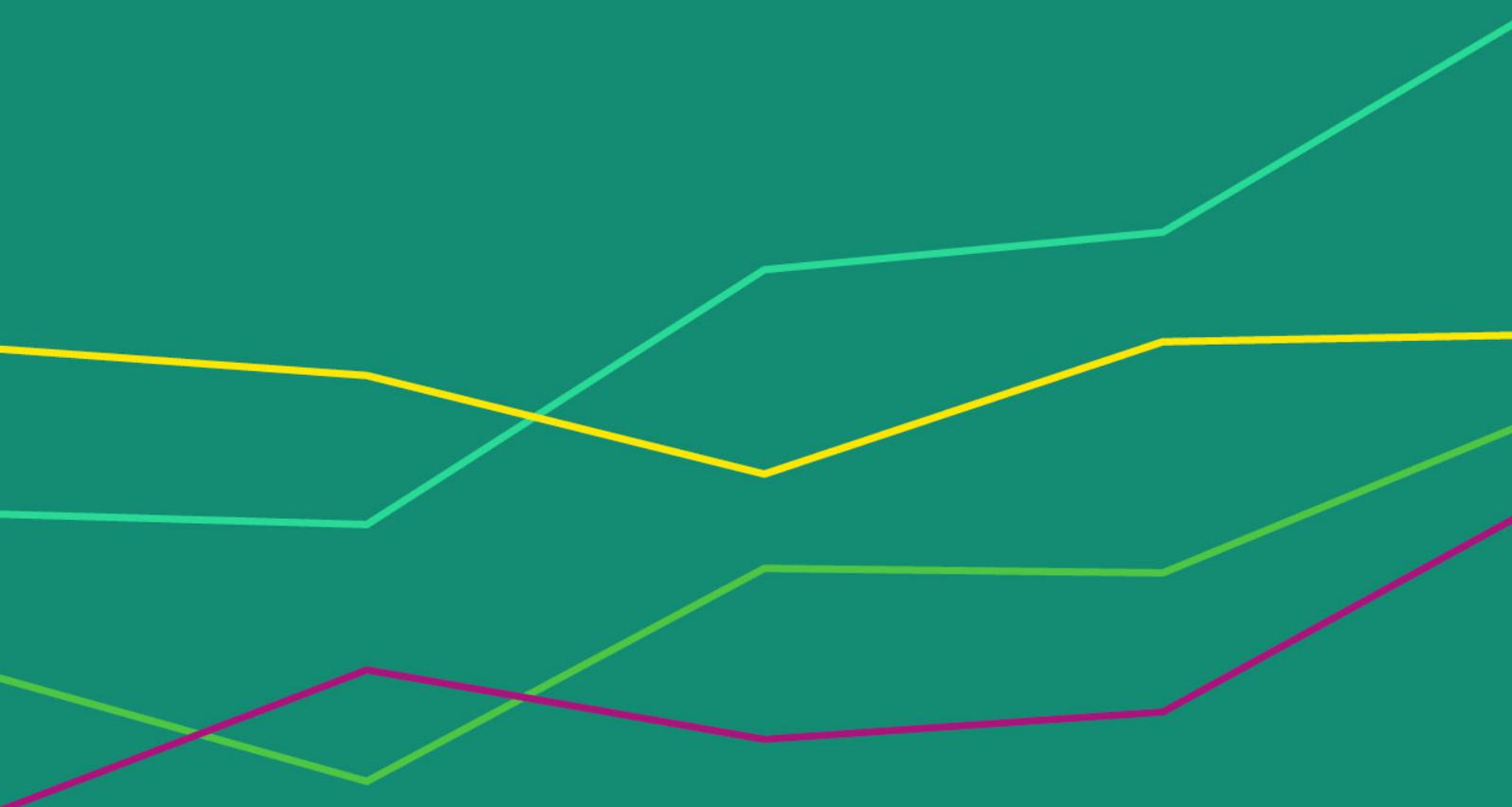


HELLOFRESH
GROUP

Quarterly Statement Q1 2024



HelloFresh at a Glance

Key figures	3 months ended	3 months ended	YoY change
	31-Mar-24	31-Mar-23	
Group			
Number of orders (in millions)	31.98	32.82	(2.6 %)
Meals (in millions)	272.9	278.5	(2.0 %)
Average order value (EUR) (excl. retail)	64.6	61.2	5.5 %
Average order value constant currency (EUR) (excl. retail)	65.2	61.2	6.5 %
North America			
Number of orders (in millions)	18.46	18.92	(2.4 %)
Meals (in millions)	150.4	152.6	(1.4 %)
Average order value (EUR) (excl. retail)	74.8	70.6	5.9 %
Average order value constant currency (EUR) (excl. retail)	75.6	70.6	7.1 %
International			
Number of orders (in millions)	13.51	13.90	(2.8 %)
Meals (in millions)	122.5	125.9	(2.7 %)
Average order value (EUR) (excl. retail)	50.6	48.4	4.5 %
Average order value constant currency (EUR) (excl. retail)	50.9	48.4	5.1 %
Results of operations			
Group			
Revenue (in MEUR)	2,073.5	2,016.1	2.9 %
Revenue constant currency (in MEUR)	2,092.7	2,016.1	3.8 %
Contribution margin ¹ (in MEUR)	521.7	530.9	(1.7 %)
Contribution margin ¹ (in % of revenue)	25.2 %	26.3 %	(1.2 pp)
AEBITDA (in MEUR)	16.8	66.1	(74.6 %)
AEBITDA (in % of revenue)	0.8 %	3.3 %	(2.5 pp)
North America			
Revenue ² (in MEUR)	1,380.1	1,335.4	3.3 %
Revenue constant currency (in MEUR)	1,396.2	1,335.4	4.6 %
Contribution margin ¹ (in MEUR)	368.7	385.2	(4.3 %)
Contribution margin ¹ (in % of revenue)	26.5 %	28.7 %	(2.1 pp)
AEBITDA (in MEUR)	26.4	76.0	(65.3 %)
AEBITDA (in % of revenue)	1.9 %	5.7 %	(3.8 pp)
International			
Revenue ² (in MEUR)	693.4	680.7	1.9 %
Revenue constant currency (in MEUR)	696.5	680.7	2.3 %
Contribution margin ¹ (in MEUR)	169.3	158.8	6.6 %
Contribution margin ¹ (in % of revenue)	24.1 %	23.1 %	1.0 pp
AEBITDA (in MEUR)	28.9	28.0	3.4 %
