## **HELLOFRESH**

## GROUP

## **HelloFresh SE**

Information pursuant to Section 125 (1) in conjunction with Section 125 (5) German Stock Corporation Act (AktG), Article 4 (1), Table 3 of the Annex of the Commission Implementing Regulation (EU) 2018/1212

| Type of information                | Description  |
|------------------------------------|--|
| A. Specification of the message    |  |
| 1. Unique identifier of the event  | Virtual Annual General Meeting of HelloFresh SE 2022     |
|                                    | In the format required by the Commission Implementing    |
|                                    | Regulation (EU) 2018/1212: GMETHFG00512                  |
| 2. Type of message                 | Notice of the General Meeting                            |
|                                    | In the format required by the Commission Implementing    |
|                                    | Regulation (EU) 2018/1212: NEWM                          |
| B. Specification of the issuer     |  |
| 1. ISIN                            | DE000A161408   |
| 2. Name of issuer                  | HelloFresh SE  |
| C. Specification of the meeting    |  |
| Date of the General Meeting        | May 12, 2022   |
|                                    | In the format required by the Commission Implementing    |
|                                    | Regulation (EU) 2018/1212: 20220512                      |
| 2. Time of the General Meeting     | 10:00 hrs (CEST) (corresponds to 08:00 hrs UTC)          |
|                                    | In the format required by the Commission Implementing    |
|                                    | Regulation (EU) 2018/1212: 08:00 hrs UTC (Coordinated    |
|                                    | Universal Time)  |
| 3. Type of General Meeting         | Virtual Annual General Meeting without physical          |
|                                    | presence of the shareholders or their proxies            |
|                                    | In the format required by the Commission Implementing    |
|                                    | Regulation (EU) 2018/1212: GMET                          |
| 4. Location of the General Meeting | URL of the virtual General Meeting:                      |
|                                    | https://ir.hellofreshgroup.com/agm                       |
|                                    | Venue within the meaning of the German Stock             |
|                                    | Corporation Act: Business Bremises of Grünebaum          |
|                                    | Gesellschaft für Event Logistik mbH, Leibnizstraße 38,   |
|                                    | 10625 Berlin, Germany                                    |
| 5. Record Date                     | Record Date for bearer shares: April 20, 2022, 24:00 hrs |
|                                    | (CEST) (corresponds to 22:00 hrs UTC)                    |

| In the format required by the Commission Implementing Regulation (EU) 2018/1212: Record Date bearer shares: 20220420; 22:00 hrs UTC (Coordinated Universal Time)   |
|--|
| https://ir.hellofreshgroup.com/agm   |
| meeting – voting by correspondence   |
| Voting by correspondence   |
| In the format required by the Commission Implementing Regulation (EU) 2018/1212: EV  The entire Annual General Meeting will be available to the properly registered shareholders and their proxies live in video and audio via the password-protected Online Portal at the internet address  |
| https://ir.hellofreshgroup.com/agm.  Application for registration to the General Meeting until May 5, 2022, 24:00 hrs (CEST) (corresponds to 22:00 hrs UTC)  |
| In the format required by the Commission Implementing Regulation (EU) 2018/1212: 20220505; 22:00 hrs UTC (Coordinated Universal Time)  |
| For the voting by correspondence by post or email: May 11, 2022, 24:00 hrs (CEST) (corresponds to 22:00 hrs UTC)   |
| In the format required by the Commission Implementing Regulation (EU) 2018/1212: 20220511; 22:00 hrs UTC (Coordinated Universal Time)  For the voting by correspondence via the Online Portal: Until immediately before the explicit closure of voting by the chairman of the meeting on the day of the General Meeting on May 12, 2022              |
| In the format required by the Commission Implementing Regulation (EU) 2018/1212: 20220512; until immediately before the explicit closure of voting by the chairman of the meeting  For all variants of voting by correspondence: The prerequisite for exercising voting rights through voting by correspondence is that registration and evidence of |
|  |

