

Results of Annual General Meeting Voting

JUST EAT plc is pleased to report that, at its Annual General Meeting held on 26 April 2018, all the Resolutions as set out in the Notice of Meeting dated 16 March 2018 were approved by the shareholders.

The Issued Share Capital on 26 April 2018 was: 680,269,277.

The proxy votes lodged in advance of the AGM were as follows:

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 2017.	526,091,149 (99.85%)	765,971 (0.15%)	526,857,120	133,007
Resolution 2: To approve the Directors' Remuneration policy.	519,302,220 (98.59%)	7,445,365 (1.41%)	526,747,585	242,541
Resolution 3: To approve the Directors' Remuneration Report	518,004,343 (98.34%)	8,743,187 (1.66%)	526,747,530	242,596
Resolution 4: To reappoint Andrew Griffith as a Director.	506,350,702 (96.59%)	17,854,540 (3.41%)	524,205,242	2,784,885
Resolution 5: To reappoint Paul Harrison as a Director.	520,975,121 (98.86%)	5,994,719 (1.14%)	526,969,840	20,287
Resolution 6: To reappoint Gwyn Burr as a Director.	519,669,049 (98.61%)	7,300,791 (1.39%)	526,969,840	20,287
Resolution 7: To reappoint Frederic Coorevits as a Director.	521,302,361 (98.92%)	5,667,479 (1.08%)	526,969,840	20,287
Resolution 8: To reappoint Roisin Donnelly as a Director.	521,163,494 (98.90%)	5,806,346 (1.10%)	526,969,840	20,287
Resolution 9: To reappoint Diego Oliva as a Director.	521,142,594 98.89%	5,827,246 (1.11%)	526,969,840	20,287
Resolution 10: To reappoint Alistair Cox as a Director.	525,172,172 (99.66%)	1,797,668 (0.34%)	526,969,840	20,287
Resolution 11: To reappoint Peter Plumb as a Director.	521,535,733 (98.97%)	5,434,107 (1.03%)	526,969,840	20,287
Resolution 12: To reappoint Mike Evans as a Director.	511,912,802 (97.14%)	15,057,038 (2.86%)	526,969,840	20,287
Resolution 13: To reappoint Deloitte LLP as Auditor.	526,336,965 (99.99%)	57,474 (0.01%)	526,394,439	595,687
Resolution 14: To authorise the Audit Committee of the Board to determine the Auditor's remuneration.	526,969,572 (100.00%)	268 (0.00%)	526,969,840	20,287

Resolution 15: To authorise the Directors to allot relevant securities pursuant to section 551 of the Companies Act 2006.	431,655,795 (81.91%)	95,313,929 (18.09%)	526,969,724	20,403
Resolution 16: Special resolution: To authorise the Directors to allot equity securities pursuant to section 570 and section 573 of the Companies Act 2006.	522,701,860 (99.73%)	1,427,123 (0.27%)	524,128,983	2,861,144
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.	507,056,976 (96.22%)	19,912,747 (3.78%)	526,969,723	20,403
Resolution 18: Special resolution: To authorise the Company to repurchase its own shares pursuant to section 701 of the Companies Act 2006.	523,084,869 (99.26%)	3,884,854 (0.74%)	526,969,723	20,403
Resolution 19: To authorise political donations and expenditure.	515,780,512 (98.74%)	6,600,266 (1.26%)	522,380,778	4,609,348
Resolution 20: To authorise the Directors to establish the Just Eat Deferred Share Bonus Plan 2018.	522,133,873 (99.08%)	4,835,850 (0.92%)	526,969,723	20,403
Resolution 21: Special Resolution: To authorise the calling of a general meeting on not less than 14 clear days' notice.	494,718,919 (93.88%)	32,250,192 (6.12%)	526,969,111	21,016

- No poll was called on any resolution.