

TELEPIZZA GROUP, S.A.
SHAREHOLDERS' GENERAL MEETING

The Board of Directors of **TELEPIZZA GROUP, S.A.** (the “**Company**”) at its meeting held on 12 June 2020, has resolved to call an Ordinary General Meeting of Shareholders to be held on first call on 21 July 2020, at 5 p.m. or, if the necessary quorum is not reached, on second call on 22 July, also at 5 p.m., to discuss and adopt resolutions on the Agenda as included below.

It is reported that the Shareholders' General Meeting is expected to be held on first call on 21 July at 5 p.m.

In accordance with the provisions of Article 7 of the Company's Articles of Association, as well as the extraordinary urgent measures to deal with the economic and social impact of COVID-19, this Shareholders' General Meeting is called exclusively by telematic means in order not to jeopardise the health and safety of the shareholders.

AGENDA

One. Annual Financial Statements, distribution of profits and company management.

1.1.- Review and approval, if appropriate, of the individual and consolidated Annual Financial Statements (Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Cash Flow Statement and Notes to the Financial Statements) and the Company's Management Report, all of which refer to the year ended 31 December 2019.

1.2.- Review and approval, if appropriate, of the distribution of profits for the 2019 financial year.

1.3.- Review and approval, if appropriate, of the company management during the 2019 financial year.

Two. Election of Auditors.

Appointment of the Company's auditor for the 2020 financial year

Three. Appointment and re-election of Directors.

3.1.- Appointment of Mr. Gabriele Questa, as a Director of the Company

3.2.- Appointment of Mr. David Duggins, as a Director of the Company

3.3.- Appointment of Mr. Christian Digemose, as a Director of the Company

3.4.- Re-election of Mr. Pablo Juantegui Azpilicueta, as Director of the Company.

3.5.- Re-election of Tasty Bidco, S.L.U., as a Director of the Company.

Four. Amendment of the Company's Articles of Association

Change of the Company's name to Food Delivery Brands Group, S.A., and consequent amendment of Article 1 of the Articles of Association.

Five. Delegation of powers.

Delegation of powers in favour of each and every one of the members of the Board of Directors for the interpretation, application, execution, formalisation, development and, where appropriate, correction of the previous resolutions, as well as for the notarisation of all of the above if necessary.

A) Documentation available to shareholders and right to information

In accordance with the provisions of the Spanish Corporate Enterprises Act and the Articles of Association, shareholders will have the right to review the following

documents on the website www.telepizza.com or to request that they be delivered or sent free of charge

1. The full text of the Annual Financial Statements, Management Report and proposed distribution of profits for 2019 of the Company and its Consolidated Group, as well as the respective reports by the Auditor (Point One of the Agenda)
2. The full text of the draft resolutions corresponding to the items on the agenda.
3. The report justifying the amendment of Article 1 of the Articles of Association regarding the modification of the company name.

B) Holding of the Shareholders' General Meeting without the in-person attendance of shareholders and representatives, but in the presence of a Notary Public.

The Shareholders' General Meeting will be held exclusively by telematic means, without the physical attendance of shareholders and representatives, through the page <https://juntageneraldeaccionistas2020grupotelepizza.telepizza.com/> hereinafter called **the Shareholders' General Meeting website.**

The Secretary of the Board as well as the Notary Public required to take the minutes of the Shareholders' General Meeting in accordance with the provisions of Article 203 of the Spanish Corporate Enterprises Act will attend the meeting in person at the Company's registered office.

C) - Right to Attendance and Representation.

The right to attend the Shareholders' General Meeting shall be granted to shareholders who hold one or more shares, whose ownership is recorded in the corresponding accounting record of book entries at least five (5) days prior to the date of the Shareholders' General Meeting.

Any shareholder entitled to attend may be represented at the Shareholders' General Meeting by another person, even if not a shareholder, in accordance with the requirements and formalities required by law, the Articles of Association and the

provisions of the **website of the Shareholders' General Meeting** authorised for this purpose.

In order to exercise their right to attend, shareholders must be previously registered through the various mechanisms indicated below.

C.1 Accreditation and attendance at the Shareholders' General Meeting.

Shareholders will attend the General Meeting by electronic means, as follows:

(i) Identification and prior registration: in order to guarantee the identity of those attending, the correct exercise of their rights and the development of the meeting, shareholders who wish to attend the General Meeting must register beforehand in the space dedicated to this purpose on the **website of the Shareholders' General Meeting**, starting at 9: 00 a.m. (CET) on 6 July 2020 and until 11:59 p.m. (CET) on 19 July 2020. After this date and time, no prior registrations will be accepted for the exercise of the right to telematic assistance. The same deadline shall apply for delegations made in favour of a representative attending by telematic means.

The Company may provide additional means of identification that duly guarantee the identity of the shareholder, as well as, if necessary, depending on the needs, measures that guarantee the full right of shareholders to attend and exercise their voting rights, therefore, in order to guarantee the aforementioned rights, it is advisable not to proceed with the registration during the last days of the period granted for this purpose.

(ii) Receipt of connection codes.

Once the shareholder has registered in accordance with the procedures and instructions indicated on the authorised page and within the established period, the Company will verify the accreditation of their status of shareholder. The shareholder will receive, at the e-mail address provided by him/her, the access codes and links to attend and vote at the Shareholders' General Meeting via telematic means.

