



MODERN SLAVERY STATEMENT (FYE 31 DEC 2018)

Just Eat plc publishes this statement pursuant to section 54 of the UK Modern Slavery Act 2015 (the "Act"). This statement covers steps taken by Just Eat plc and its other relevant group companies¹ ("Just Eat") during the 2018 financial year.

Our business

Our services and customers

Just Eat operates a leading global hybrid marketplace for online food delivery - combining our marketplace offering with the targeted roll-out of delivery capability. We provide proprietary technology to offer a quick and efficient digital ordering service to connect over 26 million customers with more than 100,000 restaurant partners in 13 markets around the world.

Just Eat is not a food producer or retailer. The restaurants on our platform are independent from Just Eat and the vast majority of those are small, independent restaurants or small chains (although we do also work with national and international branded restaurant groups).

Our customer base is broad and comes from all walks of life, ordering takeaway at home, in the office or with friends, whenever or wherever they are. An average customer orders with us 8.4 times per year.

The vast majority of orders are delivered to customers' doors by our independent restaurant partners' own couriers. We also provide delivery capability for some restaurants on our platform, utilising different delivery models across the group.

Our company structure

Just Eat plc is listed on the London Stock Exchange. Just Eat Holding Limited is a wholly owned and direct subsidiary of Just Eat plc. Just Eat.co.uk Limited is a wholly owned and direct subsidiary of Just Eat Holding Limited. The other companies within the group are wholly owned direct or indirect subsidiaries of Just Eat plc, with the exception of (i) the French business Just-Eat.fr for which Just Eat Holding Limited is the majority shareholder; (ii) Sindelantal Mexico SA de CV in Mexico and the iFood operation in Brazil which are operated through joint ventures. For a list of the companies that make up the Just Eat group please see page 143 of our 2018 Annual Report.

Location of operations

We operate in 13 countries - Australia, Brazil, Canada, Denmark, France, Ireland, Italy, Spain, Switzerland, Mexico, New Zealand, Norway and the United Kingdom.

Workforce composition

There are now over 3,400 employees in the group. Most staff work at offices operated by a local subsidiary, except for the field sales teams and certain members of the operations teams who are home-based. Our People teams manage the hiring and contracting of staff as well as taking responsibility for their well-being in the workplace. We have 152 contingent workers (contractors and agency workers)

¹ This statement sets out the steps taken by Just Eat plc, Just Eat Holding Limited and Just Eat.co.uk Limited, all of which fall within the scope of section 54 (2) of the Modern Slavery Act 2015.



across Just Eat. We also operate with c.40,000 couriers with the majority being in North America. Where we engage agency workers and independent contractors, they are usually for the provision of skilled, semi-skilled or professional services, such as in our Technology function, however we are increasing the use of independent contractors as couriers.

Trade unions represent some employees across our markets, particularly in France, however we do not track how many of our workers are represented by trade unions. We do however work with employee representatives where we need to meaningfully and effectively consult with our employees on changes across the company.

Tier 1 suppliers and categories of procurement

Our direct suppliers are mostly located within Europe, Australia, New Zealand and North America and they generally provide specialist technical, marketing or other highly skilled services. Our restaurant management technology hardware is sourced from China and our third party contact centres which help with customer support are located in some countries that score above 30 on the Global Slavery Index and these suppliers are, therefore, subject to a higher level of scrutiny and contractual obligation (further details are provided in the section **Assessment of Modern Slavery Risk & Supplier Commitments** below).

Policies

Leadership and expert stakeholders

The Group General Counsel, with the support of our Executive Team, has established a modern slavery committee made up of various stakeholders across the business. The committee focuses on modern slavery risks within the business and its supply chain and is responsible for creating and developing the risk management strategy. Further, the committee aims to create and implement appropriate processes to ensure that slavery and human trafficking are not taking place, and that proportionate controls exist to detect related risks and issues across our restaurant partners and supply chain. Members of the committee include the Business Partnerships Director and the Group Operations Director, who both have significant experience in responsible goods and services sourcing, and the Director of Internal Audit and Risk together with members from the Technology, Restaurant Services, Legal and Enterprise Risk departments. The committee meets at least 5 times a year.

As part of our efforts to promote awareness and develop processes to prevent modern slavery within our business and supply chain, the modern slavery committee participated in a bespoke in-house modern slavery workshop run by an independent accounting and consulting professional services firm. The workshop delivered information and guidance to all stakeholders, and provided an external perspective on issues relating to modern slavery.

The committee assisted with the drafting of this Modern Slavery Statement 2018 prior to the Board's review and consideration for approval.

Internal Policies and availability

To support our modern slavery commitments, we have a Modern Slavery Policy and a Code of Conduct which set out the ethical standards we expect our staff to meet and underlines our commitment to acting ethically and with integrity in all our business relationships. All company policies are available on the Kitchen (Just Eat's internal communication site) and the policies related to Modern Slavery are available to our suppliers upon request.

These policies are supported by the Whistleblowing Policy which provides clear encouragement and guidance to all staff about raising concerns, including those related to modern slavery, without fear of retaliation. Our Whistleblowing hotline is available in all our operating countries and to the wider public. Whistleblowing claims go directly to the Group General Counsel or, where appropriate, the Chief People Officer.

