



**JUST EAT Takeaway.com**

**Just Eat Takeaway.com N.V. (the “Company”) Annual  
General Meeting (“AGM”) 2022 Voting Results**

**4 May 2022**

# AGM 2022 Voting Results

Agenda item	Resolution	Votes cast	For			Against			Abstention
			#	#	%	#	%	#	
<b>2b</b>	Remuneration report 2021	151,104,936	137,138,202	91.1%		13,391,630	8.9%		575,104
<b>2c</b>	Adoption of the annual accounts 2021	151,103,370	150,474,322	99.7%		445,315	0.3%		183,733
<b>3</b>	Amendment of the renumeration policy of the management board	151,105,486	145,207,047	96.2%		5,730,884	3.8%		167,555
<b>4a<sup>1</sup></b>	Discharge of members of the Management Board from liability for their responsibilities in the financial year 2021	151,105,491	116,542,825	77.2%		34,363,689	22.8%		198,977
<b>4b<sup>1</sup></b>	Discharge of members of the Supervisory Board from liability for their responsibilities in the financial year 2021	151,104,791	113,644,690	76.6%		34,744,308	23.4%		2,715,793
<b>5a</b>	Reappointment of Mr. Jitse Groen as Chief Executive Officer and member of the Management Board	151,105,491	131,756,571	98.7%		1,758,695	1.3%		17,590,225
<b>5b<sup>1</sup></b>	Reappointment of Mr. Brent Wissink as Chief Financial Officer and member of the Management Board	148,225,491	113,419,511	78.1%		31,841,927	21.9%		2,964,053
<b>6b<sup>1</sup></b>	Reappointment of Ms. Corinne Vigreux as vice-chairman of the Supervisory Board	151,105,491	109,428,697	73.7%		39,061,195	26.3%		2,615,599
<b>6c</b>	Reappointment of Mr. David Fisher as member of the Supervisory Board	151,105,490	144,996,412	97.7%		3,481,054	2.3%		2,628,024
<b>6d</b>	Reappointment of Mr. Lloyd Frink as member of the Supervisory Board	151,105,490	146,539,434	98.7%		1,937,304	1.3%		2,628,752
<b>6e<sup>1</sup></b>	Reappointment of Mr. Jambu Palaniappan as member of the Supervisory Board	151,105,490	104,662,261	70.5%		43,815,009	29.5%		2,628,220
<b>6f<sup>1</sup></b>	Reappointment of Mr. Ron Teerlink as member of the Supervisory Board	151,105,490	104,299,177	70.2%		44,188,553	29.8%		2,617,760
<b>7</b>	Authorisation for the Management Board to issue shares	148,225,486	125,033,494	84.4%		23,097,050	15.6%		94,942
<b>8</b>	Delegation of the right to exclude or limit pre-emptive rights	151,105,486	130,554,994	86.5%		20,448,681	13.5%		101,811
<b>9</b>	Authorisation of the Management Board to repurchase shares	151,105,491	150,438,808	99.6%		556,829	0.4%		109,854

**Voting attendance as a percentage of total outstanding shares was 70.3%**

<sup>1</sup>The Company notes that while resolutions 4a, 4b, 5b, 6b, 6e, and 6f were adopted, a significant number of votes were cast against these resolutions. The Company believes that this is a reflection of concerns related to the poor share price performance over the financial year 2021 and specifically the acquisition of Grubhub which closed in the financial year 2021. The Supervisory Board shares and understands these concerns, and the Company has been in the process of addressing them. To ensure that the Supervisory Board can fully focus on the challenges and opportunities ahead, Mr. Adriaan Nühn decided prior to the AGM that he would not seek re-election as Chairman which he believed to be the best decision with regard to serving the interests of the Company and its stakeholders, including its shareholders. As a result, Mr. Nühn's term ended at the closing of the AGM. After the AGM, the Vice-Chair of the Supervisory Board, Ms. Corinne Vigreux, assumed the duties of Chair of the Supervisory Board, and the Supervisory Board will initiate the process for finding a successor of Mr. Nühn. Furthermore, the Management Board has previously confirmed its alignment with shareholders in wanting to both create and realise value from the Company's highly attractive portfolio of assets. As such, management is currently, together with its advisers, actively exploring the introduction of a strategic partner into and/or the partial or full sale of Grubhub. There can be no certainty that any such strategic actions will be agreed or what the timing of such agreements will be. Further announcements will be made as and when appropriate.