It is the exclusive responsibility of the shareholder (or his/her representative) to keep safe the codes or means of identification necessary to access and use the telematic

assistance service. Codes and connections to the Shareholders' General Meeting will be personal and non-transferable. In the case of a legal person, it must notify any modification or revocation of the powers held by its representative and, therefore, the Company declines any responsibility until such notification is made.

(iii) Connection and attendance.

In order to allow the adequate management of the telematic assistance systems, the shareholder (or representative) who has previously registered to attend the Shareholders' General Meeting by telematic means in accordance with section (i) and (ii) above, must connect to the **General Meeting website** by accessing the link that the Company has previously provided between 4:30 p.m. and 4:55 p.m. (CET) on 21 July 2020.

(iv) Voting. - The shareholders attending may cast their votes from the moment they log on to the **website of the Shareholders' General Meeting** and the Presiding Panel of the General Meeting opens the procedure for voting, until the Secretary declares the voting completed. The form of express negative vote will be used, that is, those shareholders who, at the time the vote begins, wish to vote against the motion or abstain must make this known through the telematic platform, providing their full name, ID card and number of shares, as well as a list of the item or items on the agenda on which they are voting against or abstaining. Otherwise, the vote shall be counted in favour of the proposal put to the vote in each case.

C.2.- Prior vote.

Independently of the telematic attendance on the day of the Meeting, the Shareholder who wishes to cast his/her vote prior to the day of the General Meeting may do so by the following means

(a) By previously registering on the **General Meeting website** and sending the scanned and signed voting card during the days authorised for this purpose, together with the information and documentation that accredit the identity and status of the shareholder, and the vote they are casting.

(b) Postal mail: For remote voting by postal mail, shareholders must send the Company, at its registered office, to Telepizza Group S.A. for the attention of the Secretary of the Board, at Calle Isla Graciosa, 7, San Sebastian de los Reyes, Madrid. 28703, the attendance card, issued in their favour by the corresponding entity, which will record the vote being cast.

D.- Technical incidents and other issues

The Company reserves the right to modify, suspend, cancel or restrict the procedures for telematic attendance at the Meeting when technical or security reasons so require or order. The Company shall not be liable for any damages that may be caused to the shareholder as a result of breakdowns, overloads, line failures, connection failures or any other event of the same or similar nature, beyond the control of the Company, that prevents the use of the mechanisms for telematic assistance to the Meeting.

In any case, the Company shall ensure that the shareholders' rights to attend and vote are guaranteed in the most effective manner, and may adopt decisions that resolve technical issues that may arise for shareholders.

For clarification purposes, shareholders may contact TELEPIZZA GROUP, S.A., C/ Isla Graciosa nº 7, Parque Empresarial La Marina, San Sebastián de los Reyes (28703-Madrid), for the attention of the Secretary of the Board of Directors or at the following e-mail address juntageneral2020@telepizza.com.

Protection of personal data.

The personal data (including, if applicable, image and voice) that shareholders send to the Company to exercise their rights to attend, represent and vote at the Shareholders' General Meeting, or that are provided for these purposes by the entities in which these shareholders have their shares deposited, will be processed by the Company in accordance with applicable legislation.

By attending the Shareholders' General Meeting, attendees give their consent to the taking of still images, image and/or voice recording, as well as their reproduction and/or publication and dissemination under the terms indicated, assigning to the Company,

without geographical (worldwide via the Internet) or temporal limitation, the image property rights that may correspond to them in this respect, and waiving the right to receive remuneration.

These personal data will be provided to the Notary Public exclusively in connection with the drawing up of the notarial record of the Shareholders' General Meeting and may be provided to third parties in the exercise of the right to information provided for by law or accessible to the public to the extent that they become apparent in the course of the General Meeting which will be the subject of an audiovisual recording, as indicated.

The processing of personal data is necessary for the aforementioned purposes and is based on your relationship as a shareholder and on compliance with legal obligations, as well as your consent to the recording when you attend the Shareholders' General Meeting in the terms indicated.

The data will be kept for the duration of such a relationship and thereafter for a period of 6 years or for the period of limitation of any applicable legal or contractual actions, with the exception of image and voice recording, which will be deleted within one month.

The rights of access, rectification, opposition, suppression, portability, limitation of processing, and any other rights that may be applicable in accordance with the applicable data protection regulations may be exercised by the data subject, providing proof of his/her identity, by means of a written request addressed to the Legal Department of TELEPIZZA GROUP S.A., Avda. Isla Graciosa, 7, 28703 San Sebastián de los Reyes (Madrid). In addition, shareholders may submit any claim or request related to the protection of their personal data to the Data Protection Officer of TELEPIZZA GROUP, S.A., at the following e-mail address dpo.es@telepizza.com and to the Spanish Data Protection Agency.

The shareholder shall be solely responsible for the completion of the forms with false, inaccurate, incomplete or outdated data.

In the event that the shareholder should include personal data on the proxy or remote voting card referring to other individuals, the shareholder must inform them of the points contained in the preceding paragraphs and comply with any other requirements that may be applicable for the correct transfer of the personal data to the Company, without the latter having to take any additional action in terms of information or legitimisation.

In San Sebastián de los Reyes (Madrid), on 18 June 2020.

Secretary of the Board of Directors

of TELEPIZZA GROUP, S.A.

Mr. Javier Gaspar Pardo de Andrade