AEBITDA (in % of revenue)	4.1 %	4.1 %	0.0 pp

¹ Excluding share-based compensation (SBC) expenses.

² External revenue from contracts with customers.

Key figures	3 months ended	3 months ended	YoY change
	31-Mar-24	31-Mar-23	
Product category			
Revenue ¹ (in MEUR)			
Meal kits	1,559.4	1,687.2	(7.6 %)
RTE	495.6	321.7	54.1 %
Others	18.6	7.2	158.6 %
Revenue constant currency (in MEUR)			
Meal kits	1,571.3	1,687.2	(6.9 %)
RTE	502.6	321.7	56.2 %
Others	18.8	7.2	161.6 %
AEBITDA (in MEUR)			
Meal kits	80.7	92.1	(12.4 %)
RTE	(21.3)	15.6	(236.5 %)
Others	(4.0)	(3.7)	7.9 %
Holding	(38.5)	(37.9)	1.6 %
AEBITDA (in % of revenue)			
Meal kits	5.2 %	5.5 %	(0.3 pp)
RTE	(4.3 %)	4.9 %	(9.2 pp)
Others	(21.7 %)	(52.0 %)	30.3 pp
Group Financial Position			
Operating working capital (in MEUR)	(452.6)	(425.9)	
Cash flow from operating activities (in MEUR)	34.7	112.1	
Free cash flow (excl. repayment of lease liabilities) (in MEUR)	(6.5)	17.0	
Free cash flow per diluted share (in EUR)	(0.04)	0.10	
Cash and cash equivalents (in MEUR)	371.7	467.2	

¹ External revenue from contracts with customers.

HelloFresh Q1 2024 highlights:

- Group orders down y-o-y by 2.6 %, in line with the trend experienced in Q4 last year;
- Continued Group AOV expansion by 6.5 % on a constant currency basis, driven by higher AOV in both geographical segments;
- Group revenue of EUR 2.1 bn representing the highest ever quarterly revenue and a 3.8 % constant currency growth rate;
- Continued high RTE revenue growth of 56.2 % on a constant currency basis. Meal kits y-o-y negative constant currency revenue growth of 6.9 %;
- Contribution margin of 25.2 % compared to 26.3 % in Q1 2023, influenced by initial ramp-up costs of selected new fulfilment centers and the rapid ramp-up of US RTE; and
- Positive AEBITDA of MEUR 16.8 with a margin of 0.8 %.

