

POWER OF ATTORNEY

for the Annual General Meeting of Takeaway.com N.V. (the “**Company**”) to be held on Tuesday 14 May 2019 (the “**AGM 2019**”).

The undersigned:

Name	
Address	
Postal code and city	
Country	
Number of shares held in the Company on the Record Date ¹	

(hereinafter the “**Shareholder**”),

- has instructed his or her intermediary on the registration of the AGM 2019 for the number of shares set forth above, and
- hereby grants a power of attorney to (*tick appropriate box*):

<input type="checkbox"/>	Civil-law notary Jean Schoonbrood (or his substitute) from Zuidbroek Corporate Law Notaries								
<input type="checkbox"/>	The following person:								
	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 25%;">Name</td> <td></td> </tr> <tr> <td>Address</td> <td></td> </tr> <tr> <td>Postal code and city</td> <td></td> </tr> <tr> <td>Country</td> <td></td> </tr> </table>	Name		Address		Postal code and city		Country	
Name									
Address									
Postal code and city									
Country									

to represent the Shareholder at the AGM 2019 and to vote on the shares in respect of the items on the AGM 2019 agenda, in the manner as set forth below (*for a valid vote, only mark one box per voting item*).

Agenda item (<i>voting items only</i>)	For	Against	Abstain
2c. Adoption of the annual accounts 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2d. Revision of the remuneration policy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

¹ The Record Date is 16 April 2019, after processing of all settlement of that day.

Agenda item (<i>voting items only</i>)		For	Against	Abstain
3a.	Discharge of members of the management board from liability for their responsibilities in the financial year 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3b.	Discharge of members of the supervisory board from liability for their responsibilities in the financial year 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Reappointment of Mr. Jörg Gerbig as chief operating officer and member of the management board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	Reappointment of Mrs. Corinne Vigreux as vice-chairman of the supervisory board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6	Amendment of the articles of association of Takeaway.com N.V.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7	Authorisation of the management board to repurchase shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

This power of attorney is governed by Dutch law.

Signature	
Place	
Date	

This power of attorney must be received by ABN AMRO Bank N.V. for the attention of Corporate Broking (HQ7212), Gustav Mahlerlaan 10, 1082 PP Amsterdam, no later than 7 May 2019 before, 17:30 CET

You can only revoke this power of attorney in writing, in which case your revocation must be received by ABN AMRO Bank N.V., no later than 7 May 2019 before 17:30 CET.