

You have the opportunity, by using the form "Absentee voting / authorisation of and instructions to proxy holders nominated by the company", to cast your votes by way of absentee voting or have a proxy holder nominated by the company represent you according to your instructions. Please consider the important notes in this form. Furthermore, you may also authorise any third person to exercise your shareholder's rights at the shareholders meeting, in particular the voting rights; for this purpose, please use the separate form "Power of Attorney".

Delivery Hero SE appoints Mr Jörg Engmann and Ms Mareike Kuliberda, both employees of Link Market Services GmbH, München, as proxy holders nominated by the company which are bound by instructions. The proxy holders, based on your authorisation, are only entitled to exercise voting rights if and to the extent you issued explicit instructions to them.

Please note that for casting your vote by absentee voting or for granting authorisation and issuing instructions to the proxy holders nominated by the company, only the forms provided by Delivery Hero SE or the AGM-portal are to be used.

Please send the completed with indication of your shareholder's number (by mail or scanned by e-mail) no later than by Wednesday, June 17, 2020, 12:00 a.m. (midnight) (CEST) (the time of receipt is decisive) to the following address:

- by **mail** to: **Delivery Hero SE**
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Germany

- or by **email** to: **namensaktien@linkmarketservices.de**

Alternatively, you may also cast your absentee votes or grant authorisation with instructions to the proxy holders nominated by the company electronically until the beginning of the voting on the day of the shareholders meeting by using the AGM-portal at <https://ir.deliveryhero.com/websites/delivery/English/4900/annual-general-meeting.html>.

Important notes:

Please note that the casting of absentee votes or the granting of an authorisation and issuing instructions to the proxy holders nominated by the company pursuant to the provisions set out above does not replace due registration for the shareholders meeting. Also for exercising your voting rights by way of absentee voting or through the proxy holders nominated by the company who are bound by your instructions, the requirements for the registration to the shareholders meeting as set out in the invitation to the shareholders meeting need to be fulfilled. We kindly ask you to duly complete the form for absentee voting or authorisation and instructions and send it back in due time to the address listed above by indication of your shareholder's number(s).

A change or revocation of absentee votes or authorisations granted to the proxy holders nominated by the company can be submitted at the above postal address or email address by no later than June 17, 2020, 12:00 a.m. (midnight) (CEST) (the time of receipt is decisive). Furthermore, a change or revocation of absentee votes or of authorisations granted to the proxy holders nominated by the company is possible until the beginning of the voting on the day of the shareholders meeting by using the AGM-portal provided by the company on its website.

If Delivery Hero SE receives absentee votes or authorisations and instructions to the proxy holders nominated by the company that relate to the same shareholder number through various channels (via mail, via e-mail or via the AGM-portal), the most recently received, duly completed and timely issued absentee votes or authorisation with corresponding instructions will be considered binding.

When authorising the proxy holders nominated by the company, please also consider the following: The proxy holders are obligated to vote in accordance with the instructions given to them. The representation by proxy holders nominated by the company is limited to exercising the voting rights as instructed with respect to the voting on the resolution proposals of the management board and/or the supervisory board regarding the agenda which were announced by the company prior to the shareholders meeting. The proxy holders nominated by the company will not accept instructions for exercising voting rights with respect to other resolution requests (e.g. procedural motions) or for exercising other shareholder rights (e.g. filing objections, filing motions and asking questions) at the shareholders meeting. Depending on the voting procedure, in these cases, the proxy holders nominated by the company will abstain from voting or will not participate in the voting. Also, if the instruction form is not filled out correctly or instructions are not clear, depending on the voting procedure, the proxy holders nominated by the company will abstain from voting or will not participate in the voting with respect to the respective agenda items.

*For questions concerning absentee voting and representation by proxy holders nominated by the company, you can reach our **annual general meeting-hotline** Monday through Friday, except holidays, from 9:00 a.m. to 5:00 p.m. at **+49 89 210 27 333**.*

If you either wish to cast your votes by way of absentee voting or to be represented by a proxy holder nominated by the company in accordance with your instructions, we kindly ask you - after due and timely registration - to fill out this form with indication of your shareholder's number, and send it back, by Wednesday, June 17 2020, 12:00 a.m. (midnight) (CEST) (the date of receipt is decisive) by mail or scanned by e-mail to the following address:

by mail:

Delivery Hero SE
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Germany

or alternatively by e-mail

namensaktien@linkmarketservices.de

Please also note the possibility to cast your votes by way of absentee voting or granting authorisation and issuing instructions to authorised representatives or the proxy holders nominated by the company at <https://ir.delivery-hero.com/websites/delivery/English/4900/annual-general-meeting.html>.

