

HELLOFRESH GROUP

HelloFresh SE

Berlin

ISIN DE000A161408

WKN A16140

Invitation to the Annual General Meeting 2024

(Unique identifier of the event: 9ae5a6798de6ee11b53000505696f23c)

The shareholders of our Company are hereby invited to the

Annual General Meeting 2024

on

Thursday, May 2, 2024

at 10:00 a.m. (CEST)

at

<https://ir.hellofreshgroup.com/agm>

to be held virtually

without the physical presence of the shareholders or their proxies (with the exception of the proxies appointed by the Company) ("**virtual Annual General Meeting**"). The place of assembly within the meaning of the German Stock Corporation Act (*Aktiengesetz – AktG*) is the business premises of Grünebaum Gesellschaft für Event Logistik mbH, Karl-Heinrich-Ulrichs-Str. 22/24 / Lützowplatz 15, 10785 Berlin, Germany. Shareholders and their proxies (with the exception of the proxies appointed by the Company) have no right or opportunity to

be present at the venue of the meeting. All members of the Management Board and the Supervisory Board intend to attend the entire Annual General Meeting on site.

I. Agenda

1. Presentation of the adopted annual financial statements and the consolidated financial statements approved by the Supervisory Board as of December 31, 2023, the combined management report for the Company and the Group for the 2023 financial year, the report of the Supervisory Board for the 2023 financial year and the explanatory report of the Management Board on the disclosures pursuant to Section 289a (1) and Section 315a (1) of the German Commercial Code (HGB)
2. Resolution on the appropriation of the balance sheet profits of HelloFresh SE for the 2023 financial year
3. Resolution on the discharge of the members of the Management Board for the 2023 financial year
4. Resolution on the discharge of the members of the Supervisory Board for the 2023 financial year
5. Resolution on the appointment of the auditor and group auditor for the 2024 financial year and the auditor for any review of the condensed financial statements and the interim management report in the 2024 financial year and for any review of additional interim financial information in the 2024 and 2025 financial years
6. Resolution on the election of a member of the Supervisory Board
7. Resolution on the approval of the compensation report for the 2023 financial year
8. Resolution on the cancellation of the existing Authorized Capital 2022/I, the creation of a new Authorized Capital 2024/I with the exclusion or authorization to exclude subscription rights and the corresponding amendment to Article 4 of the Articles of Association
9. 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 2022/I, the creation of a new Conditional Capital 2024/I and on the corresponding amendment to Article 4 of the Articles of Association
10. Resolution on the authorization to acquire treasury shares and their use, including the authorization to cancel acquired treasury shares and reduce the share capital as well as the cancellation of the corresponding existing authorization
11. Resolution on the amendment of Article 15 para. 3 sentence 2 of the Articles of Association (record date for the registration for the Annual General Meeting)