



MARLEY SPOON

RESULTS OF EXTRAORDINARY GENERAL MEETING

Berlin, Sydney, 29 January 2020: Marley Spoon AG (“Marley Spoon” or the “Company” ASX: MMM), a leading global subscription-based meal kit provider, advises the results of the Company’s Extraordinary General Meeting held in Berlin, Germany on Wednesday, 29 January 2020.

The results are as follows:

Item 1

Resolution on the granting of an authorisation to issue a convertible bond in the nominal amount of USD 2,651,892.62 to USV MARLEY SPOON A, LLC and a convertible bond in the nominal amount of USD 124,594.88 to USV MARLEY SPOON B, LLC, each against contribution in kind and under the exclusion of subscription rights, and the cancellation of the existing Conditional Capital 2018/I as well as the corresponding amendment of Sec. 3 para. 4 of the Constitution and the creation of a new Conditional Capital 2020/I and a corresponding amendment of Section 3 of the Constitution (insertion of a new Section 3 para. 10 of the Constitution)

Passed	In Favour:	99.98%	Against:	0.02%
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Item 2

Resolution on the granting of an authorisation to issue a convertible bond in the nominal amount of AUD 4,047,250.00 to W23 Investments Pty Limited against contribution in kind and under the exclusion of subscription rights

Passed	In Favour:	99.98%	Against:	0.02%
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Item 3

Resolution on the cancellation of the existing Authorized Capital 2019/I and the creation of an Authorized Capital 2020/I, with the authorisation of the Management Board to exclude subscription rights with the consent of the Supervisory Board as well as the corresponding amendment of Sec. 3 para. 3 of the Constitution

Passed	In Favour:	99.98%	Against:	0.02%
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COMPANY INFORMATION:

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Item 4

Resolution on the granting of an authorisation to issue an option bond in the nominal amount of EUR 5,000 with a detachable warrant to Venture Lending & Leasing VIII, LLC and to issue an option bond in the nominal amount of EUR 5,000 with a detachable warrant to Venture Lending & Leasing IX, LLC, each under the exclusion of subscription rights and the creation of an Authorized Capital 2020/II, with the authorisation of the Management Board to exclude subscription rights with the consent of the Supervisory Board as well as the amendment of Sec. 3 of the Constitution

Passed In Favour: 99.98% Against: 0.02%

Item 5

Resolution on the increase of the Company's share capital by up to EUR 79,260.00 through the issuance of up to 79,260 new no-par value registered shares with a fractional amount of the nominal share capital of EUR 1.00 per share against contributions in cash with shareholders' subscription rights

Passed In Favour: 99.98% Against: 0.02%

Item 6

Resolution on the election of Robin Low as a new supervisory board member

Passed In Favour: 99.98% Against: 0.02%

Item 7

Resolution pursuant to which, for the purposes of ASX Listing Rule 7.1, and for all other ASX Listing Rule purposes, the Company be approved and authorised to issue, until April 29, 2020 the USV MS A Convertible Bond to USV MS A and to issue the USV MS B Convertible Bond to USV MS B, and to issue shares in the Company, and CDIs in respect of such shares, upon the conversion of the USV MS A Convertible Bond and the USV MS B Convertible Bond

Passed In Favour: 99.98% Against: 0.02%

Item 8

Resolution pursuant to which, for the purposes of ASX Listing Rule 7.1, and for all other ASX Listing Rule purposes, the Company be approved and authorised to issue, until April 29, 2020 the WOW Convertible Bond to Woolworths, and to issue shares in the Company, and CDIs in respect of such shares, upon the conversion of the WOW Convertible Bond

Passed In Favour: 99.98% Against: 0.02%

Item 9

Resolution pursuant to which, for the purposes of ASX Listing Rule 7.4, and for all other ASX Listing Rule purposes, shareholders ratify the issue of shares in the Company and CDIs to Acacia

Passed	In Favour:	99.98%	Against:	0.02%
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Item 10

Resolution pursuant to which, for the purposes of ASX Listing Rule 7.1, and for all other ASX Listing Rule purposes, the Company be approved and authorised to issue, until April 29, 2020 to the following beneficiaries (hereinafter each a "Beneficiary" and together the "Beneficiaries") Venture Lending & Leasing VIII, LLC and Venture Lending & Leasing IX, LLC (as respectively defined under agenda item 4 above) two Warrants, and to issue shares in the Company, and CDIs in respect of such shares, upon the exercise of the Warrants

Passed	In Favour:	99.98%	Against:	0.02%
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This announcement has been authorised for release to ASX by the Board of Directors of Marley Spoon AG.

ENDS

About Marley Spoon

Marley Spoon is a global subscription-based meal kit service that is bringing delightful, market fresh and easy cooking back to the people. Founded in 2014, Marley Spoon currently operates in three primary regions: Australia, United States and Europe (Austria, Belgium, Germany, Denmark, Sweden and the Netherlands).

With Marley Spoon, you decide what to eat, when to eat, and leave behind the hassle of grocery shopping. To help make weeknights easier and dinners more delicious, Marley Spoon creates meal kits that contain step-by-step recipes and pre-portioned seasonal ingredients to cook better, healthy meals with their loved ones.

As consumer behaviour moves towards valuing the convenience aspect of cooking, Marley Spoon's global mission through its three brands Marley Spoon, Martha & Marley Spoon, and Dinnerly, is to help millions of people to cook better and also live smarter by radically reducing food waste.