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Information Document for the Admission of New Shares without a Prospectus

pursuant to Art. 1 para. 5 (h) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC (“**Prospectus Regulation**”)

of

457,071

new ordinary registered shares with no-par value (*Stückaktien*)

of

Delivery Hero SE, with its registered seat in Berlin, registered with the commercial register of the Local Court (*Amtsgericht*) of Charlottenburg under HRB 198015 B, legal entity identifier (LEI) 529900C3EX1FZGE48X78 (“**Delivery Hero**” or the “**Company**”),

the issuance of which was resolved by the Management Board of the Company on September 12, 2022, with the consent of the Supervisory Board of the Company on September 14, 2022, and by the Management Board of the Company on October 8, 2022, with the consent of the Supervisory Board of the Company of October 10, 2022, based on the authorization of the Management Board to increase the Company’s share capital, which was registered with the commercial register of the Local Court (*Amtsgericht*) of Charlottenburg, which is competent for the Company, on July 3, 2020 pursuant to the resolution of the shareholders’ meeting of the Company of June 18, 2020 (“**Authorized Capital 2020/ I**”),

for the

admission to trading on the regulated market segment (*regulierter Markt*) of the Frankfurt Stock Exchange (*Frankfurter Wertpapierbörse*) with simultaneous admission to the sub-segment of the regulated market with additional post-admission obligations (*Prime Standard*) of the Frankfurt Stock Exchange (*Frankfurter Wertpapierbörse*),

each such share representing a notional value of EUR 1.00 per ordinary share and with full dividend rights from January 1, 2022.

International Securities Identification Number (ISIN): DE000A2E4K43
German Securities Code (*Wertpapierkennnummer*, WKN): A2E4K4
Common Code: 163274973

This information document relates to 457,071 new ordinary registered shares (*auf den Namen lautende Stammaktien*) with no-par value (*Stückaktien*) of the Company (the “**New Shares**”) issued to the benefit of directors and/or employees of Glovoapp23, S.A., registered in the Commercial Registry of Barcelona, with registered office in calle Pallars 190, and provided with Spanish tax identification number A-66362906 (“**Glovo**”), and certain Glovo’s subsidiaries as of 15 September 2022, who were direct shareholders of Glovo as of November 18, 2022 (the “**Addressees**” and each of them, an “**Addressee**”), in connection with the contribution of the Addressees’ Glovo shares in exchange for Delivery Hero new ordinary registered shares. On November 18, 2022 a share contribution agreement (the “**Contribution Agreement**”) was executed by Delivery Hero and the Addressees as per the terms of the share purchase agreement entered into between the Company (as purchaser) and the Addressees (as sellers of shares held directly in Glovo) on September 15, 2022, which governs the acquisition and transfer of shares in Glovo against payment of a purchase price payable in shares of the Company. Hence, the issuance by the Company of the New Shares to the benefit of the Addressees is made in the context of the payment by the Company of the purchase price under such share purchase agreement.

Background of the share issuance

On July 21, 2022, the Company became the controlling shareholder of Glovo and its subsidiaries. As a result, Glovo and its subsidiaries became affiliated undertakings of the Company.

On September 12, 2022, the management board of the Company resolved, with the consent of the supervisory board of the Company of September 14, 2022, based on the authorization of the management board, to increase the Company’s share capital against contribution in kind pursuant to Section II para. 4 subparagraph 4 iv) of the articles of association of the Company, which was registered with the commercial register of the local court (*Amtsgericht*) of Charlottenburg, Germany, on July 3, 2020 pursuant to the resolution of the shareholders’ meeting of June 18, 2020, (the “**Authorized Capital 2020/I**”) and to exclude shareholders’ subscription rights through the issuance of new ordinary registered shares of the Company which included the New Shares to the benefit of the Addressees (the “**Resolutions in Principle**”). The Authorized Capital 2020/I allows, among other things, the exclusion of subscription rights in the event of a capital increase against contribution in kind, in particular in connection with the acquisition of companies or parts of companies.

