

COMPENSATION REPORT 2025

A. Preamble

The following Compensation Report complies with the requirements of the German Stock Corporation Act (Aktiengesetz – “AktG”), especially Section 162 AktG, and also takes into account the principles, recommendations and suggestions of the German Corporate Governance Code (Deutscher Corporate Governance Kodex) in its version as of April, 28, 2022, published in the German Federal Gazette on June 27, 2022 (hereinafter GCGC), as well as investors’ expectations. The basic features of the compensation system for Management and Supervisory Board members are described, and information is provided with respect to the compensation awarded and due to the members of the Management Board and the Supervisory Board of Delivery Hero SE in 2025. Delivery Hero SE (the “Company”) and its consolidated subsidiaries together form the Delivery Hero group (the “DH Group”).

The Compensation Report was audited by KPMG AG Wirtschaftsprüfungsgesellschaft (KPMG) as part of the audit of the annual financial statements, and in addition to the legal requirements of Section 162 (3) AktG, also substantively audited. Pursuant to Section 120a (4) AktG, the Annual General Meeting will vote on June 23, 2026 on the audited compensation report. Following the vote on the audited compensation report, the Compensation Report as well as the report on the respective audit are also published on the Company’s website at [+ Compensation](#) (link unaudited by KPMG). Additionally,

the compensation report can be found on the Company’s website at [+ AGM](#) (link unaudited by KPMG) as soon as the Annual General Meeting 2026 is convened.

B. Essential developments

During the financial year 2025, the composition of Delivery Hero SE’s Management Board changed as a result of the appointment of Marie-Anne Popp with effect from January 31, 2025.

With effect from January 1, 2025, the Management Board service agreements of Niklas Östberg and Pieter-Jan Vandepitte were amended.

Further, on June 18, 2025, the Annual General Meeting approved the Compensation Report 2024 by a majority of 93.83%.

C. Summary of the compensation system of the Management Board

The compensation system for financial year 2025 of the Management Board of Delivery Hero SE can be summarized as follows:

COMPENSATION SYSTEM OF THE MANAGEMENT BOARD

Compensation element	Compensation system (since financial year 2024)
Non-performance-based components	
Base salary	Fixed compensation which is paid in twelve monthly installments
Fringe benefits	– Personal budget for traveling between home and work – Contributions to health and nursing care insurance, grant of accident insurance, D&O insurance, reimbursement of the cost for preventive medical examination – Possibility to grant a one-time payment to new members of the Management Board upon taking office to compensate for forfeited compensation at the previous employer
Performance-based components	
Short-Term Incentive (STI)	– Plan type: (Virtual) Restricted Stock Units – Performance period: one year – Waiting period: two years – Performance criteria: Growth, Profitability and ESG targets – Targets are set in advance of each year by the Supervisory Board – Cap: 150% of the target amount – Payout in cash or shares after two years
Long-Term Incentive Plan (LTI)	– Plan type: (Virtual) Performance Share Plan – Performance period: four years – Waiting period: four years – Performance criteria: – Relative Total Shareholder Return – Cumulative operating Cashflow – Cap: 150% of the target amount – Payout in cash or shares after four years

COMPENSATION SYSTEM OF THE MANAGEMENT BOARD (CONTINUATION)

Compensation element	Compensation system (since financial year 2024)
Further contractual components	
Malus and clawback	Full or partial reduction / repayment of variable compensation in case of material compliance breaches or in the event of incorrect consolidated financial statements
Maximum compensation	– Chief Executive Officer: € 12,000,000 – Ordinary Board Members: € 9,000,000
Severance payment cap	In line with GCGC recommendation limited to the total compensation of two years, but not more than the remaining term of the service agreement

D. Principles of the compensation system of the Management Board

Principles

The overriding objectives of the compensation system are to set market-based incentives for sustainable growth, and increased profitability and shareholder value. The compensation incentives for the members of the Management Board are intended to encourage them to achieve sustainable, long-term development of the DH Group, promote the corporate strategy and ultimately increase the value of the Company. In the course of continuous development, added value shall be created—for shareholders, for employees, for customers and for Delivery Hero itself.

On the path from a distinctive start-up culture to an established company, a strong performance link should be ensured, and the focus should be on shareholder value.

The path towards achieving these corporate goals also plays an important role for Delivery Hero SE, and entrepreneurial action should not only be oriented toward purely financial corporate success. Rather, the corporate culture should also be promoted, and Delivery Hero SE should live up to its responsibility as part of society. For this reason, non-financial factors from the areas of environment, social and governance (“ESG”) also play a significant role in the compensation of the Management Board.

The Management Board's compensation system consists of fixed non-performance-based and variable performance-based components grounded on qualified and demanding performance criteria, incentivizes the implementation of the corporate strategy accordingly and contributes to promoting long-term and sustainable corporate development. The performance criteria and targets for the variable compensation are set in advance by the Supervisory Board. Subsequent changes to the performance criteria and targets are not possible. Exceptional performance is rewarded accordingly, while failure to meet targets reduces the variable performance-related compensation, possibly to zero.

Due to the fundamentally higher weighting of the long-term variable compensation components, the targets set for them create a higher incentive than the relevant targets for the short-term variable compensation.

The compensation system for the members of the Management Board is thus aligned to the requirements of the business strategy and the sustainable and long-term development of Delivery Hero.

In all compensation decisions, the Remuneration Committee and the Supervisory Board each take into account the requirements of the AktG and are guided by the recommendations of the GCGC and the following guiding principles, which are intended to serve the achievement of the objectives of Delivery Hero:

GUIDING PRINCIPLES

Guiding principles for the Management Board compensation		
Pay for performance – Reward performance – Incentives to achieve and overachieve goals – High proportion of compensation is performance-based (“at risk”)	Strategy orientation – Clear alignment with business goals – Promotion of company strategy – Support of long-term success and shareholder value	Ownership – Foster the entrepreneurial culture – Alignment with shareholders’ interests – Majority of compensation is share-based
Sustainability – Contribution to creating stable environmental, social and governance conditions – Promotion of the sustainable development of Delivery Hero	Consistency – Setting similar incentives and targets within Delivery Hero – Consistency between compensation systems for the Management Board and senior management	Regulatory conformity – Conformity with the regulatory requirements of the AktG – Consideration of the principles, recommendations and suggestions of the GCGC

Appropriateness of the compensation

The Supervisory Board adopted the compensation system for Management Board members as proposed by the Remuneration Committee. The compensation system and the appropriateness of both the total compensation and the individual compensation components are regularly reviewed and, if necessary, adjusted. In doing so, the Supervisory Board takes into account the requirements of the AktG and the recommendations and suggestions of the GCGC.

The criteria for the appropriateness of the compensation are the duties of the individual Management Board member, their personal performance as well as, and the economic situation and future prospects of Delivery Hero SE. In addition, the Supervisory Board pays particular attention that the compensation of the members of the Management Board is competitive but appropriate and does not exceed common market compensation levels. The assessment of the compensation's accordance with common market compensation levels is made both in comparison to other companies (horizontal assessment) and within Delivery Hero SE on the basis of the ratio of the compensation of the Management Board to the compensation of the upper management and the workforce as a whole (vertical assessment).

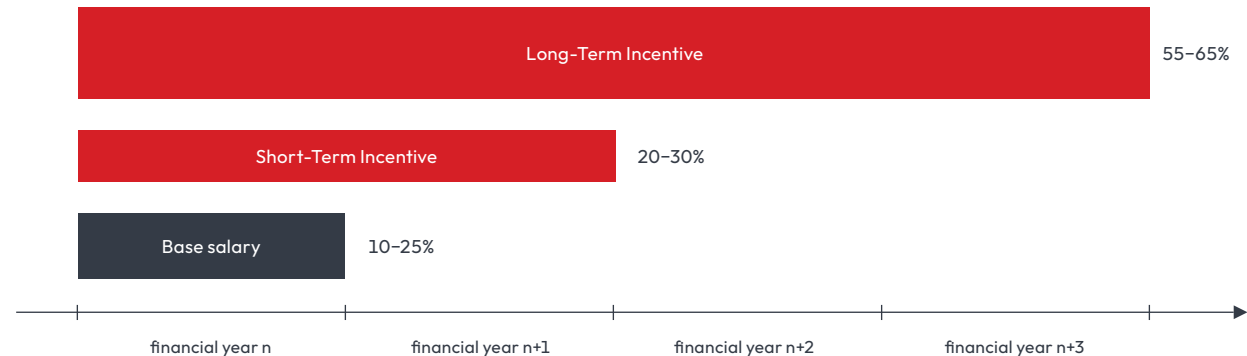
In its last review of the appropriateness of the compensation level and structure in 2024, the Supervisory Board of Delivery Hero SE was assisted by independent external compensation experts. In terms of size and origin, the Supervisory Board defined an international peer group of technology and food delivery companies from Europe and the United States as a suitable peer group for the horizontal assessment. Therefore, the economic situation and future prospects of Delivery Hero SE were considered on the basis of the size criteria of revenue, employees, market capitalization and net result. For the purpose of the vertical assessment, the compensation of the Management Board of Delivery Hero SE was compared with the compensation of the two levels below the Management Board of the Company (Upper Management) as well as with the average compensation of the employees of Delivery Hero SE in Germany, including how that compensation has changed over time.

Structure of the total target compensation

The compensation system of 2025 for Management Board members consisted of two main components: non-performance-based fixed compensation and performance-based variable compensation. The fixed compensation component comprised the base salary and fringe benefits, but explicitly did not include any company pension scheme (pension commitments). The variable compensation consisted of a long-term variable compensation component (Long-Term Incentive or LTI) and a short-term variable compensation component (Short-Term Incentive or STI).

The compensation structure excluding fringe benefits can be illustrated in the following graphic.

COMPENSATION STRUCTURE (RELATIVE SHARE IN % OF TOTAL TARGET COMPENSATION EXCLUDING FRINGE BENEFITS)



Total target compensation in financial year 2025

The following table shows the total target compensation for each member of the Management Board for financial year 2025 and the previous financial year 2024. Fringe benefits represent expenses in the respective financial year.