| 1. Method of participation by shareholder                | Proxy authorization through   |
|--|---|
| , s  | Granting of proxy authorization and of voting                                       |
|  | instructions to the bound by instructions   |
|  | proxies designated by the Company;  |
|  | Granting of proxy authorization and of potential                                    |
|  | voting instructions to an intermediary, a   |
|  | shareholders' association, a proxy advisor or a                                     |
|  | person who offers shareholders the exercise of                                      |
|  | their voting rights at the General Meeting in a                                     |
|  | businesslike manner;  |
|  | Granting of proxy authorization and of potential                                    |
|  | voting instructions to third persons.   |
|  | voting instructions to third persons.   |
|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212: PX |
|  | The entire Annual General Meeting will be available to                              |
|  | the properly registered shareholders and their proxies                              |
|  | live in video and audio via the password-protected                                  |
|  | Online Portal at the internet address   |
|  | https://ir.hellofreshgroup.com/agm.   |
| 2. Issuer deadline for the notification of participation | Application for registration to the General Meeting until                           |
| 2. Issuer dedunite for the floatheation of participation | May 5, 2022, 24:00 hrs (CEST) (corresponds to 22:00 hrs                             |
|  | UTC)  |
|  | In the format required by the Commission Implementing                               |
|  | Regulation (EU) 2018/1212: 20220505; 22:00 hrs UTC                                  |
|  | (Coordinated Universal Time)  |
| 3. Issuer deadline for voting                            | For the granting of proxy authorization and of voting                               |
|  | instructions to the bound by instructions proxies                                   |
|  | designated by the Company by post or email: May 11,                                 |
|  | 2022, 24:00 hrs (CEST) (corresponds to 22:00 hrs UTC)                               |
|  | In the format required by the Commission Implementing                               |
|  | Regulation (EU) 2018/1212: 20220511; 22:00 hrs UTC                                  |
|  | (Coordinated Universal Time)  |
|  | For the granting of proxy authorization and of voting                               |
|  | instructions to the bound by instructions proxies                                   |
|  | designated by the Company via the Online Portal: Until                              |
|  | immediately before the explicit closure of voting by the                            |
|  | chairman of the meeting on the day of the General                                   |
|  | Meeting on May 11, 2022   |
|  | In the format required by the Commission Implementing                               |
|  | Regulation (EU) 2018/1212: 20220512; until  |
|  | immediately before the explicit closure of voting by the                            |
|  | chairman of the meeting   |
| •  |   |

|  | For all variants of proxy authorization: In each case, it is necessary to duly submit the application for registration as well as evidence of the shareholding. Proxies (including intermediaries, shareholders' associations, proxy advisors, and persons who offer shareholders the exercise of their voting rights at the General Meeting in a businesslike manner) in order to cast votes, must also use the bound by instructions proxies designated by the Company or voting by correspondence.   |  |
|--|---|--|
| E. Agenda – agenda item 1                          |   |  |
| Unique identifier of the agenda item               | 1   |  |
| 2. Title of the agenda item                        | Presentation of the adopted annual financial statements and the consolidated financial statements approved by the Supervisory Board as of December 31, 2021, the combined management report for the Company and the Group for the fiscal year 2021, the report of the Supervisory Board for the fiscal year 2021 and the explanatory report of the Management Board on the disclosures pursuant to Section 289a (1), Section 315a (1) of the German Commercial Code (Handelsgesetzbuch – "HGB")  In the format required by the Commission Implementing Regulation (EU) 2018/1212 (brief summary): Presentation of annual financial statements, group financial statements and reports for FY 2021 |  |
| Uniform Resource Locator (URL) of the materials    | https://ir.hellofreshgroup.com/agm  |  |
| 4. Vote  |   |  |
| 5. Alternative voting options                      |   |  |
| E. Agenda –  | agenda item 2   |  |
| Unique identifier of the agenda item               | 2   |  |
| 2. Title of the agenda item                        | Resolution on the appropriation of the balance sheet profit of HelloFresh SE for the fiscal year 2021   |  |
| 3. Uniform Resource Locator (URL) of the materials | https://ir.hellofreshgroup.com/agm  |  |
| 4. Vote  | Binding vote  |  |
|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212: BV   |  |

