

# Takeaway.com publishes prospectus in connection with the acquisition of German Delivery Hero businesses

**Takeaway.com N.V. (AMS: TKWY), hereinafter the “company”, or together with its group companies “Takeaway.com”, the leading online food delivery marketplace in Continental Europe, today published the prospectus in connection with the listing of ordinary shares, warrants and convertible bonds related to the acquisition of the German Delivery Hero businesses.**

On 21 December 2018, Takeaway.com announced that it signed an agreement to acquire the food delivery operations in Germany from Delivery Hero for a total consideration of approximately €930 million, consisting of approximately €508 million in cash and 9.5 million Takeaway.com shares. To finance the cash component and to repay a previous bridge financing commitment, Takeaway.com placed 8.35 million new ordinary shares of the company, raising approximately €430 million, through an accelerated bookbuild offering in January 2019, as well as a concurrent offering of convertible bonds in an aggregate principal amount of €250 million due January 2024.

The prospectus, dated 1 April 2019, has been published in connection with the listing of (i) the company's financial instruments (ordinary shares and warrants) to be issued to Delivery Hero SE following the completion of the acquisition of the German Delivery Hero businesses (“completion”) and (ii) the €250 million unsecured convertible bonds due in 2024 (the “prospectus”). The prospectus has been approved by the Netherlands Authority for the Financial Markets (the "AFM") and is available on the company's corporate website <https://corporate.takeaway.com/listing/2019-listing-prospectus/>

The transaction is anticipated to be completed in the course of today. Subject to completion, the company will issue 5,733,726 ordinary shares in the share capital of the company with a nominal value of €0.04 each and 3,766,274 warrants granting rights to acquire 3,766,274 ordinary shares in the share capital of the company to Delivery Hero SE.

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#### ABOUT JUST EAT TAKEAWAY

Just Eat Takeaway.com (LSE: JET, AMS: TKWY, NASDAQ: GRUB) is a leading global online food delivery marketplace.

Headquartered in Amsterdam, the Company is focused on connecting consumers and restaurants through its platforms, offering consumers a wide variety of food choice. Just Eat Takeaway.com mainly collaborates with delivery restaurants, but also provides its proprietary restaurant delivery services for restaurants that do not deliver themselves.

The Company has rapidly grown to become a leading online food delivery marketplace with operations in the United States, United Kingdom, Germany, the Netherlands, Canada, Australia, Austria, Belgium, Bulgaria, Denmark, France, Ireland, Israel, Italy, Luxembourg, New Zealand, Norway, Poland, Portugal, Romania, Spain and Switzerland, as well as through partnerships in Colombia and Brazil.



Just Eat Takeaway