Absentee voting or authorisation to proxy holders nominated by the company which are bound by instructions (please fill out and mark where applicable)

Last name(s), first name(s) / Company

Shareholder's number

Number of shares

- I/We cast my/our votes by way of absentee voting as indicated below.
- I/We authorise the proxy holders nominated by Delivery Hero SE, Mr Jörg Engmann and Ms Mareike Kuliberda, both employees of Link Market Services GmbH, Munich, each individually and with the right to delegate this authorization and with exclusion of the limitations set by Section 181 German Civil Code, under disclosure of my/our name(s), to participate in the above-mentioned shareholders meeting and to exercise or have exercised my/our voting rights on behalf of myself/us pursuant to the instructions as indicated below.

Votes cast by absentee voting / Instructions to proxy holders nominated by the company

I/We vote as listed below with respect to the items on the agenda, or, with regard to the exercise of voting rights by the proxy holders nominated by Delivery Hero SE, I/we give the instruction with respect to the agenda items as listed below. You may only give one instruction with respect to each item of the agenda.

Item on the agenda	YES	NO	ABSTENTION
2. Resolution on the appropriation of retained earnings	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Discharge of the Management Board for Fiscal Year 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Discharge of the Supervisory Board for Fiscal Year 2019			
a) Dr. Martin Enderle	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Hilary Kay Gosher	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) Patrick Kolek	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) Björn Olof Ljungberg	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) Vera Stachowiak	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) Christian Graf von Hardenberg	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Item on the agenda	YES	NO	ABSTENTION
g) Semih Yalcin	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the appointment of the auditor and the auditor of the consolidated financial statements and the auditor of interim financial reports and any other financial information of the company during the financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Elections of members of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
a) Jeanette Gorgas	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Dr. Martin Enderle	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) Patrick Kolek	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) Nils Engvall	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) Gabriella Ardbo	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f) Gerald Taylor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
g) Gabriela Chavez as substitute member for Gabriella Ardbo	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
h) Vera Stachowiak as substitute member for Gerald Taylor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Resolution on the creation of a new Authorized Capital 2020/I with the possibility of excluding shareholders' subscription rights and the corresponding amendment of § 4 of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Resolution on the cancellation of the Authorized Capital / V in section § 4 (6) of the Articles of Association and on the creation of a new Authorized Capital 2020/II with the possibility of excluding shareholders' subscription rights and the corresponding amendment of § 4 of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Resolution on a new authorization to issue convertible bonds, bonds with warrants, profit participation rights and/or profit participating bonds (or combinations of these instruments) with the possibility of excluding subscription rights and on the creation of Conditional Capital 2020/I as well as on the corresponding amendment to Article 4 of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Resolution on an amendment of § 3 (2) and § 5 (1) of the Articles of Association in adaptation to changes resulting from the Act Implementing the Second Shareholders' Rights Directive (ARUG II)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Resolution on the amendment of § 18 (1) of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Resolution on the amendment of § 20 of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>



Item on the agenda	YES	NO	ABSTENTION
13. Resolution on the authorization to acquire treasury shares and their use pursuant to § 71 (1) no. 8 AktG and on the exclusion of subscription and tender rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Resolution on the authorization to use equity capital derivatives for the acquisition of treasury shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. Resolution on an adjustment of the remuneration of the Chairman of the Supervisory Board and the corresponding amendment of § 15 (1) sentence 2 of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

For counter-motions, if any: A B C D E F G H

Any counter-motions from shareholders for the general meeting are available on the internet at <https://ir.delivery-hero.com/websites/delivery/English/4900/annual-general-meeting.html>. If you wish to vote in favour of a counter-motion marked by a letter, tick the box next to the relevant letter above.

I/We hereby confirm to have read and to accept the "Information on absentee voting / authorisation of and instructions to proxy holders nominated by the company".

_____, on _____
Place Date Signature(s) / person(s) making the declaration