Supplier Policies, Onboarding & Monitoring

Supplier onboarding is subject to our Third Party Supplier Modern Slavery and Ethical Audit Process which requires different measures to be taken according to the assessed level of modern slavery risk (please see the Due Diligence section of this Statement below for more information). For some suppliers this may mean signing up to our Ethical Compliance Statement, and for other suppliers this will mean additional steps including compliance with our Social & Ethical Compliance Policy (which is based on the Ethical Trading Initiative (ETI) base code) and undergoing audits which are carried out at least annually and by independent audit companies. In the event that we or the independent auditor identifies signs of modern slavery, whether for a higher risk supplier or otherwise, we require the supplier to address our concerns and rectify the situation in a timely manner. If our concerns are not resolved we take appropriate measures, which may include termination of the supplier's contract. If the relationship with the supplier continues, there would be regular monitoring, particularly of the areas that have caused concern.

Prohibition of Financial Burdens

We have a zero tolerance approach to the imposition of any financial burdens, such as withholding wages or imposing recruitment fees, within our business and supply chains. In the event this is brought to our attention we would take appropriate steps to address this. To date, no such incidents have been brought to our attention.

Due Diligence

Assessment of Modern Slavery Risk & Supplier Commitments

The commitment we expect from our suppliers is based on the level of modern slavery risk for the services or goods provided, looking at the skill level involved, staff volume and the supplier location. Where suppliers are providing highly skilled services with a low volume of staff and are located in countries that score below 30 on the Global Slavery Index the minimum commitment required will be agreeing compliance with local laws. Where the volume of highly skilled staff increases or the supplier location is in a country scoring above 30 on the Global Slavery Index our suppliers sign our Ethical Compliance Statement, which includes onward obligations on their suppliers, or are required to provide evidence that their modern slavery processes are at least equivalent to ours. For suppliers providing services or production of goods involving a high volume of semi-skilled or low skilled workers we require suppliers to comply with our Social & Ethical Compliance Policy, sign our Ethical Compliance Statement, and undergo an audit process, which is carried out at least annually and by independent audit companies.

We are committed to continuing our focus on modern slavery during 2019 and will take steps to review and, where appropriate, further improve our processes. To this end we have already begun a functional assessment. The outcome of this assessment will drive our 2019 modern slavery priorities. We have also refreshed and rolled out our training programme for the European sales teams and, from 1 March 2019 require all staff and on-site contractors to complete a modern slavery awareness e-learning course as part of their induction programme (which will be refreshed every two years), created by an independent third party compliance provider.

Risk Assessment

In 2018, with the collaboration of the modern slavery committee and Legal function, the internal Audit Risk function performed a risk assessment on modern slavery within our business, supply chain and other business relationships.

The risk assessment is carried out in line with Just Eat's Enterprise Risk Management methodology. This methodology provides formal risk evaluation criteria around impact and likelihood, as well as register and mapping templates. The risk assessment is facilitated by Just Eat's Director of Internal Audit and Risk. To enrich the exercise, stakeholders that are aligned to particular risk areas are required to participate in a workshop risk session where the overall risk environment is explored and the subsequent nature of each risk and related mitigation is discussed. External information about Modern Slavery risks, such as recognised vulnerable supply chains and geographical risk indices, is also gathered and presented for stakeholders to consider.

Modern Slavery-related assessments are conducted drawing on the expertise of external legal and accounting firms, as well as internal Legal, Audit & Risk functions within the Just Eat organisation.

The results of our recent risk assessments discovered six (6) risk areas classified as priority risks to explore (restaurant partners, courier contractors, restaurant partners supply chain, third party courier companies, business process outsourcing and trade/merchandise procurement). Another seven (7) risk areas were classified as lower risk (upstream supply chains, internal modern slavery awareness, general goods procurement, employees, service providers, contractors and geographic risk).

Effectiveness

We require higher risk third party suppliers to either (i) sign up to our code and we audit the supplier's information on test houses or the Sedex database, or other similar industry bodies; or (ii) undergo an independent SA8000 audit at all operating locations that support Just Eat. These audits are repeated annually and we are monitoring the scores in all areas.

To date all current higher risk suppliers who have undergone a SA8000 audit have a valid audit, and we are working on setting an appropriate median score for our business. In several instances both new and existing suppliers have performed below our standards in some areas of the SA8000. We work directly with those suppliers to remedy these deficiencies and re-audit.

Training

General and bespoke modern slavery training

During 2018 we rolled out a general awareness and information campaign to all our staff in the various countries in which we operate.

In addition to this general campaign, we also provided additional training and guidance materials on modern slavery to all European field sales staff. A champion has been appointed for each European country's sales team with responsibility for keeping the issue front of mind by raising the issue in team meetings and keeping an eye out for news items about modern slavery and circulating them.

We have also refreshed and rolled out our training programme for the European sales teams and, from 1 March 2019 require all staff and on-site contractors in the UK, across Europe and in Australia and New Zealand to complete a modern slavery awareness e-learning course as part of their induction programme

JUST EAT

and refreshed every two years. This course has been created by an independent third party compliance provider.

A handwritten signature in black ink that reads "Peter Duffy". The signature is written in a cursive style with a long, sweeping tail on the final letter.

Peter Duffy
Interim Chief Executive Officer
Just Eat plc