Financial Performance of the Group

Consolidated income statement for the first quarter 2024 ended 31 March

In MEUR	3 months ended		
	31-Mar-24	31-Mar-23	YoY change
Revenue	2,073.5	2,016.1	2.9 %
Procurement and cooking expenses	(786.6)	(722.8)	8.8 %
% of revenue	(37.9 %)	(35.9 %)	(2.1 pp)
Fulfilment expenses	(774.5)	(770.5)	0.5 %
% of revenue	(37.4 %)	(38.2 %)	0.9 pp
Contribution margin	512.4	522.8	(2.0 %)
% of revenue	24.7 %	25.9 %	(1.2 pp)
Contribution margin (excl. SBC)	521.7	530.9	(1.7 %)
% of revenue	25.2 %	26.3 %	(1.2 pp)
Marketing expenses	(482.1)	(415.4)	16.1 %
% of revenue	(23.2 %)	(20.6 %)	(2.6 pp)
Marketing expenses (excl. SBC)	(478.3)	(412.2)	16.1 %
% of revenue	(23.1 %)	(20.4 %)	(2.6 pp)
General and administrative expenses, and other operating income and expenses	(123.0)	(116.4)	5.7 %
% of revenue	(5.9 %)	(5.8 %)	(0.2 pp)
General and administrative expenses, and other operating income and expenses (excl. SBC)	(109.4)	(107.7)	1.6 %
% of revenue	(5.3 %)	(5.3 %)	0.1 pp
EBIT	(92.7)	(9.0)	933.7 %
% of revenue	(4.5 %)	(0.4 %)	(4.0 pp)
Depreciation, amortization and impairment	79.1	50.3	57.1 %
EBITDA	(13.6)	41.3	(132.9 %)
% of revenue	(0.7 %)	2.0 %	(2.7 pp)
Special items	3.7	4.8	(21.7 %)
Share-based compensation expenses	26.6	20.0	33.1 %
AEBITDA	16.8	66.1	(74.6 %)
% of revenue	0.8 %	3.3 %	(2.5 pp)
AEBIT	(62.3)	15.8	(495.7 %)
% of revenue	(3.0 %)	0.8 %	(3.8 pp)

During Q1 2024 HelloFresh recorded revenue for MEUR 2,073.5 (Q1 2023: MEUR 2,016.1). This represents a growth of 2.9 % on a euro basis, and 3.8 % on a constant currency basis as compared to the same period in 2023. The revenue change in constant currency was primarily driven by (i) an increase in the average order value to EUR 64.6, representing a 6.5% increase on a constant currency basis, and (ii) a 2.6 % decrease in the total number of orders.

Contribution margin (excluding share-based compensation expenses) as percentage of revenue decreased to 25.2% in Q1 2024 compared to 26.3% in the same period in 2023. Procurement and cooking expenses as percentage of revenue increased from 35.9% in Q1 2023 to 37.9% in Q1 2024 due to a higher share of Ready-to-Eat (“RTE”), which includes meal production costs in procurement and cooking expenses that are not incurred to the same extent for meal kit production; in addition, RTE procurement and cooking expenses in our North America segment are temporarily elevated due to its fast production ramp-up. Fulfilment expenses as percentage of revenue decreased to 37.4% in the Q1 2024 compared to 38.2% in Q1 2023, mainly due to a higher share of RTE, which has relatively lower fulfilment expenses, but also due to higher efficiencies in our North America meal kit production; this was partly offset by initial ramp-up expenses associated with HelloFresh’s new fulfilment center in Germany.

Marketing expenses (excluding share-based compensation expenses) as percentage of revenue increased by 2.6 pp to 23.1 % in this period as compared to 20.4 % in the Q1 2023. The year-on-year increase is primarily the result of the continued strong ramp-up of our RTE new customer acquisitions.

General and administrative expenses, and other operating income and expenses (including share-based compensation expense) as percentage of revenue remained stable at 5.9% in Q1 2024 (5.8% in Q1 2023). In absolute terms, these expenses increased from MEUR 116.4 in the Q1 2023 to MEUR 123.0 in the Q1 2024. General and administrative expenses, and other operating income and expenses (excluding share-based compensation expense) as percentage of revenue remained at 5.3 %.

The Group reported EBIT of MEUR (92.7) in Q1 2024, compared to MEUR (9.0) in the same period 2023. This is a result of the factors described above.

Share-based compensation expenses for the Q1 2024 amounted to MEUR 26.6 (Q1 2023: MEUR 20.0). This increase is mainly caused by a higher number of participants in the current period as compared to Q1 2023.