TOTAL TARGET COMPENSATION OF THE MANAGEMENT BOARD

	Niklas Östberg CEO				Pieter-Jan Vandepitte COO				Marie-Anne Popp CFO			
	2025		2024		2025		2024		2025		2024	
	in kEUR	in %	in kEUR	in %	in kEUR	in %	in kEUR	in %	in kEUR	in %	in kEUR	in %
Base salary	525	10%	500	10%	575	19%	500	19%	480	24%	n/a	–
Fringe benefits	1	0%	1	0%	0	0%	0	0%	37	2%	n/a	–
Short-Term Incentive¹	1,575	29%	1,500	29%	690	23%	600	23%	400	20%	n/a	–
Short-Term Incentive Bonus	–	0%	1,500	0%	–	0%	600	23%	–	0%	n/a	–
STI – Tranche 2024	1,575	29%	–	0%	690	23%	–	0%	400	20%	n/a	–
Long-Term Incentive Plan	3,334	61%	3,175	61%	1,783	58%	1,550	58%	1,080	54%	n/a	–
LTIP 2018 – Tranche 2023	–	0%	3,175	61%	–	0%	1,550	58%	–	0%	n/a	–
LTI – Tranche 2024 ¹	3,334	61%	–	0%	1,783	58%	–	0%	1,080	54%	n/a	–
Total target compensation	5,435	100%	5,176	100%	3,048	100%	2,650	100%	1,997	100%	n/a	–

¹ The amount depends on target achievement. The stated target amount refers to 100% target achievement. The amounts paid out or settled in shares of the Company under the STI and under the LTI are each capped at 150% of the respective target amount. There is no guaranteed minimum target achievement, so complete loss of the STI and of the LTI is possible.

E. Application of the compensation system of the Management Board in 2025¹

1. Non-performance-based compensation

a) Base salary

The annual base salary of the Management Board members is paid out in twelve equal monthly installments.

b) Fringe benefits

In addition to reimbursement of travel expenses and other business-related expenses, the Management Board members receive monthly contributions to their health and long-term care insurance as provided by law. There are no pension commitments or retirement benefit agreements. The Management Board member Marie-Anne Popp receives a reimbursement for the maximum contribution applicable that can be paid to the statutory pension fund, monthly allowances for

statutory or private health and long-term care insurance, the amount of which is determined by the statutory provisions regarding contributions for persons having voluntary statutory or private health insurance, and the costs for complementary private health insurance.

Management Board members receive accident insurance with coverage of € 350,000 in the event of death and € 800,000 in the event of disability. Additionally, the Company assumes the costs of a preventive medical examination every two years.

All members of the Management Board are insured against the liability risk of financial losses from performing their duties through personal liability insurance (D&O) taken out at Delivery Hero's expense with a deductible of 10% of the loss up to one-and-a-half times the annual base salary in

accordance with the provisions of the AktG. The contributions to the D&O insurance are not included in the fringe benefits.

2. Performance-based compensation

a) Short-Term Incentive

Since financial year 2024, the short-term performance-based (variable) compensation of the members of the Management Board consists of an annual short-term incentive (STI) based on the achievement of both financial performance criteria and ESG targets.

General conditions

With the STI, virtual shares are allocated annually in the form of restricted stock units ("RSUs"). RSUs give the right to receive a number of shares in the Company or a cash compensation payment depending on the final value of the RSUs and the achievement of growth and profitability targets as well

¹ The information presented in this section forms part of the Sustainability Statements and fulfils the disclosure requirements of ESRS 2 GOV-3.

as ESG targets previously determined by the Supervisory Board after the expiration of a contractual two-year waiting period and the fulfillment of certain conditions; RSUs do not constitute stock options (subscription rights) within the meaning of the German Stock Corporation Act (Aktiengesetz – “AktG”) for shares in Delivery Hero SE.

The Supervisory Board agrees on an individual annual target amount for the STI in euro (“STI Target Amount”) with each Management Board member in the respective Management Board service agreement. The agreed Target Amount corresponds to a target achievement of 100%. The contractual waiting period of two years (“Waiting Period”) begins on the date on which the RSUs are allocated.

To determine the preliminary number of RSUs, the individual STI Target Amount is divided either by the average closing price of Delivery Hero SE shares during the last 30 stock exchange trading days prior to the end of the previous financial year or during the last 30 stock exchange trading days prior to the date of the respective granting of RSUs, as determined by the Supervisory Board.

The final number of RSUs is calculated at the end of the one-year performance period based on the weighted Target Achievement of the additively linked performance criteria. The performance period corresponds to the respective financial year for which the STI target amount was agreed (“Performance Period”). The final number of RSUs determined in

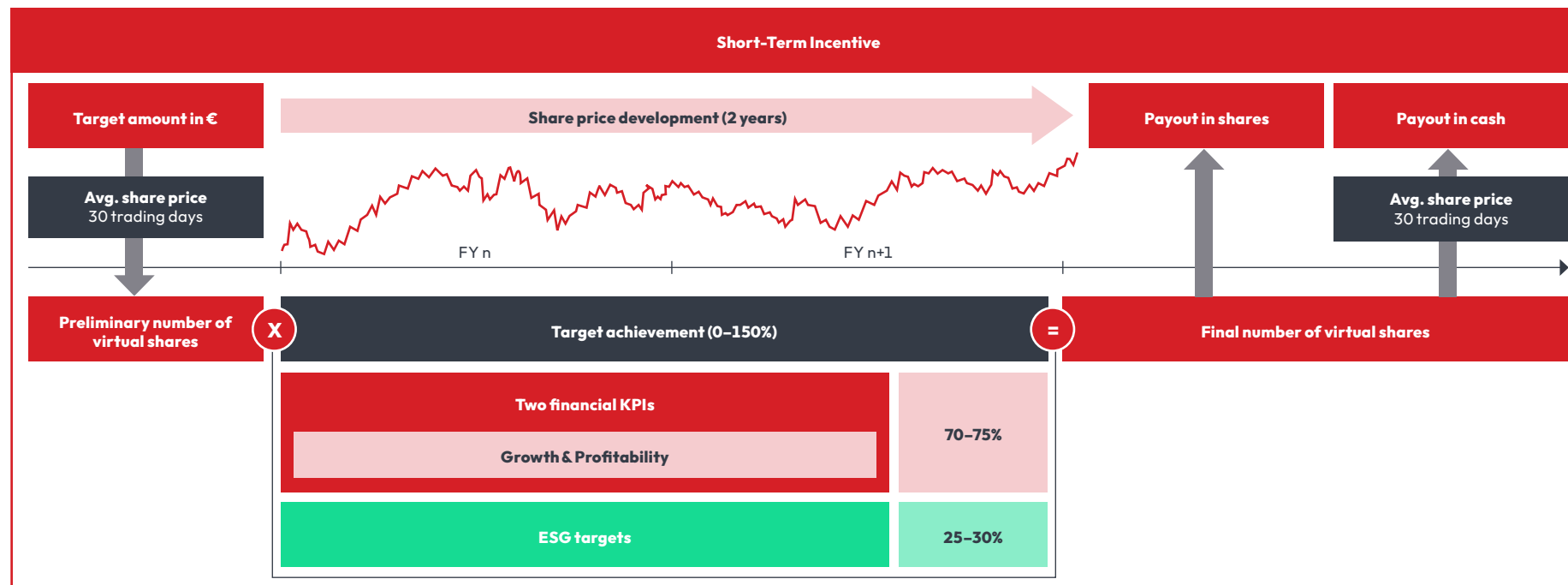
this way will only be settled after the end of the Waiting Period, at the discretion of the Supervisory Board, either in the form of shares in Delivery Hero SE or paid out in cash.

The following graphic illustrates (in simplified form) how the STI operates.

Performance criteria and target achievement

The Supervisory Board determines the performance criteria uniformly for all members of the Management Board before the beginning of each financial year.

SHORT-TERM INCENTIVE (STI)



In determining the two financial performance criteria for the respective financial year, the Supervisory Board selects one growth metric and one profitability metric from the total pool of six metrics listed below:

SHORT-TERM INCENTIVE – FINANCIAL KPIS	
Growth	Revenue
	Gross Merchandise Value (GMV)
	Gross Profit
Profitability	(adj.) EBITDA
	(adj.) EBITDA-Margin
	Free Cashflow

The two financial performance criteria are always weighted equally and can assume a total weighting of 70–75% of the target achievement under the STI.

The ESG targets within the framework of the STI are defined by the Supervisory Board on the basis of a catalog of criteria for at least two of the three areas listed below: environment, social and governance, which are based on the sustainability strategy of the Delivery Hero Group. The Supervisory Board can define one or more ESG targets as part of the STI for a financial year.

The following graphic illustrates exemplary criteria for ESG targets.

SHORT-TERM INCENTIVE – ESG CRITERIA CATALOG

 Environment	 Social	 Governance
Sustainable packaging	“Rider welfare”	“Best in class” governance
CO ₂ emissions	Health & safety	Data security
...	...	...

In setting the ESG targets, the Supervisory Board can, in the case of several ESG targets, determine a different or equal weighting in the context of determining the target achievement. In total, the ESG-relevant part of the STI can assume a weighting of 25–30%.

The STI thus provides incentives for both sustainable growth and increased profitability. The ESG targets are intended to help the Delivery Hero Group fulfill its responsibility as part of society. By acting sustainably, Delivery Hero SE intends to secure its social and economic future viability as part of society and public life. In this understanding and as part of the Group strategy, the sustainability goals of Delivery Hero SE are considered in the compensation system for the Management Board.

For each of the defined performance criteria (from the areas of financial key performance indicators and ESG targets), the Supervisory Board sets an ambitious target value (corresponding to a target achievement of 100%) as well as a minimum and maximum value.

After the end of the Performance Period, the Supervisory Board compares the actual values achieved with the defined target value or minimum and maximum value. The target value is based on budget planning and capital market communications for the respective financial year. If the actual value achieved is above the maximum value, the target achievement is limited to 150%. If the actual value achieved is below the minimum value, the target achievement is 0%. Target achievements between the minimum, target and maximum values are interpolated linearly.

After the end of the one-year Performance Period, the Supervisory Board determines the degree of target achievement for each performance criterion as a percentage value, which can range from 0% to 150% (“Target Achievement Level”). The Supervisory Board then determines the weighted overall level of target achievement from the levels of target achievement for the individual performance criteria, whereby target achievement below the minimum value is included in the calculation by a factor of zero.

The final number of RSUs is calculated by multiplying the preliminary number of RSUs granted by the overall Target Achievement Level and is thus capped at 150% of the preliminary number of RSUs.

There is no guaranteed minimum target achievement, so a payout may not be achieved at all.

If a member joins or leaves the Management Board during the year, target achievement under the STI is determined pro rata temporis.

The compensation under the STI shall be due for settlement at the earliest after the lapse of the respective Waiting Period(s).