| 5. Alternative voting options                      | Vote in favor, vote against, abstention, blank   |  |
|--|--|--|
|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212: VF, VA, AB, BL  |  |
| E. Agenda – agenda item 3                          |  |  |
| 1. Unique identifier of the agenda item            | 3  |  |
| 2. Title of the agenda item                        | Resolution on the discharge of the members of the Management Board for the fiscal year 2021  |  |
| 3. Uniform Resource Locator (URL) of the materials | https://ir.hellofreshgroup.com/agm   |  |
| 4. Vote  | Binding vote   |  |
|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212: BV  |  |
| 5. Alternative voting options                      | Vote in favor, vote against, abstention, blank   |  |
|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212: VF, VA, AB, BL  |  |
| E. Agenda – agenda item 4                          |  |  |
| Unique identifier of the agenda item               | 4  |  |
| 2. Title of the agenda item                        | Resolution on the discharge of the members of the Supervisory Board for the fiscal year 2021   |  |
| 3. Uniform Resource Locator (URL) of the materials | https://ir.hellofreshgroup.com/agm   |  |
| 4. Vote  | Binding vote   |  |
|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212: BV  |  |
| 5. Alternative voting options                      | Vote in favor, vote against, abstention, blank   |  |
|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212: VF, VA, AB, BL  |  |
| E. Agenda – agenda item 5                          |  |  |
| Unique identifier of the agenda item               | 5  |  |
| 2. Title of the agenda item                        | Resolution on the appointment of the auditor of the annual financial statements and the auditor of the consolidated financial statements for the fiscal year 2022 as well as the auditor for the review, if any, of the condensed financial statements and the interim management report in the fiscal year 2022 and for a review, if any, of additional interim financial information in the fiscal years 2022 and 2023 |  |

| I  | In the format required by the Commission Implementing   |
|--|---|
|  | Regulation (EU) 2018/1212 (brief summary): Resolution   |
|  | on the appointment of the auditor   |
| Uniform Resource Locator (URL) of the materials    | https://ir.hellofreshgroup.com/agm  |
| 4. Vote  | Binding vote  |
| 4. Vote  | Binding vote  |
|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212: BV             |
| 5. Alternative voting options                      | Vote in favor, vote against, abstention, blank  |
|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212: VF, VA, AB, BL |
| E. Agenda  | – agenda item 6   |
| Unique identifier of the agenda item               | 6   |
| 2. Title of the agenda item                        | Resolution on the approval of the compensation report   |
|  | for the fiscal year 2021  |
| 3. Uniform Resource Locator (URL) of the materials | https://ir.hellofreshgroup.com/agm  |
| 4. Vote  | Advisory vote   |
|  | In the format required by the Commission Implementing   |
|  | Regulation (EU) 2018/1212: BV   |
| 5. Alternative voting options                      | Vote in favor, vote against, abstention, blank  |
|  | In the format required by the Commission Implementing   |
|  | Regulation (EU) 2018/1212: VF, VA, AB, BL   |
| E. Agenda  | – agenda item 7   |
| Unique identifier of the agenda item               | 7   |
| 2. Title of the agenda item                        | Resolution on the approval of the compensation system   |
|  | for the members of the Management Board   |
| 3. Uniform Resource Locator (URL) of the materials | https://ir.hellofreshgroup.com/agm  |
| 4. Vote  | Advisory vote   |
|  | In the format required by the Commission Implementing   |
|  | Regulation (EU) 2018/1212: AV   |
| 5. Alternative voting options                      | Vote in favor, vote against, abstention, blank  |
|  | In the format required by the Commission Implementing   |
|  | Regulation (EU) 2018/1212: VF, VA, AB, BL   |
| E. Agenda – agenda item 8                          |   |
|  |   |

