGM and during the AGM on June 14, 2023 until the close of voting **using the Investor Portal**.

Further information on electronic absentee voting can be found in the AGM invitation as well as in the explanation regarding shareholders' rights, which is also available on our [website](#).

**14. What is the procedure for the granting of authorization and issuance of instructions to the proxies appointed by the Company as well as the change or revocation thereof?**

Shareholders may be represented by proxies of the Company in exercising their voting rights in accordance with their instructions.

If the shares are duly registered in due time by June 7, 2023, 24:00 hours (CEST), the power of attorney and instructions to the proxies of the Company and their change or revocation may be issued by declaration to the Company **by mail or email** to the Registration Office by **June 13, 2023, 24:00 hours (CEST)**.

Additionally, **until the beginning of the voting on the day of the AGM**, the granting of authorization and the issuance of instructions to the Company's proxies as well as its change or revocation will be possible via the **Investor Portal**.

Further information on the exercise of voting rights by granting authorization and issuing instruction to the Company's proxies can be found in the AGM invitation as well as in the explanation regarding shareholders' rights, which is also available on our [website](#).

**15. What is the procedure for voting by other proxies as well as the change or revocation of the respective power of attorney?**

Shareholders who have registered in due time may also have their voting rights and other rights exercised at the AGM by another proxy.

You can use the proxy form available on our [website](#) to issue the power of attorney to the Company or the proxy. For organizational reasons, the granting or revocation of the proxy by declaration to the Company must be received by the Registration Office **by mail or email by June 13, 2023, 24:00 hours (CEST)**.

Additionally, **until the beginning of the voting on the day of the AGM**, the proxy authorization may be issued, amended, or revoked electronically via the **Investor Portal**.

Further information on the exercise of voting rights by granting authorization to other proxies can be found in the AGM invitation as well as in the explanation regarding shareholders' rights, which is also available on our [website](#).

**16. How can I submit countermotions and election proposals to the AGM?**

Countermotions (including any statement of reasons) and election proposals are to be submitted by May 30, 2023, 24:00 hours (CEST), exclusively to the following address:

Delivery Hero SE

attn. Julia Schmidtman

Oranienburger Str. 70

10117 Berlin

or via email: [hauptversammlung@deliveryhero.com](mailto:hauptversammlung@deliveryhero.com).

**17. Where can I find countermotions and election proposals to the AGM?**

Countermotions and election proposals duly received by the Company no later than by **May 30, 2023, 24:00 hours (CEST)** will, subject to the further requirements of Sections 126, 127 AktG, be made available on our [website](#) without undue delay after receipt, including the name of the shareholder and - in the case of countermotions - the grounds and any comments.

Countermotions and election proposals as well as other motions may also be submitted during the AGM by way of video communication.

**18. In which language will the AGM be held?**

The AGM will be held in German. A simultaneous (non-binding) English translation of the AGM proceedings will be available.

**19. Is there a written record of the AGM?**

In accordance with the German Stock Corporation Act, a **notarial record** will be drawn up and stored in the trade register promptly after the consummation of the AGM.

**20. Will the AGM be recorded and available online afterwards?**

The AGM will not be recorded and thus, also not be available online following the consummation of the meeting.

**21. How can media representatives attend the AGM?**

Representatives of the media can register via [press@deliveryhero.com](mailto:press@deliveryhero.com).

**22. Where can I find the voting results?**

The voting results will be published on our [website](#) promptly upon consummation of the AGM.

**23. How long and where can I access my voting confirmation?**

The voting confirmation for all shareholders who voted will be available in accordance with the statutory provisions in the Investor Portal as well as upon request to the Company at [hauptversammlung@deliveryhero.com](mailto:hauptversammlung@deliveryhero.com) within one month after the day of the AGM.

**24. Whom can I contact if I encounter technical issues with regard to the Investor Portal or organizational issues related to the AGM?**

For any questions shareholders might have with regard to our Investor Portal of the registration/voting process, please refer to our **AGM service**:

- via email: [investorportal@computershare.de](mailto:investorportal@computershare.de) or
- by phone: +49 (0)89 30903-6330

(Mondays to Fridays – except for public holidays – 9:00 – 17:00 hours (CEST)).

\*\*\*