

**Virtual Annual General Meeting
of HelloFresh SE on May 26, 2021**



POSTAL VOTE/PROXY FORM

This form does not replace the proper registration for the Annual General Meeting.

Person making the declaration

I/We*

Number of shares*

Last name*

Voting card no.

First name*

City of residence*

**mandatory fields*

Voting by postal vote / Proxy and instructions to the Company proxies

(Please mark with a cross.)

- I/We exercise my/our voting rights for myself/ourselves via postal vote in the following way:
- I/We authorize the proxies appointed by HelloFresh SE, who are bound by instructions, Mr. Jörg Engmann and Ms. Mareike Kuliberda, Link Market Services GmbH, business address in Munich, each of them individually and with the right to issue substitute powers of attorney, to represent me/us at the Annual General Meeting on May 26, 2021, disclosing my/our name in the list of participants, and to exercise my/our voting right(s) for me/us or to have such voting right(s) exercised with the following instructions:

Agenda item	Yes	No	Abstention
2. Resolution on the appropriation of the balance sheet profit of HelloFresh SE for the financial year 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Resolution on the discharge of the members of the Management Board for the financial year 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Resolution on the discharge of the members of the Supervisory Board for the financial year 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Resolution on the appointment of the auditor of the annual financial statements and the auditor of the consolidated financial statements for the financial year 2021 and of the auditor for the review, if any, of the condensed financial statements and the interim management report in the financial year 2021 and for the review, if any, of additional interim financial information in the financial years 2021 and 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Resolution on the election of the members of the Supervisory Board			
a) Mr. John H. Rittenhouse, resident in Tiburon, United States of America, Chairman and Chief Executive Officer of Cavallino Capital, LLC, Tiburon, United States of America	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Ms. Ursula Radeke-Pietsch, resident in Munich, Germany, Global Head of Strategic Projects of Siemens AG, Munich, Germany	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) Mr. Derek Zissman, resident in London, United Kingdom, former auditor with KPMG UK, London, United Kingdom, non-executive director and Chairman of the Audit Committee of 600 Group PLC, Heckmondwike, United Kingdom	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) Ms. Susanne Schröter-Crossan, resident in Krefeld, Chief Financial Officer of LEG Immobilien SE, Düsseldorf, Germany	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) Mr. Stefan Smalla, resident in Grünwald, Chief Executive Officer of Westwing Group AG, Munich, Germany	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Resolution on the amendment of the object of the Company and a corresponding amendment to the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Resolution on the approval of the compensation system for the members of the Management Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Resolution on the remuneration of the members of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

10. Resolution on the cancellation of the existing Authorized Capital 2020/I and the existing Authorized Capital 2017/II, the creation of a new Authorized Capital 2021/I with authorization to exclude subscription rights, and the corresponding amendment to Article 4 of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. 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 2020/I, on the creation of a new Conditional Capital 2021/I and on the corresponding amendment to Section 4 of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Resolution on the authorization to acquire treasury shares and on the use thereof, including the authorization to cancel acquired treasury shares and capital reduction as well as cancellation of the corresponding existing authorization	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The votes cast resp. the instructions refer to the proposals by the management board and/or the supervisory board of HelloFresh SE as published in the German Federal Gazette (Bundesanzeiger) on April 19, 2021. If, within the statutory period, the company were to receive motions from shareholders that have to be made available, these will be made available on the company's website at <https://ir.hellofreshgroup.com/hv>.

Place, Date and Signature(s) or other completion of the declaration in accordance with Section 126b of the German Civil Code

Power of attorney to a third party
(Please mark with a cross.)

I/We authorize

Last name*

First name*

City of residence*

to represent me/us in the Annual General Meeting referred to overleaf and to the exercise my/our shareholder rights disclosing my/our name and with exemption from the restrictions of Section 181 of the German Civil Code (BGB). The power of attorney includes the revocation of a previously granted power of attorney and the exercise of all rights relating to the meeting, including the granting of a substitute power of attorney. I/We shall pass on my/our access data to the password-protected shareholder portal to the proxy and point out to the proxy that the data may only be passed on in the event of granting a substitute power of attorney.

Place, Date and Principal's signature(s) or other completion of the declaration in accordance with Section 126b of the German Civil Code

Substitute power of attorney

Ich/Wir bevollmächtigte(n)

Last name*

First name*

City of residence*

to represent the shareholder rights represented by me/us in the Annual General Meeting referred to overleaf and to the exercise my/our shareholder rights disclosing my/our name and with exemption from the restrictions of Section 181 of the German Civil Code (BGB). The power of attorney includes the revocation of a previously granted power of attorney and the exercise of all rights relating to the meeting, including the granting of a substitute power of attorney.

Place, Date and Principal's signature(s) or other completion of the declaration in accordance with Section 126b of the German Civil Code

Instructions for the use of the Postal vote/Proxy form

Please also note the information in the notice of the Annual General Meeting.

Procedure for the authorization of a third party

To issue a "Power of attorney to a third party", please complete the form accordingly (front and back) and send it signed by Tuesday, May 25, 2021, 24:00 CEST (time of receipt) to one of the following addresses: **HelloFresh SE, c/o Link Market Services GmbH, Landshuter Allee 10, 80637 Munich, Germany** or via E-mail to **inhaberaktien@linkmarketservices.de**.

Granting of power of attorney and issuing instructions to the proxies appointed by the Company

To issue a "Proxy to the Company proxies", please mark the form accordingly and give instructions for each agenda item. Send the completed (front and back), signed form by Tuesday, May 25, 2021, 24:00 CEST (time of receipt) to one of the following addresses: **HelloFresh SE, c/o Link Market Services GmbH, Landshuter Allee 10, 80637 Munich, Germany** or by E-mail to **inhaberaktien@linkmarketservices.de**.

Voting by postal vote

To "Vote by postal vote" please mark the form accordingly and cast one vote for each agenda item. Send the completed (front and back), signed form by Tuesday, May 25, 2021, 24:00 CEST (time of receipt) to one of the following addresses: **HelloFresh SE, c/o Link Market Services GmbH, Landshuter Allee 10, 80637 Munich, Germany** or by E-mail to **inhaberaktien@linkmarketservices.de**.

If multiple declarations are received, the most recently received vote or proxy and instructions to the proxies shall take precedence. If divergent declarations are received via different transmission channels and it is not clear which declarations were received last, the declarations received by e-mail will be taken into account, unless votes are cast via the online portal.