STI 2024

The Supervisory Board has defined performance criteria (from the areas of financial key performance indicators and ESG targets) for the STI 2024.

The two financial performance criteria are equally weighted and contribute to the STI 2024 target achievement with a total weighting of 70%. The ESG targets are also weighted equally and contribute to the STI 2024 target achievement with a total weighting of 30%. Following preparation and discussion in the Remuneration Committee, the Supervisory Board has defined the financial performance criteria and ESG targets for the STI 2024 as follows:

FINANCIAL PERFORMANCE CRITERIA AND ESG TARGETS

Financial performance criteria		ESG targets		
Growth	Profitability	Environment	Social	Governance
Total Segment Revenue	Adjusted EBITDA / GMV margin	% increase of own delivery orders completed by electric vehicles by end of 2024 in selected markets against 2023 baseline	% reduction in rider accident rates against 2023 baseline	Achieving top 3 BitSight cyber risk rating within peer group by the end of 2024
Target value: € 12,500,000,000	Target value: 1.29%	Target value: 15%	Target value: 7%	Target value: Rank 3
Threshold value: € 12,000,000,000	Threshold value: 1.25%	Threshold value: 10%	Threshold value: 5%	Threshold value: Rank 4
Maximum value: € 13,000,000,000	Maximum value: 1.60%	Maximum value: 20%	Maximum value: 10%	Maximum value: Rank 2

The target achievement levels for the individual performance criteria of STI 2024 are as follows:

TARGET ACHIEVEMENT LEVELS FOR THE INDIVIDUAL PERFORMANCE CRITERIA

€ 12,796,400,000	1.42%	30.3% increase	8.2% reduction	Rank 2
Target achievement level: 129.64%	Target achievement level: 120.97%	Target achievement level: 150.00%	Target achievement level: 120.00%	Target achievement level: 150.00%

The overall target achievement under the STI 2024 and the final number of RSUs are as follows.

2024 STI OVERALL TARGET ACHIEVEMENT LEVEL AND FINAL NUMBER OF RSUS²

Member of the Management Board	Target amount in kEUR	Number of granted RSUs	Target achievement growth and profitability in %	Target achievement ESG in %	Overall target achievement in %	Final number of RSUs
Niklas Östberg, CEO	1,500	67,659				87,767
Pieter-Jan Vandepitte, COO	600	27,064	125.31	140.00	129.72	35,107
Emmanuel Thomassin, CFO ¹	150	5,408				7,015

¹ Pro rata information, due to termination during 2024.

² Restricted Stock Units

The final number of RSUs will only be settled after the end of the Waiting Period, at the discretion of the Supervisory Board, either in the form of shares in Delivery Hero SE or paid out in cash. The Supervisory Board intends to settle in shares.

b) Long-Term Incentive

Since financial year 2024, the long-term performance-based (variable) compensation of the members of the Management Board consists of a (virtual) performance share plan with a four-year term. The allocation under the LTI is made in the form of virtual shares ("Performance Shares"), which are settled after the end of the contractual four-year waiting period at the discretion of the Supervisory Board either in the form of shares in Delivery Hero SE or in cash. The Supervisory Board intends to settle in shares. Performance Shares do not constitute stock options (subscription rights) within the meaning of the German Stock Corporation Act (Aktiengesetz, "AktG") on shares of Delivery Hero SE.

The Performance Shares give the right to receive a certain number of shares in Delivery Hero SE or a cash compensation payment after the end of the four-year waiting period and fulfillment of certain conditions depending on the final value of the Performance Shares and the achievement of targets under the LTI during a four-year performance period.

General conditions

The Supervisory Board agrees on an individual annual target amount for the LTI in euro ("LTI Target Amount") with the respective Management Board member in the respective Management Board service agreement. The agreed target amount corresponds to a target achievement of 100%. The Supervisory Board allocates the LTI Target Amount for the financial year to the respective Management Board member in the form of Performance Shares. The contractual waiting period of four years ("Waiting Period") begins on the date of allocation of the Performance Shares.

To determine the preliminary number of Performance Shares, the individual LTI Target Amount is divided either by the average closing price of Delivery Hero SE shares during the last 30 stock market trading days prior to the end of the financial year preceding the Waiting Period or during the last 30 stock market trading days prior to the day of the respective allocation of the Performance Shares, as determined by the Supervisory Board.

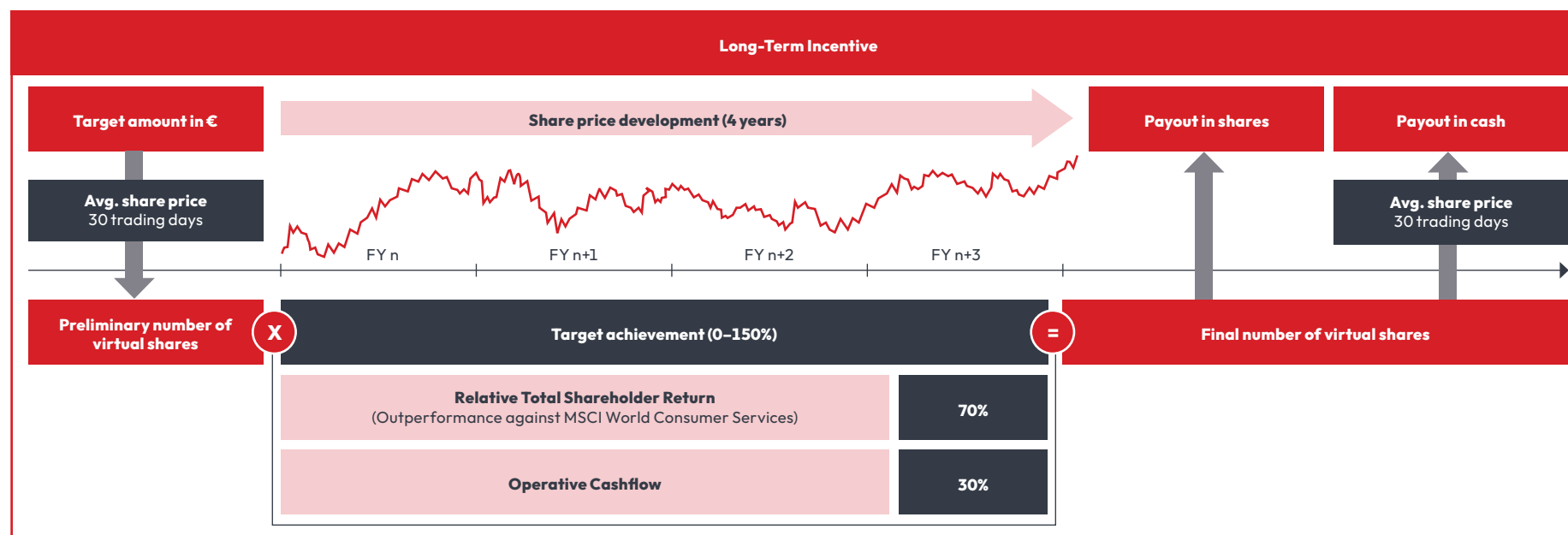
The following graphic shows in simplified form how the Performance Share Plan or LTI works.

Total Shareholder Return (TSR) performance criterion

For the performance criterion Relative TSR, which has a weighting of 70% within the target achievement under the LTI, the ratio between the TSR of the Delivery Hero share (“Delivery Hero TSR”) and the TSR of a sector index selected by the Supervisory Board before the beginning of the financial year—typically, the MSCI World Consumer Services Index—(“Index TSR”) during the four-year contractual performance period is determined, whereby the contractual performance period corresponds to a period of four financial years, including the first financial year for which the LTI target amount was agreed in each case (“Performance Period”):

- The start and end values for determining the Delivery Hero TSR and the Index TSR are based on the average value of Delivery Hero SE share or the sector index during the last 30 stock market trading days before the start and before the end of the respective four-year Performance Period.
- To determine the relative TSR, the Delivery Hero TSR is set in relation to the Index TSR. If the Delivery Hero TSR is exactly equal to the Index TSR, the target achievement is 100%.

LONG-TERM INCENTIVE (LTI)



A range equal to +/- 25% of the TSR performance of the index is used to determine the minimum value (50% of target achievement) and the maximum value (150% of target achievement) of the target achievement curve. In the event of outperformance above the maximum value, the target achievement is capped at 150%. If the performance is below the minimum value, the relative TSR is not taken into account when determining the overall level of target achievement. Target achievements between the minimum, target and maximum values are interpolated linearly.

Operating cash flow performance criterion

For the performance criterion Operating Cash Flow, which has a weighting of 30% within the target achievement under the LTI, the sum of the operating cash flow of the Delivery Hero Group during the four-year Performance Period is decisive.

Before the start of the respective financial year, the Supervisory Board sets an ambitious target value – corresponding to 100% target achievement—as well as a minimum and maximum value. After the end of the Performance Period, the Supervisory Board compares the actual cumulative operating cash flow generated with the target, minimum and maximum value.

If the value actually achieved is above the maximum value, the target achievement is limited to 150%. If the value actually achieved is below the minimum value, then the target achievement is 0%. Target attainments between the minimum, target and maximum values are interpolated linearly.

Overall Target Achievement Level

After the end of the respective four-year Performance Period, the Supervisory Board determines the target achievement level for the two performance criteria as a percentage value, which can range from 0% to 150%. The Supervisory Board then determines the weighted overall Target Achievement Level from the degrees of target achievement for the individual performance criteria, whereby target achievement below the minimum value is included in the calculation by a factor of zero.

The final number of Performance Shares is determined by multiplying the preliminary number of Performance Shares by the overall Target Achievement Level and is thus limited to 150% of the preliminary number of Performance Shares. There is no guaranteed minimum target achievement, so the payout may not be made at all.

The compensation under the LTI shall be due for settlement at the earliest after lapse of the respective Waiting Period(s).

c) Long-Term Incentive Plan (until the end of the financial year 2023)

From the financial years 2018 to 2023, the performance-based compensation for the members of the Management Board consisted of a Long Term Incentive Plan (LTIP) with stock options that are settled in Delivery Hero shares.

