



Results of Annual General Meeting Voting

Just Eat plc (“Just Eat” or the “Company”) is pleased to report that, at its Annual General Meeting held on 1 May 2019, all the resolutions as set out in the Notice of Meeting dated 19 March 2019 were approved by the shareholders.

As at 1 May 2019, the Company’s Issued Share Capital consisted of 681,725,806 ordinary shares of £0.01 each with voting rights. The Company holds no shares in treasury.

Voting was conducted on a poll, the results of which are shown in the table below:

Resolution	For (Including Discretionary and % of Total Votes)	Against (and % of Total Votes)	Total Votes (Excluding Withheld)	Withheld
Resolution 1: To receive the Annual Report, including the reports of the Directors and the Auditor, for the year ended 31 December 2018.	601,404,190 99.86%	821,358 0.14%	602,225,548	964,981
Resolution 2: To approve the Directors’ Remuneration Report	594,598,035 98.82%	7,120,413 1.18%	601,718,448	1,472,081
Resolution 3: To reappoint Mike Evans as a Director	596,716,337 98.98%	6,127,514 1.02%	602,843,851	346,678
Resolution 4: To reappoint Paul Harrison as a Director.	597,487,775 99.11%	5,356,177 0.89%	602,843,952	346,578
Resolution 5: To reappoint Gwyn Burr as a Director.	581,233,702 96.58%	20,559,729 3.42%	601,793,431	1,397,099
Resolution 6: To reappoint Frederic Coorevits as a Director.	582,587,937 96.64%	20,256,015 3.36%	602,843,952	346,578
Resolution 7: To reappoint Alistair Cox as a Director.	582,455,361 96.62%	20,388,491 3.38%	602,843,852	346,678
Resolution 8: To reappoint Roisin Donnelly as a Director.	582,468,037 96.62%	20,375,915 3.38%	602,843,952	346,578
Resolution 9: To reappoint Andrew Griffith as a Director.	579,627,196 96.15%	23,216,756 3.85%	602,843,952	346,578
Resolution 10: To reappoint Diego Oliva as a Director.	579,627,196 96.60%	20,375,915 3.40%	600,003,111	3,187,419
Resolution 11: To reappoint Helen Weir as a Director.	585,454,584 97.58%	14,548,627 2.42%	600,003,211	3,187,319
Resolution 12: To reappoint Peter Duffy as a Director.	584,540,627 96.96%	18,303,325 3.04%	602,843,952	346,578
Resolution 13: To reappoint Deloitte LLP as auditor.	601,939,829 99.85%	904,574 0.15	602,844,403	346,126
Resolution 14: To authorise the Audit Committee of the Board to determine the auditor’s remuneration.	602,836,230 100%	8,174 0.00%	602,844,404	346,126
Resolution 15: To authorise the Directors to allot relevant securities pursuant to section 551 of the Companies Act 2006.	593,626,952 98.47%	9,217,352 1.53%	602,844,304	346,226

Resolution 16: Special resolution: To authorise the Directors to allot equity securities pursuant to section 570 and section 573 of the Companies Act 2006.	602,721,978 99.98%	122,149 0.02%	602,844,127	346,403
Resolution 17: Special resolution: To authorise the Directors to allot equity securities pursuant to section 570 and section 573 of the Companies Act 2006 up to a further 5% for acquisitions or specified capital events.	599,022,940 99.37%	3,821,186 0.63%	602,844,126	346,403
Resolution 18: Special resolution: To authorise the Company to repurchase its own shares pursuant to section 701 of the Companies Act 2006.	599,607,902 99.49%	3,086,559 0.51%	602,694,461	496,068
Resolution 19: To authorise political donations and expenditure.	597,310,940 99.14%	5,169,314 0.86%	602,480,254	710,275
Resolution 20: Special Resolution: To authorise the calling of a general meeting on not less than 14 clear days' notice.	579,511,582 96.13%	23,332,722 3.87%	602,844,304	346,226