| 1. Unique identifier of the agenda item  | 8  |
|--|--|
| 2. Title of the agenda item  | Resolution on the cancellation of the existing Authorized Capital 2021/I and the existing Authorized Capital 2017/I, the creation of a new Authorized Capital 2022/I with authorization to exclude subscription rights, and the corresponding amendment to Article 4 of the Articles of Association In the format required by the Commission Implementing Regulation (EU) 2018/1212 (brief summary): Revocation of existing authorized capitals 2021/I and 2017/I creation of a new authorized capital   |
| 3. Uniform Resource Locator (URL) of the materials   | https://ir.hellofreshgroup.com/agm   |
| 4. Vote  | Binding vote   |
|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212: BV  |
| 5. Alternative voting options  | Vote in favor, vote against, abstention, blank   |
|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212: VF, VA, AB, BL  |
| E. Agenda – agenda item 9  |  |
| <b>0</b>   | -g   |
| Unique identifier of the agenda item   | 9  |
|  |  |
| Unique identifier of the agenda item   | Resolution on the cancellation of the existing authorization and the granting of a new authorization to issue convertible bonds, bonds with warrants, profit participation rights and/or participating bonds (or combinations of these instruments) with the possibility of excluding subscription rights, on the cancellation of the existing Conditional Capital 2021/I, on the creation of a new Conditional Capital 2022/I and on the corresponding amendment to Article 4 of the Articles of Association.  In the format required by the Commission Implementing Regulation (EU) 2018/1212 (brief summary): Authorization to issue bonds, creation of a new   |
| 1. Unique identifier of the agenda item  2. Title of the agenda item   | Resolution on the cancellation of the existing authorization and the granting of a new authorization to issue convertible bonds, bonds with warrants, profit participation rights and/or participating bonds (or combinations of these instruments) with the possibility of excluding subscription rights, on the cancellation of the existing Conditional Capital 2021/I, on the creation of a new Conditional Capital 2022/I and on the corresponding amendment to Article 4 of the Articles of Association.  In the format required by the Commission Implementing Regulation (EU) 2018/1212 (brief summary): Authorization to issue bonds, creation of a new conditional capital   |
| 1. Unique identifier of the agenda item  2. Title of the agenda item  3. Uniform Resource Locator (URL) of the materials | Resolution on the cancellation of the existing authorization and the granting of a new authorization to issue convertible bonds, bonds with warrants, profit participation rights and/or participating bonds (or combinations of these instruments) with the possibility of excluding subscription rights, on the cancellation of the existing Conditional Capital 2021/I, on the creation of a new Conditional Capital 2022/I and on the corresponding amendment to Article 4 of the Articles of Association.  In the format required by the Commission Implementing Regulation (EU) 2018/1212 (brief summary): Authorization to issue bonds, creation of a new conditional capital <a href="https://ir.hellofreshgroup.com/agm">https://ir.hellofreshgroup.com/agm</a> |