General conditions

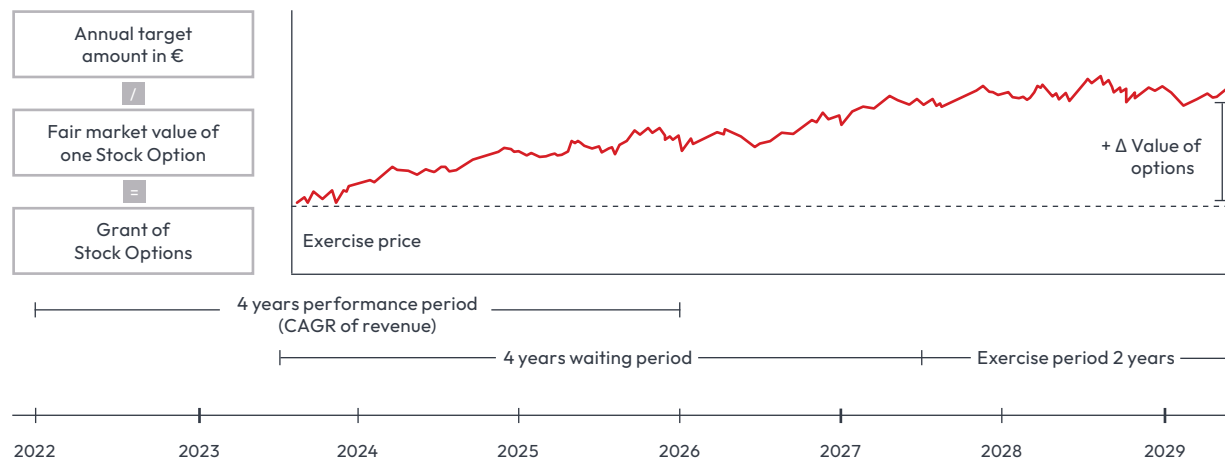
For the concrete implementation of the LTIP, a specific Target Amount in euro was contractually agreed with each member of the Management Board, in the amount of which options on shares in Delivery Hero SE were granted annually (Stock Options).

To calculate the number of Stock Options granted to each member of the Management Board in a financial year, the annual Target Amount in euro was divided by the fair market value (FMV) of a Stock Option at the respective grant date.

The FMV depends on future events in connection with the development of the Company's share price and the revenue growth target (see below). In order to derive the FMV of a Stock Option at the grant date, the future development of both the Company's share price and the Group's total revenue (as a basis for the revenue growth target) at a future date were simulated on a financial-mathematical basis.

The number of Stock Options thus determined is blocked for a period of four years from the grant date ("Waiting Period"). After expiration of the four-year Waiting Period, an exercise period of two years applies ("Exercise Period").

LONG-TERM INCENTIVE PLAN (LTIP)¹



¹ Illustrative representation.

Exercisability and performance target

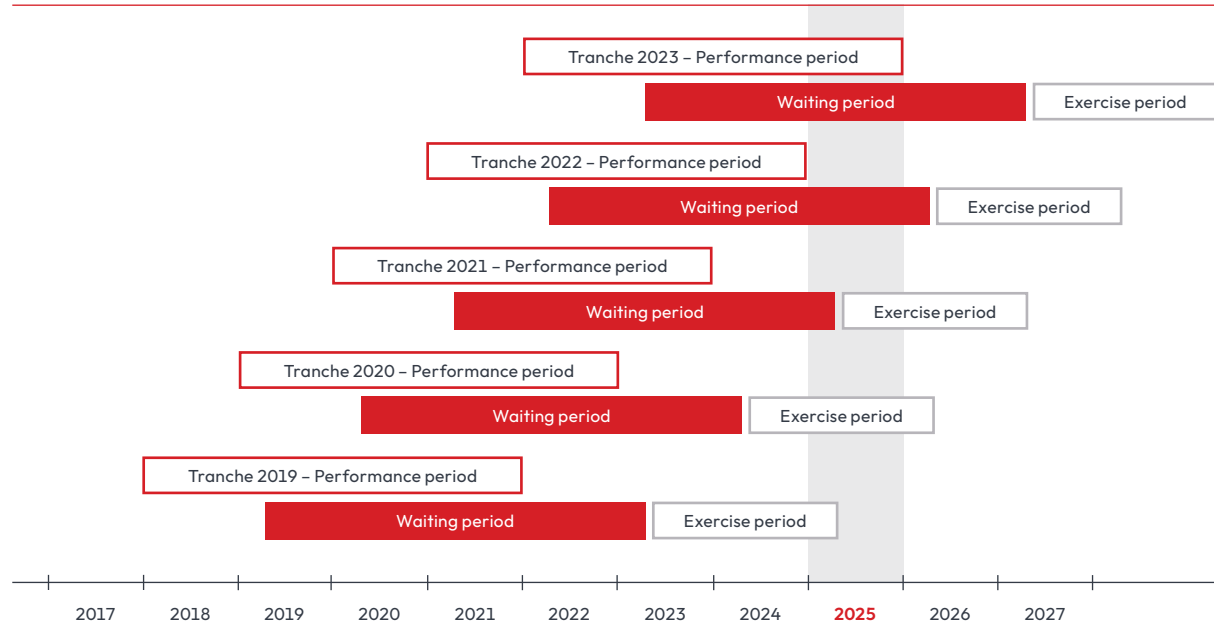
The exercisability of the Stock Options after the four-year Waiting Period depends on the achievement of a performance target. It is defined as a CAGR (compound annual growth rate) of revenue of the Group over the performance period. If this performance target is not achieved, the Stock Options dependent on the performance target are forfeited without substitute or compensation. The performance period of a total of four years starts one year before the respective year of the grant date of the Stock Options and lasts for three further years from the grant date.

The Stock Options under the LTIP can be exercised only during the exercise windows specified by the Company. In the two-year Exercise Period following the expiration of the Waiting Period, there are two to four exercise windows each year. The exercise price per Stock Option corresponds to the volume-weighted three-month average price of Delivery Hero SE shares in the XETRA trading system of the Frankfurt Stock Exchange (or any successor system) within the three months immediately preceding the grant date, but at least to the statutory minimum issue amount of € 1.00 pursuant to Section 9 para. (1) AktG.

The share price at which the Stock Options can be exercised is not capped in order to support strong alignment with the interests of the shareholders. Because of equity settlement, the absence of a cap on the share price imposes no additional risks or costs on the Company.

Target achievement in financial year 2025

The exercise period of the LTIP Tranche 2021 started in financial year 2025. Furthermore, the waiting period of the Tranche 2021 and the performance period of the Tranche 2023 of the LTIP ended. The following figure illustrates the outstanding Tranches of LTIP, including the respective performance period, waiting period and exercise period:

OUTSTANDING LONG-TERM INCENTIVE PLAN (LTIP)-TRANCHES

For the Tranche 2021, whose waiting period ended within financial year 2025, the Supervisory Board set before the beginning of the performance period a CAGR of revenue of at least 20% over the performance period as performance target. As the CAGR of revenue was at least 20% over the performance period for financial years 2020–2023, the Stock Options can be exercised completely within the subsequent two-year exercise period starting in financial year 2025 (provided that the share price at the time of exercise is above the exercise price of the option).

For the Tranche 2023, the performance period ended with financial year 2025. The waiting period ends in July of financial year 2027. The Supervisory Board set the same performance target for the Tranche 2023 as for the Tranche 2021, i.e., a CAGR of revenue of at least 20% over the performance period. The CAGR of revenue was marginally below 20% over the performance period for financial years 2022–2025. Consequently, the Stock Options from the Tranche 2023 have expired entirely.

The following table shows the revenue growth and the CAGR for the Tranche 2023, whose performance period ended in financial year 2025, as well as for the other granted tranches under the LTIP:

REVENUE GROWTH AND CAGR FOR THE RESPECTIVE TRANCHEs

	Revenue growth								CAGR	
	2018	2019	2020	2021	2022	2023	2024	2025	Target	Actual
Tranche 2019	64.6%	111.9%	96.8%	89.5%					20.0%	89.9%
Tranche 2020		111.9%	96.8%	89.5%	32.0%				20.0%	79.7%
Tranche 2021			96.8%	89.5%	32.0%	9.1%			20.0%	52.3%
Tranche 2022				89.5%	32.0%	9.1%	22.3%		20.0%	35.2%
Tranche 2023					32.0%	9.1%	22.3%	15.7%	20.0%	19.5%

d) Overview of granted and exercised Stock Options

In financial year 2025, virtual shares of the STI and LTI were granted to the members of the Management Board. For Niklas Östberg, virtual shares in the amount of € 1.6 million were granted under the STI and in the amount of € 3.3 million under the LTI. Pieter-Jan Vandepitte was granted virtual shares in the amount of € 0.7 million under the STI and in the amount of € 1.8 million under the LTI. Marie-Anne Popp was granted virtual shares in the amount of € 0.4 million under the STI and in the amount of € 1.0 million under the LTI. The final number of shares under the STI will be calculated at the end of a one-year performance period based on linked performance criteria, while the LTI has a four-year performance period.

During financial year 2025, no Stock Options previously granted in connection with Management Board activities were exercised by members of the Management Board.

The following tables below show the number of shares granted to the members of the Management Board in the financial year 2025, previously granted stock options as well as the exercised and outstanding stock options, including the main conditions for the exercise of the rights:

GENERAL CONDITIONS OF STOCK OPTIONS GRANTED TO THE MEMBERS OF THE MANAGEMENT BOARD

		Award type	Target amount in kEUR	Fair Value per option in EUR	Number of granted options	Exercise price in EUR	Performance period	Waiting period	Exercise period
LTIP Tranche 2019	Niklas Östberg	Stock Options	1,500	10.16	147,637	36.64	01/2018-12/2021	05/2019-05/2023	05/2023-05/2025
	Niklas Östberg		703	9.49	74,032	37.38			
	Emmanuel Thomassin		750	10.16	73,818	36.64			
	Emmanuel Thomassin		351	9.49	37,015	37.38			
LTIP Tranche 2020	Niklas Östberg	Stock Options	4,000	44.95	88,987	70.11	01/2019-12/2022	05/2020-05/2024	05/2024-05/2026
	Emmanuel Thomassin		1,850		41,156				
LTIP Tranche 2021	Niklas Östberg	Stock Options	4,000	38.69	103,385	115.02	01/2020-12/2023	05/2021-05/2025	05/2025-05/2027
	Pieter-Jan Vandepitte		1,850	41.05	45,066	115.31		06/2021-06/2025	06/2025-06/2027
	Emmanuel Thomassin		1,850	38.69	47,815	115.02		05/2021-05/2025	05/2025-05/2027
LTIP Tranche 2022	Niklas Östberg	Stock Options	4,000	11.92	335,570	35.30	01/2021-12/2024	10/2022-10/2026	10/2026-10/2028
	Pieter-Jan Vandepitte		1,850	11.92	155,201	35.30			
	Emmanuel Thomassin		1,850	11.92	155,201	35.30			
LTIP Tranche 2023	Niklas Östberg	Stock Options	4,000	7.61	525,624	34.41	01/2022-12/2025	07/2023-07/2027	07/2027-07/2029
	Pieter-Jan Vandepitte		1,850	7.61	243,101	34.41			
	Emmanuel Thomassin		1,850	7.61	243,101	34.41			