On October 8, 2022, based on the Resolutions in Principle, the management board of the Company resolved, with the consent of the supervisory board of the Company of October 10, 2022, to specify the Resolutions in Principle and to increase the share capital of the Company up to EUR 457,071.00, via the issuance of up to 457,071 new ordinary shares to the benefit of the Addressees, at an issuance price (*Ausgabebetrag*) of EUR 1.00 per share (minimum issuance price, Sec. 9 para. 1 AktG (*Aktiengesetz*)).

On November 21, 2022, the supervisory board of the Company subsequently approved the amendment of the articles of association of the Company to take into account the completion of the issuance of the New Shares. The relevant application for the registration of the share capital increase has been submitted to the commercial register of the local court (*Amtsgericht*) of Charlottenburg, Germany on November 28, 2022.

Pursuant to the Contribution Agreement executed by Delivery Hero and the Addressees on November 18, 2022 each Addressee was entitled to contribute all or part of his/her Glovo shares into the Company at the exchange ratio of 0.68 New Shares per each Glovo share contributed to the Company. Thus, the exact number of New Shares a relevant Addressee will receive will depend on the number of Glovo shares he/she contributed to the Company. In the event that an Addressee is entitled to fractions of a New Share due to the mentioned exchange ratio, the number of New Shares to be allocated to such Addressee will be – due to the indivisibility of the Company shares – rounded down to the nearest lower whole number (without, for the avoidance of doubt, any cash or other compensation).

The Company offered to the Addressees the contribution of their Glovo shares to the Company in exchange for New Shares in order to (i) promote the long-term shareholding of such directors and employees and the opportunity to participate in and benefit from the development of the Company, and (ii) provide readily liquid investment for the Addressees to their respective stake in Glovo.

The capital increase regarding the New Shares was registered in the commercial register of the local court (*Amtsgericht*) of Charlottenburg, Germany, on December 2, 2022. Upon registration with the Company's commercial registry, the relevant Addressees became owners of the issued New Shares and shareholders of the Company. The transfer of the New Shares to, and the receipt in the securities accounts of, the Addressees will occur in due course as per market practice.

Admission without a prospectus of 457,071 New Shares pursuant to the exemption in Art. 1 para. 5 (h) of the Prospectus Regulation

This information document only relates to the 457,071 New Shares which will be transferred to Addressees. In this regard, 457,071 New Shares have been issued and subscribed by the Addressees at an issuance price (*Ausgabebetrag*) of EUR 1.00 per share (minimum issuance price, Sec. 9 para. 1 AktG (*Aktiengesetz*)). The New Shares shall be fully entitled to profits as of January 1, 2022.

The Company has applied to the Frankfurt Stock Exchange for the admission of all New Shares to trading on the regulated market segment (*regulierter Markt*) of the Frankfurt Stock Exchange (*Frankfurter Wertpapierbörse*) with simultaneous admission to the *Prime Standard* without a prospectus, in accordance with Art. 1 para. 5 (h) of the Prospectus Regulation.

Additional information on the New Shares

All New Shares bear the same rights as all other shares of the Company (including full dividend rights from the fiscal year starting January 1, 2022) and do not convey any additional rights or advantages.

The admission of the New Shares to trading on the regulated market segment (*regulierter Markt*) of the Frankfurt Stock Exchange (*Frankfurter Wertpapierbörse*) with simultaneous admission to the *Prime Standard* without a prospectus is expected to be granted on or around **January 5, 2023**. The

introduction of the New Shares to trading on the regulated market (*regulierten Markt*) is expected on or around **January 9, 2023**.

The New Shares are not and will not be subject to any lock-up restrictions and can be held or, subject to applicable laws and regulations, including but not limited to the MAR, sold at any time following the registration of the relevant capital increase.

Additional information on Delivery Hero

Additional information on Delivery Hero is available on the Company's website under the Investor Relations section <https://ir.deliveryhero.com>.

Berlin, January 4, 2023

Delivery Hero SE