|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212: VF, VA, AB, BL  |
|--|--|
| E. Agenda – agenda item 10   |  |
| Unique identifier of the agenda item   | 10   |
| 2. Title of the agenda item  | Resolution on the authorization to acquire treasury shares and on the use thereof, including the authorization to cancel acquired treasury shares and capital reduction, and cancellation of the corresponding existing authorization  |
|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212 (brief summary): Authorization to acquire and use treasury shares and revocation of existing authorization   |
| 3. Uniform Resource Locator (URL) of the materials   | https://ir.hellofreshgroup.com/agm   |
| 4. Vote  | Binding vote   |
|  | In the format required by the Commission Implementing Regulation (EU) 2018/1212: BV  |
| 5. Alternative voting options  | Vote in favor, vote against, abstention, blank   |
|  | In the former transition has the Commission Insulance atting   |
|  | Regulation (EU) 2018/1212: VF, VA, AB, BL  |
| F. Specification of the deadlines regarding the exerc  | · · · · · · · · · · · · · · · · · · ·  |
| F. Specification of the deadlines regarding the exercion of the deadlines regarding the exercion of the deadline of deadline | Regulation (EU) 2018/1212: VF, VA, AB, BL  |
|  | ise of other shareholders rights – additional agenda items   |
| Object of deadline   | Regulation (EU) 2018/1212: VF, VA, AB, BL  ise of other shareholders rights – additional agenda items  Request for additional agenda items  April 11, 2022, 24:00 hrs (CEST) (corresponds to 22:00   |
| Object of deadline     Applicable issuer deadline  | Regulation (EU) 2018/1212: VF, VA, AB, BL  ise of other shareholders rights – additional agenda items  Request for additional agenda items  April 11, 2022, 24:00 hrs (CEST) (corresponds to 22:00 hrs UTC)  In the format required by the Commission Implementing Regulation (EU) 2018/1212: 20220411; 22:00 hrs UTC                              |
| Object of deadline     Applicable issuer deadline  | Regulation (EU) 2018/1212: VF, VA, AB, BL  ise of other shareholders rights – additional agenda items  Request for additional agenda items  April 11, 2022, 24:00 hrs (CEST) (corresponds to 22:00 hrs UTC)  In the format required by the Commission Implementing Regulation (EU) 2018/1212: 20220411; 22:00 hrs UTC (Coordinated Universal Time) |

| 1. Object of deadline   | Submission of election proposals   |
|---|--|
| 2. Applicable issuer deadline   | April 27, 2022, 24:00 hrs (CEST) (corresponds to 22:00 hrs UTC)  |
|   | In the format required by the Commission Implementing Regulation (EU) 2018/1212: 20220427; 22:00 hrs UTC (Coordinated Universal Time)                      |
| F. Specification of the deadlines regarding   | g the exercise of other shareholders rights – electronic submission of questions   |
| Object of deadline  | Electronic submission of questions in German language  |
| 2. Applicable issuer deadline   | May 10, 2022, 24:00 hrs (CEST) (corresponds to 22:00 hrs UTC)  |
|   | In the format required by the Commission Implementing Regulation (EU) 2018/1212: 20220510; 22:00 hrs UTC (Coordinated Universal Time)                      |
|   | ding the exercise of other shareholders rights – electronic filing of it resolutions passed by the general meeting   |
| Object of deadline  | Electronic filing of objections against resolutions passed by the general meeting  |
| 2. Applicable issuer deadline   | On May 12, 2022 from the beginning of the General Meeting until the end of that General Meeting  |
|   | In the format required by the Commission Implementing Regulation (EU) 2018/1212: 20220512; from the beginning of the General Meeting until the end of that |
| •   | General Meeting  ng the exercise of other shareholders rights – following the General n live on the internet by using the password-protected Online Portal |
| 1. Object of deadline   | Following the General Meeting via video and audio transmission online through the Online Portal  |
| 2. Applicable issuer deadline   | May 12, 2022, from 10:00 hrs (CEST) (corresponds to 08:00 hrs UTC)   |
|   | In the format required by the Commission Implementing Regulation (EU) 2018/1212: 20220512; from 08:00 hrs UTC (Coordinated Universal Time)                 |
| F. Specification of the deadlines regarding the exercise of other shareholders rights – Confirmation of counting of votes |  |
| Object of deadline  | Request for confirmation of counting of votes  |
| Applicable issuer deadline  | June 12, 2022, 24:00 hrs (CEST) (corresponds to 22:00 hrs UTC)   |
|   | In the format required by the Commission Implementing Regulation (EU) 2018/1212: 20220612; 22:00 hrs UTC (Coordinated Universal Time)                      |

<sup>\*</sup>The term "participation" is used here exclusively in the meaning of the Commission Implementing Regulation (EU) 2018/1212 and is not identical to "participation" in the meaning of Section 118 German Stock Corporation Act (AktG).