GENERAL CONDITIONS OF SHARES GRANTED TO THE MEMBERS OF THE MANAGEMENT BOARD

		Award type	Target amount in kEUR	Share price in EUR	Number of granted awards	Performance period	Waiting period
STI Tranche 2024	Niklas Östberg		1,500	22.17	67,659		07/2024-07/2026
	Pieter-Jan Vandepitte	Shares	600	22.17	27,064	01/2024-12/2024	07/2024-07/2026
	Emmanuel Thomassin ¹		150	27.73	5,408		06/2024-06/2026
LTI Tranche 2024	Niklas Östberg		3,175	22.17	143,212		07/2024-07/2028
	Pieter-Jan Vandepitte	Shares	1,550	22.17	69,914	01/2024-12/2027	07/2024-07/2028
	Emmanuel Thomassin ¹		388	27.73	13,971		06/2024-06/2028
STI Tranche 2025	Niklas Östberg		1,575	33.78	46,625		03/2025-03/2027
	Pieter-Jan Vandepitte	Shares	690	33.78	20,426	01/2025-12/2025	03/2025-03/2027
	Marie-Anne Popp ¹		367	33.78	10,868		03/2025-03/2027
LTI Tranche 2025	Niklas Östberg		3,334	33.78	98,690		03/2025-03/2029
	Pieter-Jan Vandepitte	Shares	1,783	33.78	52,768	01/2025-12/2028	03/2025-03/2029
	Marie-Anne Popp ¹		991	33.78	29,344		03/2025-03/2029

¹ Pro rata information

OVERVIEW OF TARGET ACHIEVEMENT AND EXERCISE OF STOCK OPTIONS OF THE MEMBERS OF THE MANAGEMENT BOARD

			Target Achievement / Exercise of Stock Options									
		Award type	Achievement of performance target ¹	Number of forfeited awards	Final number of awards	Number of exercised / released awards	Share price at exercise / release date in EUR	Exercise / release date	Intrinsic value ² of exercised options in kEUR	Number of expired options	Number of outstanding options	
LTIP Tranche 2019	Niklas Östberg	Stock Options	100%	0	221,669			n/a - no exercise of options		221,669	0	
	Emmanuel Thomassin			0	110,883				110,883	0		
LTIP Tranche 2020	Niklas Östberg	Stock Options	100%	0	88,987			n/a - no exercise of options		0	88,987	
	Emmanuel Thomassin			0	41,156				0	41,156		
LTIP Tranche 2021	Niklas Östberg	Stock Options	100%	0	103,385			n/a - no exercise of options		0	103,385	
	Pieter-Jan Vandepitte			0	45,066				0	45,066		
	Emmanuel Thomassin			0	47,815				0	47,815		
LTIP Tranche 2022	Niklas Östberg	Stock Options	100%	0	335,570		Exercise of the LTIP Tranche 2022 possible when exercise period starts in 2026					
	Pieter-Jan Vandepitte			0	155,201							
	Emmanuel Thomassin			0	155,201							
LTIP Tranche 2023	Niklas Östberg	Stock Options	0%	525,624	0							
	Pieter-Jan Vandepitte			243,101	0							
	Emmanuel Thomassin			243,101	0							
STI Tranche 2024	Niklas Östberg	Shares	129.72%	0	87,767		Release of the STI 2024 after waiting period in 2026					
	Pieter-Jan Vandepitte			0	35,107							
	Emmanuel Thomassin			0	7,015							
LTI Tranche 2024	Niklas Östberg	Shares	Target achievement determined after end of performance period of LTI 2024 during 2028				Release of the LTI 2024 after waiting period in 2028					
	Pieter-Jan Vandepitte											
	Emmanuel Thomassin											
STI Tranche 2025	Niklas Östberg	Shares	Target achievement determined after end of performance period of STI 2025 during 2026				Release of the STI 2025 after waiting period in 2027					
	Pieter-Jan Vandepitte											
	Marie-Anne Popp											
LTI Tranche 2025	Niklas Östberg	Shares	Target achievement determined after end of performance period of LTI 2025 during 2029				Release of the LTI 2025 after waiting period in 2029					
	Pieter-Jan Vandepitte											
	Marie-Anne Popp											

¹ The performance target for the LTIP can either be reached (100%) or missed (0%). The performance target for the STI and LTI is capped at 150%, and therefore can range between 0% and 150%.

² The intrinsic value of an exercised option reflects the final value of a Stock Option as the difference between the share price at exercise date and the exercise price, multiplied by the number of exercised Stock Options.

3. Payments in the event of termination of the agreement

Payments in the event of death

In the event of death of a member of the Management Board prior to the end of the term of the service agreement, the respective spouse of the deceased member of the Management Board is entitled to receive the undiminished compensation for the month of death and the following six months, but no longer than until the end of the original term of the service agreement.

Payments in the event of termination of the agreement or temporary incapacity to work

If the service agreement with a member of the Management Board ends because of removal, resignation from office or a mutual termination agreement, the members of the Management Board are entitled to a severance payment that complies with the recommendations of the GCGC. However, no such entitlement to a severance payment applies in the event that the service agreement is terminated by the Company in accordance with Section 626 German Civil Code (Bürgerliches Gesetzbuch – “BGB”) for good cause for which the Management Board member is responsible, or in the event that the service agreement is terminated by the Management Board member without good cause under Section 626 BGB. The severance payment may not exceed the amount of two years’ total compensation and may not exceed the compensation for the remaining term of the agreement (“Severance Cap”). In the event of a termination of the service agreement with the Management Board member Marie-Anne Popp by the Company with a notice period, Marie-Anne Popp is entitled to a severance payment in the maximum possible amount of the Severance Cap.

In the event of a change of control, the Management Board member has the right to resign from office with three months’ notice. At this time, the service agreement also ends. The Management Board service agreements each provide for a post-contractual non-competition clause for two years. For the duration of the non-competition clause, the respective Management Board member is entitled to compensation

amounting to 50% of their last contractually received compensation. Other severance payments received by the Management Board member under the respective service contract shall be offset against this compensation for the non-compete obligation. Other compensation earned during the term of the non-compete period will be offset with compensation for the non-compete obligation to the extent that the total of the compensation for the non-compete obligation and the other compensation would exceed the compensation last received according to the contract.

In the event of premature termination of service on the Management Board within one year of the award date of the preliminary number of RSUs under the STI and/or performance shares under the LTI (vesting date), the RSUs and performance shares shall be forfeited without any entitlement to compensation, whereby in the event of a good leaver before the vesting date, the portion attributable to the period between the beginning of the respective financial year and the effective date of the good leaver event shall be deemed vested. A good leaver is a member of the Management Board whose office or contractual relationship with the company has been terminated for a reason that does not qualify the Management Board member as a bad leaver, or due to a mutually agreed termination of the existing contractual relationship between the Company and the Management Board member.

An exception to this is if a Management Board member resigns from office in connection with a change of control or if a delisting occurs. In this case, all RSUs and performance shares awarded under the STI and LTI become vested regardless of the vesting provisions and are allocated immediately. With respect to Niklas Östberg and Pieter-Jan Vandeputte all outstanding RSUs and Performance Shares of such member of the Management Board for the respective financial year in which the resignation in connection with the change of control or the delisting becomes effective, shall be deemed to have vested and to have been allocated pro rata temporis for the period from the beginning of the financial year in which the delisting or the resignation took place until

the delisting or the resignation took effect and with respect to Marie-Anne Popp, all of her outstanding RSUs and Performance Shares for the respective financial year in which the resignation in connection with the change of control or the delisting becomes effective, shall be deemed to have vested and to have been allocated in full.

In the event of premature termination of service on the Management Board before the applicable performance period of a current LTIP Tranche ends, the Stock Options expire without substitute or compensation in the following cases:

- Revocation of the appointment for good cause,
- Revocation of the appointment without good cause in the first year of the first contractual four-year commitment,
- The Management Board member’s resignation from office in the first two years of any contractual commitment or
- Termination of Management Board services as a bad leaver.

Otherwise the respective Management Board members are entitled to the already non-forfeitable Stock Options at the normal end of the waiting period. A deviation from this occurs if a Management Board member steps down or is removed from the Management Board in the course of a change of control. In this case, all Stock Options granted under the LTIP shall become fully vested, irrespective of the vesting periods or cliff provisions and will be immediately allocated. After the expiration of the waiting period, the Management Board members are then entitled to exercise the Stock Options.

In the event of a temporary incapacity to work because of illness, accident, or other reason for which the Management Board member is not at fault, the member continues to receive their unreduced compensation for six months, but no longer than the term of their employment. If a Management Board member becomes permanently incapacitated during the term of their service agreement, their service agreement shall end nine months after the end of the month in which the

permanent incapacity was determined, unless it ends earlier due to expiration of its term.

4. Benefits from third parties

The members of the Management Board did not receive benefits from third parties.

5. Malus and clawback

In the event of a serious and intentional violation of statutory duties or the Company's internal guidelines in the form of the code of conduct by a member of the Management Board, the Company may partially or fully reduce the variable compensation (STI bonus and LTIP as well as since financial year 2024, STI and LTI) (malus) and partially or fully reclaim variable compensation components that have already been paid out under the STI bonus and LTIP and the STI and LTI (clawback). All variable components of the Management Board compensation, i.e. both the compensation under the STI bonus and the LTIP or the STI and LTI for the respective financial year in which the violation of duties or compliance guidelines occurred, are covered by the malus and clawback provisions.

6. Maximum compensation

In accordance with Section 162 (1) AktG, the Supervisory Board shall ensure compliance with maximum total compensation and shall outline this in the remuneration report. The Supervisory Board set the current maximum compensation for the Chair of the Board of Management at € 12,000,000 and for the ordinary members of the Board of Management at € 9,000,000. The shareholders' meeting on June 14, 2023 approved this maximum compensation.

Compliance with maximum total compensation can only be evaluated retrospectively, when the last remuneration component for the financial year in question is determined. The current Board of Management compensation system includes two multi-year variable elements of compensation: The STI has a performance period of one year and a waiting period of two years and the LTI has a performance period and a waiting period of four years each.

This means that a final report on compliance with maximum total remuneration can be provided at the earliest in the compensation report for the 2028 financial year.

If it should become clear before this that the maximum total compensation will be exceeded, the payment of the compensation component causing the maximum compensation to be exceeded is capped. In this case, compliance with the maximum total compensation would be reported in the financial year in which the capping took place. The applicable maximum total compensation has not been exceeded to date.

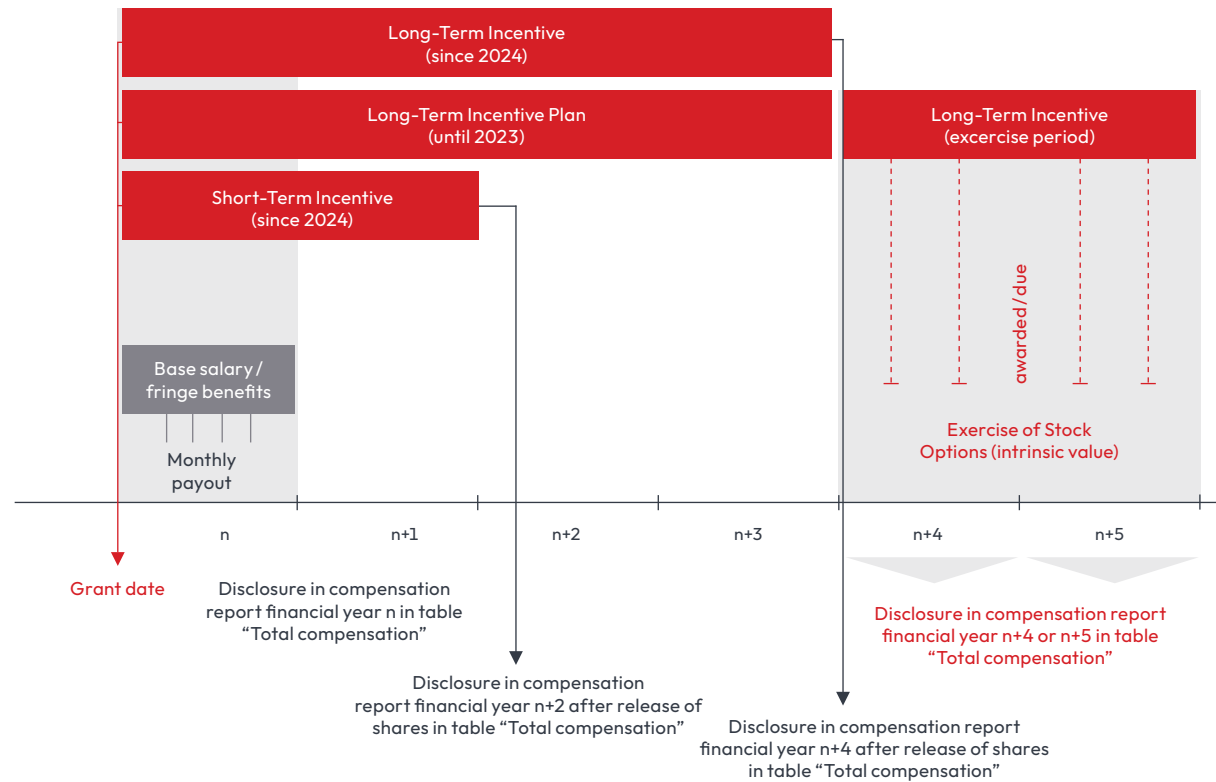
Due to the absence of any new entry into, amendment, or extension of the service agreements with the members of the Management Board of Delivery Hero SE in the period from the approval of the previous compensation system on June 16, 2021 until December 31, 2023, the Supervisory Board does not apply the maximum compensation to such Management Board service agreements that were in effect during that period.

F. Compensation of the Management Board in 2025

1. Management Board members' compensation

Regarding the regulatory requirements according to Section 162 para. (1) AktG, the compensation awarded and due must be reported individually for each member of the Management Board. The following figure illustrates the disclosure of the compensation components awarded and due to the members of the Management Board. "Awarded" means compensation actually given to the board member in the reporting period, while "due" means compensation for which a due obligation of the Company was established in the reporting period but has not yet been fulfilled. The non-performance-based compensation, i.e. the base salary paid out and the expenses of the fringe benefits in financial year 2025, are disclosed in the table "Total compensation of the Management Board". For performance-based compensation, exercised Stock Options are reported in the table at their intrinsic value and shares at their fair value at the time of release.

DISCLOSURE OF COMPENSATION COMPONENTS¹



¹ Illustrative representation.

The following table “Total compensation of the Management Board” shows for financial years 2025 and 2024 the individualized Management Board members’ compensation awarded and due:

TOTAL COMPENSATION OF THE MANAGEMENT BOARD (AWARDED AND DUE ACCORDING TO § 162 AKTG)

	Niklas Östberg CEO				Pieter-Jan Vandepitte COO				Marie-Anne Popp CFO			
	2025		2024		2025		2024		2025		2024	
	in kEUR	in %	in kEUR	in %	in kEUR	in %	in kEUR	in %	in kEUR	in %	in kEUR	in %
Base salary	525	100%	500	100%	575	100%	900	100%	441	89%	n/a	–
Fringe benefits	1	0%	1	0%	1	0%	0	0%	57	11%	n/a	–
Short-Term Incentive¹												
Short-Term Incentive Bonus	0	0%	0	0%	0	0%	0	0%	0	0%	n/a	–
STI – Tranche 2024	0	0%	0	0%	0	0%	0	0%	0	0%	n/a	–
Long-Term Incentive Plan¹												
LTIP	0	0%	0	0%	0	0%	0	0%	0	0%	n/a	–
LTI – Tranche 2024	0	0%	0	0%	0	0%	0	0%	0	0%	n/a	–
Total compensation	526	100%	501	100%	576	100%	900	100%	498	100%	n/a	–

¹ Final payment amount after assessment of target achievement and allocation of shares.

The total compensation of the Management Board includes all compensation for the financial year that relates to Management Board activities.

There was no full or partial reduction of variable compensation (malus) or reclaiming of variable compensation components that have already been paid (clawback) in financial year 2025.

2. Former Management Board members’ compensation

In 2025, the total compensation for former Management Board members and their survivors, along with pension liabilities to former Management Board members and their survivors amounted to € 0.

G. Compensation of the Supervisory Board

1. Supervisory Board members' compensation

The compensation for the members of the Supervisory Board was approved by the Annual General Meeting of June 16, 2021, by a majority of 99.79% and was retroactively applied effective January 1, 2021 and amended by resolution of the Annual General Meeting of June 19, 2024, with a majority of 99.96%, to be applicable from the end of this Annual General Meeting. The compensation of the members of the Supervisory Board is outlined in the following.

SUPERVISORY BOARD COMPENSATION

Compensation element	Compensation (until end of AGM on June 19, 2024)	Compensation (since end of AGM on June 19, 2024)
Fixed remuneration	– Chair: € 150,000 – Deputy Chair: € 50,000 – Ordinary Board member: € 25,000	– Chair: € 200,000 – Deputy Chair: € 100,000 – Ordinary Board member: € 50,000
Committee compensation		
Audit / Strategy / Remuneration Committee	– Chair: € 80,000 – Deputy Chair: € 40,000 – Ordinary Member: € 20,000	– Chair: € 80,000 – Deputy Chair: € 40,000 – Ordinary Member: € 20,000
Nomination Committee	– Chair: € 40,000 – Deputy Chair: € 20,000 – Ordinary Member: € 10,000	– Chair: € 80,000 – Deputy Chair: € 40,000 – Ordinary Member: € 20,000
Other	– Reimbursement of out-of-pocket expenses (including their value added tax) as well as the value added tax on compensation – Provision of D&O liability insurance	– Reimbursement of out-of-pocket expenses (including their value added tax) as well as the value added tax on compensation – Provision of D&O liability insurance

The ordinary members of the Supervisory Board receive a fixed annual remuneration of € 50,000. The Chair of the Supervisory Board receives an annual fixed remuneration in the amount of € 200,000, while the Deputy Chair receives a fixed remuneration in the amount of € 100,000.

The ordinary members of the Audit Committee/Remuneration Committee/Strategy Committee/Nomination Committee receive an additional fixed annual compensation of € 20,000 payable after the end of the financial year. The Chair of the respective committees receives an additional fixed annual compensation in the amount of four times the compensation of the respective ordinary committee member and the Deputy Chair of the respective committee receives an additional fixed annual compensation in the amount of twice the compensation of the respective ordinary committee member. All fixed compensation components become payable on a pro-rata basis to the member's assignment to the Supervisory Board.

In addition to their annual compensation, the Company reimburses the members of the Supervisory Board for any reasonable expenses incurred in exercising their Supervisory Board mandate as well as any value-added tax payable on their compensation and expenses.

The members of the Supervisory Board are appropriately included in a financial loss liability insurance (D&O) for board members in the interests of the Company. The Company pays the premiums for this insurance.

2. Basic principles of the compensation of the Supervisory Board

The compensation system for the members of the Supervisory Board is based on the legal requirements and takes into account the recommendations and suggestions of the GCGC. Delivery Hero SE always pursues a long-term perspective in its entrepreneurial activities. In the course of continuous development, added value shall be created—for shareholders, employees, customers, and the Company itself.

The Supervisory Board advises and supervises the Management Board and is closely involved in important operational and strategic corporate governance topics. The compensation of the Supervisory Board is a key factor in ensuring the Supervisory Board's effectiveness. Supervisory Board compensation that is appropriate and in line with the market thus promotes the business strategy and long-term development of Delivery Hero SE.

The compensation system for the Supervisory Board of Delivery Hero SE as well as the specific compensation of the members of the Supervisory Board are stipulated in Section 15 of the Articles of Association. The competent body is the Annual General Meeting, which passes resolutions on the compensation of the members of the Supervisory Board at least once every four years in accordance with Section 113 para. (3) AktG. The Remuneration Committee according to the Rules of Procedure of the Supervisory Board prepares the resolutions passed by the Supervisory Board on proposals to the Annual General Meeting for resolutions regarding Supervisory Board compensation. Pursuant to Section 179 para. (2) sentence 2 AktG and Section 20 para. (2) of the Articles of Association, a material amendment to the compensation system and the compensation of the members of the Supervisory Board set out in the Articles of Association requires a

simple majority of votes. In the event that the Annual General Meeting does not approve the compensation system, a revised compensation system must be submitted for resolution at the latest at the following ordinary Annual General Meeting of the Company, according to Section 113 para. (3) sentence 6 and Section 120a para. (3) AktG.

The compensation of the Supervisory Board members exclusively consists of fixed compensation and thus follows suggestion G.18 of the GCGC as well as the expectations of most investors and proxy advisors and is in line with the predominant practice of the companies in the DAX and MDAX. This practice corresponds to the function of the Supervisory Board as an independent advisory and control body. At the same time, members of the Supervisory Board are incentivized by the compensation system to actively support and supervise the implementation of the business strategy. In accordance with recommendation G.17 of the GCGC, the higher expenditure of time by the Chair, who according to recommendation D.5 of the GCGC is to be involved particularly closely in discussions on strategy, business development, risk situation, risk management and compliance, and by the Deputy Chair and the committee members is adequately taken into account.

H. Compensation of the Supervisory Board in 2025

The table below states the relative proportion together with the individual values of the total compensation for the Supervisory Board for financial years 2025 and 2024:

TOTAL COMPENSATION OF THE SUPERVISORY BOARD

	Fixed salary			Committee compensation			Total compensation	
	2025		2024	2025		2024	2025	2024
	in kEUR	in %	in kEUR	in kEUR	in %	in kEUR	in kEUR	in kEUR
Kristin Skogen Lund	200.0	45%	107.4	240.0	55%	128.9	440.0	236.3
Roger Rabalais	49.5	31%	33.6	112.2	69%	95.3	161.7	128.9
Dr. Martin Enderle	46.3	42%	123.7	64.8	58%	168.5	111.1	292.2
Scott Ferguson	50.0	56%	25.9	40.0	44%	20.5	90.0	46.4
Isabel Poscherstnikov ¹	50.0	62%	26.8	30.7	38%	10.7	80.7	37.6
Warren Jenson	27.4	36%	0.0	49.3	64%	0.0	76.7	0.0
Judith Jungmann	27.0	38%	0.0	43.2	62%	0.0	70.2	0.0
Gabriella Ardbo ¹	50.0	71%	38.5	20.0	29%	20.1	70.0	58.5
Nils Engvall ¹	50.0	71%	38.5	20.0	29%	10.7	70.0	49.2
Dimitrios Tsaoousis ¹	50.0	100%	36.0	0.0	0%	–	50.0	36.0

¹ Employee representatives

In 2025, a total of € 73,781 (previous year: € 21,495) in expenses was reimbursed or paid directly by the Company.

I. Comparative presentation of the change of the compensation and company performance

The following table shows the comparative presentation of the change in the awarded and due compensation of the members of the Management Board, the Supervisory Board and the employees of Delivery Hero SE as well as the Company performance for financial years 2025 and 2024. Due to the possibility to exercise the LTIP Stock Options within a two-year exercise period and the delayed release of shares resulting from STI and LTI, the considered payout values can be highly volatile, and might vary from year to year.

COMPARATIVE PRESENTATION

	2025	2024	Change 2025/2024	Change 2024/2023	Change 2023/2022	Change 2022/2021	Change 2021/2020
	in kEUR	in kEUR	in %	in %	in %	in %	in %
Management Board in 2025							
Niklas Östberg	525.6	501.0	5%	2%	3%	27%	-99%
Pieter-Jan Vandepitte	576.0	900.0	-36%	110%	2%	37%	n/a
Marie-Anne Popp	498.4	-	n/a	n/a	n/a	n/a	n/a
Supervisory Board – members in 2025							
Kristin Skogen Lund	440.0	236.3	86%	n/a	n/a	n/a	n/a
Roger Rabalais	161.7	128.9	25%	n/a	n/a	n/a	n/a
Dr. Martin Enderle	111.1	292.2	-62%	-17%	0%	5%	55%
Scott Ferguson	90.0	46.4	94%	n/a	n/a	n/a	n/a
Isabel Poscherstnikov ¹	80.7	37.6	115%	n/a	n/a	n/a	n/a
Warren Jenson	76.7	-	n/a	n/a	n/a	n/a	n/a
Judith Jungmann	70.2	-	n/a	n/a	n/a	n/a	n/a
Gabriella Ardbo ¹	70.0	58.5	20%	30%	0%	0%	392%
Nils Engvall ¹	70.0	49.2	42%	97%	0%	0%	210%
Dimitrios Tsaoasis ¹	50.0	36.0	39%	44%	0%	508%	n/a
Employees							
Average of Delivery Hero SE Germany (FTE) in % ²			8%	9%	12%	20%	10%
Company Performance							
Net profit/loss in EUR million of DH SE	-860.9	913.9	-194%	-124%	188%	-52%	150%
Adjusted EBITDA in EUR million of DH Group	903.0	692.5	30%	173%	154%	41%	-40%
Revenue in EUR million of DH Group	14,059.6	12,294.7	14%	24%	16%	46%	137%
Share price in EUR	22.72	27.12	-16%	8%	-44%	-54%	-23%

¹ Employee representatives² All employees are included in the analysis on a full-time equivalent basis, only working students and interns were excluded. Total compensation considers the base salary and the long-term incentive plans.

Berlin, March 24, 2026

Delivery Hero SE

On behalf of the Supervisory Board

**Kristin Skogen Lund**

Chair of the Supervisory Board of Delivery Hero SE

The Management Board

**Niklas Östberg**Co-Founder and
Chief Executive Officer**Marie-Anne Popp**

Chief Financial Officer

**Pieter-Jan Vandepitte**

Chief Operating Officer

**Dr Johannes Bruder**

Chief Product Officer

INDEPENDENT AUDITOR'S REPORT

To Delivery Hero SE, Berlin

Report on the Audit of the Consolidated Financial Statements and of the Combined Management Report

Opinions

We have audited the consolidated financial statements of Delivery Hero SE, Berlin, and its subsidiaries (the Group), which comprise the consolidated statement of financial position as of December 31, 2025, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the financial year from January 1 to December 31, 2025, and notes to the consolidated financial statements, including significant information on the accounting policies. In addition, we have audited the management report of the Company and the Group (hereinafter: "combined management report") of Delivery Hero SE including the remuneration report (compensation report) contained in the attachment to the combined management report along with the related disclosures, for the financial year from January 1 to December 31, 2025.

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.

The combined management report contains cross-references that are marked as unaudited and are not required by law. In accordance with German legal requirements, we have not reviewed the content of these cross-references or the information to which they refer.

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 IFRS Accounting Standards issued by the International Accounting Standards Board (IASB) (hereinafter referred to as "IFRS Accounting Standards") 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 December 31, 2025, and of its financial performance for the financial year from January 1 to December 31, 2025, 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. The combined management report contains cross-references that are marked as unaudited and are not required by law. Our audit opinion does not extend to these cross-references or the information to which the cross-references relate.

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.

Material Uncertainty about the Ability to Continue as a Going Concern

We refer to the disclosures in Section B.2 “Going concern premises as basis of accounting” in the notes to the consolidated financial statements and the information in Section C.4.a) “Risk report – Regulatory risks related to riders” of the combined management report, in which management comments that the consolidated annual financial statements were prepared on a going concern basis. Regarding the existing going-concern risk at a significant subsidiary – Glovoapp Spain Platform S.L.U., Spain (“Glovo Spain”) – management describes that at this subsidiary there are risks regarding the legal status of riders, which could entail a back payment of social insurance contributions and the payment of fines. In this regard, we also refer to our comments in the section entitled “Key Audit Matters in the Audit of the Consolidated Financial Statements – Recognition and measurement of provisions relating to risks in connection with the legal social security classification of riders in Spain”. Should these risks materialize, the payments arising therefrom could not be paid without the Parent Company’s support. As described in the disclosures under B.2 “Going concern premises as basis of accounting” of the notes to the consolidated financial statements and in Section ‘C.4.a) “Risk report – Regulatory risks related to riders” of the combined management report, these events and conditions indicate considerable uncertainty that may cast significant doubt on the subsidiary’s ability to continue its business activities and which represents a risk that could affect the subsidiary’s ability to continue as a going concern within the meaning of Section 322 (2) sentence 3 HGB.

Our opinions on the consolidated financial statements and the combined management report have not been modified in this regard.

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 January 1 to December 31, 2025. 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.

Impairment testing of goodwill for the CGUs or group of CGUs Woowa Platform, Glovo Platform and Woowa Bmart

Please refer to Section B.6 and F.1 of the notes to the consolidated financial statements for information on the accounting policies applied and the assumptions made.

The Financial Statement Risk

Goodwill was reported in the amount of EUR 4,424.4 million as of December 31, 2025, and represents a considerable share of assets. Of this amount, EUR 3,899.4 million is attributable to the CGUs or group of CGUs Woowa Platform, Glovo Platform, and Woowa Bmart.

Goodwill is tested for impairment annually at the level of the cash generating units (CGUs) or group of CGUs to which goodwill has been allocated. If impairment triggers arise during the financial year, an event-driven goodwill impairment test is also carried out during the year.

For impairment testing, the carrying amount of the respective CGU or group of CGUs is compared with its recoverable amount. If the carrying amount exceeds the recoverable

amount, an impairment loss is recognized. The recoverable amount is the higher of the CGU’s or group of CGU’s fair value less costs of disposal and its value in use. The annual impairment testing date was November 30, 2025.

Impairment testing of goodwill is complex and based on a range of assumptions that require judgment. This includes in particular the assumptions for achieving the estimated surplus cash flows during the 5-year planning horizon as well as in a steady state, and the long-term growth rate of revenue and adjusted EBITDA for each CGU or group of CGUs as well as the discount rates used.

As a result of the impairment tests performed, the Company identified a required impairment loss of EUR 259.7 million, which is mainly attributable to the full impairment of the CGU Woowa-Bmart at EUR 243.5 million. Furthermore, the Company’s sensitivity analysis indicated that a reasonably possible change in the discount rate or terminal value adjusted EBITDA margin would cause an impairment of goodwill of the CGU Woowa Platform.

There is the risk for the consolidated financial statements that impairment losses for the CGUs or group of Woowa Platform, Glovo Platform and Woowa Bmart CGUs are not recognized in the appropriate amount. There is also the risk that the related disclosures in the notes are not appropriate.

Our Audit Approach

First, we used the information obtained during our audit to assess for which CGUs or group of CGUs there were indications of a need to recognize impairment. With the involvement of our valuation experts, we then assessed the appropriateness of significant assumptions and the valuation method used by the Company. To this end, we discussed the estimated surplus cash flows during the 5-year planning horizon as well as in the steady state, and the assumed long-term growth rate of revenue, as well as the adjusted EBITDA margins for individual companies of CGUs or groups of CGUs

selected according to risk criteria as well as the discount rates used with those responsible for planning. For the CGUs or groups of Woowa Platform, Glovo Platform, and Woowa Bmart CGUs, we also interviewed local management about budget planning.

We analyzed the budget approved by the Management Board and Supervisory Board on which the impairment testing of goodwill was based. We also checked the plausibility of the Company's overall budget with the market capitalization. Using external market data and analyst estimates, we assessed the measurements of selected individual companies within relevant CGUs or groups of CGUs based on elements selected according to risk criteria.

We evaluated the accuracy of the Company's previous forecasts by comparing selected budgets of previous financial years with actual results and by analyzing deviations.

We compared the assumptions and data underlying the discount rate, in particular the risk-free rate, the company-specific risk premiums such as country risks and the beta coefficient, with our own assumptions and publicly available data.

To assess the methodically and mathematically correct implementation of the valuation method, we verified the Company's valuation using our own calculations and analyzed deviations. In order to take account of forecast uncertainty, we also investigated the impact of possible changes to the capitalization rate within ranges and for individual companies selected according to risk criteria on the fair value based on the long-term planned revenue and adjusted EBITDA for each CGU or group of CGUs by calculating alternative scenarios and comparing these with the Company's measurements.

Finally, we assessed whether the disclosures in the notes on the impairment testing of goodwill were appropriate. This also included an assessment of the appropriateness of disclosures in the notes according to IAS 36.134(f) on sensitivity for the CGU Woowa Platform in the event of a reasonably possible change in the key assumptions used for measurement.

Our Observations

The calculation method used for impairment testing of goodwill for CGUs or group of CGUs Woowa Platform, Glovo Platform and Woowa Bmart is appropriate and in line with the accounting policies to be applied.

Overall, the assumptions and data underlying the valuation are reasonable for the CGUs or group of CGUs Woowa Platform, Glovo Platform, and Woowa Bmart.

The related disclosures in the notes are appropriate.

Existence of revenue

Please refer to Section B.4 of the notes to the consolidated financial statements for information on the accounting policies applied. Explanatory notes on revenue are provided in Section G.1 in the notes to the consolidated financial statements.

The Financial Statement Risk

The Group's revenue amounted to EUR 14,059.6 million in financial year 2025 (PY: EUR 12,294.7 million). Delivery Hero generates revenue mainly from commissions for food orders in the marketplace business, income from delivery fees, the sale of foods and other products for everyday use, as well as payment and service charges and non-commission-based income, such as advertising services, subscription models and other services. Delivery Hero operates globally in more than 70 countries. Revenue is generated almost exclusively

abroad, especially in the Asia and MENA (Middle East and North Africa) regions. The basic data underlying revenue is recorded in different IT systems depending on the region.

Revenue is one of Delivery Hero's main performance indicators of objective achievement and also represents a key decision-making basis. In this respect, both internal and external decisions are made based on revenue generated in the financial year and based on current revenue development.

There is the risk for the financial statements that platform-based revenue, which is typically automatically generated from mass transactions, especially in the areas of commission fees, delivery fees, in some cases advertising services and listing fees, as well as Dmarts (sale and delivery of foods and other products), are influenced by manual postings. There is also a risk that non-platform-based revenue is recognized, especially in the areas of specific advertising services as well as subscription models without underlying service or delivery.

Our Audit Approach

We evaluated the design and setup of internal controls concerning revenue recognition, especially to ensure the existence of revenue and to verify manual revenue entries. Based on the resulting findings, we assessed the effectiveness of selected controls.

Our further audit procedures varied for the respective subsidiaries and included, among other activities, the following:

- Reconciling manual sales entries for platform-based sales revenue with the corresponding evidence on the services rendered or deliveries.
- Reconciling non-platform-based sales transactions – which were selected using a statistical method – with underlying agreements, invoices and incoming payments.

Our Observations

The approach for recognizing revenue is appropriate.

Recognition and measurement of provisions relating to risks in connection with the legal social security classification of riders (food couriers) in Spain

Please refer to Sections B.13, B.19 b) and F.11 of the notes to the consolidated financial statements for information on the accounting policies applied and the assumptions made. Explanatory notes on the rider-related risks can be found in Section C.4.a) of the combined management report.

The Financial Statement Risk

The Delivery Hero Group's provisions as of December 31, 2025 include potential third-party claims in conjunction with current investigations by Spanish social security authorities on the legal social security classification of riders under the business model until June 2021, as well as potential third-party claims in connection with the transition in the delivery model from June 2025 at the subsidiary Glovo Spain, where self-employed riders were transferred to an employment relationship.

Furthermore, a contingent liability of EUR 520.0 million to EUR 860.0 million relating to a further investigation is disclosed in the notes, which concerns the classification of riders as part of the business model operated from August 2021 to June 2025.

A requirement for recognizing provisions is that a present external obligation exists that is expected to result in an outflow of resources embodying economic benefits and can be estimated reliably. The amount of the provision is the best estimate of the amount required to settle the obligation.

If the possibility of an outflow of resources is considered to be unlikely but possible, then a contingent liability is disclosed in the notes and, if practicable, supplemented with disclosures on the estimate of the financial effects as well as on uncertainties regarding the amount and due dates of the outflows.

The recognition and measurement of the recognized provisions as well as disclosures on contingent liabilities in conjunction with current investigations being conducted by Spanish social security authorities are consequently based on estimates requiring judgment that are made by the Management Board.

There is the risk for the consolidated financial statements that the probability of the outflow of resources is inaccurately estimated and provisions are not recognized or not in the amount required, as well as the risk that the disclosures in the notes to consolidated financial statements on contingent liabilities are inaccurate.

Regarding the going concern risk at the subsidiary Glovo Spain, please refer to the section entitled "Material Uncertainty about the Ability to Continue as a Going Concern" of subsidiaries.

Our Audit Approach

To audit the provisions and the disclosures in the notes on contingent liabilities for possible claims in conjunction with current investigations being conducted by Spanish social security authorities regarding the social security classification of riders, we involved our Spanish social security specialists and interviewed, among other persons, the Chairperson of the Audit Committee, the Management Board, local management as well as contacts at Corporate Accounting, Corporate Compliance and Corporate Legal. We obtained written information from the lawyers working for Delivery Hero and also interviewed selected lawyers working for Delivery Hero. Furthermore, we analyzed written correspondence with relevant authorities and evaluated the underlying documents.

Our Observations

The assumptions made by the Management Board are reasonable.

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 separate combined non-financial report of the Company and the Group referred to in the combined management report,
- the combined corporate governance statement for the Company and the Group referred to in the combined management report, and
- information extraneous to 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.

Responsibilities of Management and the Supervisory Board for the Consolidated Financial Statements and the Combined Management Report

Management is responsible for the preparation of the consolidated financial statements that comply, in all material respects, with IFRS Accounting Standards 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 (i.e., fraudulent financial reporting and misappropriation of assets) 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.

Furthermore, management and the Supervisory Board are responsible for the preparation of the remuneration report [compensation report] contained in a separate section of the combined management report, including the related disclosures, in accordance with the requirements of Section 162 AktG [Aktiengesetz: German Stock Corporation Act]. In addition, they are responsible for such internal control as they have determined necessary to enable the preparation of the remuneration report, including the related disclosures, that is free from material misstatement, whether due to fraud (i.e., fraudulent financial reporting and misappropriation of assets) or error.

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 the risk of not detecting a material misstatement 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 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 the Group's internal control or of these arrangements and measures.
- 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 IFRS Accounting Standards as adopted by the EU and the additional requirements of German commercial law pursuant to Section 315e (1) HGB.
- Plan and perform the audit of the consolidated financial statements to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business segments within the Group to provide a basis for our 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 actions taken or safeguards applied to eliminate independence threats.

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 ____ [clear identification of the file containing the examined ESEF documents; ____ algorithm; ____ „deliveryherose-2025-12-31-de.zip" (SHA256-hash value): c89e4989599b7ad263e3ac2ace92f0fd49226521f16ea0c7534f6fdce9d06d2c) 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 assurance opinion and our audit opinion on the accompanying consolidated financial statements and the accompanying combined management report for the financial year from January 1 to

December 31, 2025, 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.

Basis for the Assurance Opinion

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 (06.2022)) and the International Standard on Assurance Engagements 3000 (Revised). Our responsibility in accordance therewith is further described in the “Auditor’s Responsibilities for the Assurance Work on the ESEF Documents” section. Our audit firm applies the IDW Standard on Quality Management 1: Requirements for Quality Management in Audit Firms (IDW QS 1 (09.2022)).

Responsibilities of Management and the Supervisory Board for the ESEF Documents

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.

Responsibilities of the Auditor of the Consolidated Financial Statements for the Assurance Work on the ESEF documents

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 assurance work. 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 Commission 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 Commission Delegated Regulation (EU) 2019/815, as amended as of 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 auditor of the consolidated financial statements at the Annual General Meeting on June 18, 2025. We were engaged by the Supervisory Board on September 11, 2025. We have been the auditor of the consolidated financial statements of Delivery Hero SE without interruption since financial year 2017.

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).

In addition to the financial statement audit, we have provided to the Company or its controlled entities the following services that are not disclosed in the consolidated financial statements or in the combined management report:

In addition to the consolidated financial statements, we audited the annual financial statements and combined management report of Delivery Hero SE and performed various audits of the annual financial statements of subsidiaries and reviews of interim financial statements. Other statutory and contractual audits were also carried out, such as the audit of the non-financial group report, the project-related audit of the implementation of parts of the CSRD and EU Taxonomy Regulation and an EMIR assessment pursuant to Section 20 WpHG [Wertpapierhandelsgesetz: German Securities Trading Act]. We also performed a review of the implementation of the requirements under IFRS 18 and provided information from databases.

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 entered in the German Company Register [Unternehmensregister] – 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 Milan Lucas.

Berlin, March 24, 2026

KPMG AG
Wirtschaftsprüfungsgesellschaft

Lucas

Wirtschaftsprüfer
[German Public Auditor]

Heidgen

Wirtschaftsprüfer
[German Public Auditor]