AEBITDA amounts to MEUR 16.8, a margin of 0.8 %, compared to MEUR 66.1 and a margin of 3.3 % in Q1 2023.

AEBIT amounts to MEUR (62.3), a margin of (3.0 %), compared to MEUR 15.8 and a margin of 0.8 % in Q1 2023.

Financial Performance of North America Segment

In MEUR	3 months ended		
	31-Mar-24	31-Mar-23	YoY change
Revenue (total)	1,390.8	1,343.9	3.5 %
Revenue (external)	1,380.1	1,335.4	3.3 %
Procurement and cooking expenses	(520.5)	(451.6)	15.2 %
% of revenue	(37.4 %)	(33.6 %)	(3.8 pp)
Fulfilment expenses	(508.8)	(513.8)	(1.0 %)
% of revenue	(36.6 %)	(38.2 %)	1.7 pp
Contribution margin	361.5	378.5	(4.5 %)
% of revenue	26.0 %	28.2 %	(2.2 pp)
Contribution margin (excl. SBC)	368.7	385.2	(4.3 %)
% of revenue	26.5 %	28.7 %	(2.1 pp)
Marketing expenses	(344.7)	(291.7)	18.2 %
% of revenue	(24.8 %)	(21.7 %)	(3.1 pp)
Marketing expenses (excl. SBC)	(342.4)	(289.4)	18.3 %
% of revenue	(24.6 %)	(21.5 %)	(3.1 pp)
General and administrative expenses, and other operating income and expenses	(68.9)	(59.9)	15.1 %
% of revenue	(5.0 %)	(4.5 %)	(0.5 pp)
Thereof Holding fee	(17.4)	(12.6)	37.7 %
General and administrative expenses, and other operating income and expenses (excl. SBC and holding fee)	(46.3)	(43.2)	7.1 %
% of revenue	(3.3 %)	(3.2 %)	(0.1 pp)
EBIT	(52.1)	26.9	(293.5 %)
% of revenue	(3.7 %)	2.0 %	(5.8 pp)
EBIT (excluding holding fee)	(34.7)	39.6	(187.8 %)
% of revenue	(2.5 %)	2.9 %	(5.4 pp)
Depreciation, amortization and impairment	43.1	22.0	95.7 %
EBITDA (excluding holding fee)	8.4	61.6	(86.4 %)
% of revenue	0.6 %	4.6 %	(4.0 pp)
Special items	3.2	1.5	114.8 %
Share-based compensation expenses	14.8	12.9	14.1 %
AEBITDA	26.4	76.0	(65.3 %)
% of revenue	1.9 %	5.7 %	(3.8 pp)
AEBIT	(16.7)	54.0	(131.0 %)
% of revenue	(1.2 %)	4.0 %	(5.2 pp)

During Q1 2024 external revenue of the North America segment increased by 3.3 % from MEUR 1,335.4 to MEUR 1,380.1. On a constant currency basis, this represents a 4.6 % growth rate, driven by (i) an increase in average order value in constant currency by 7.1% in the Q1 2024 compared with Q1 2023 and (ii) a 2.4 % decrease in numbers of orders. Total meals delivered reached 150.4 m in Q1 2024, which represents a decrease of 1.4 % as compared to the same period in 2023 (Q1 2023: 152.6 m).

The contribution margin (excluding share-based compensation expenses) as a percentage of revenue decreased by 2.1 pp to 26.5 % for Q1 2024 compared to 28.7% in the same period 2023. This is driven by the trends described on Group level.

In line with the trend on Group level, marketing expenses (excluding share-based compensation expenses) as a percentage of revenue increased from 21.5 % in Q1 2023 to 24.6 % in this quarter, resulting in an increase of 3.1 pp.

General and administrative expenses, and other operating income and expenses (excluding share-based compensation expenses and holding fee) as percentage of revenue remained stable at 3.3% in the Q1 2024 (Q1 2023: 3.2 %).

Reported EBIT (excluding holding fee) decreased to MEUR (34.7) in Q1 2024, a margin of (2.5 %), compared to a positive margin of 2.9 % in Q1 2023. This is a result of the factors described above.

AEBITDA amounted to MEUR 26.4, reflecting a margin of 1.9 %, compared to MEUR 76.0 and a margin of 5.7 % in Q1 2023.

AEBIT amounted to MEUR (16.7), reflecting a margin of (1.2 %), compared to MEUR 54.0 and a margin of 4.0 % in Q1 2023.

Financial Performance of International Segment

In MEUR	3 months ended		
	31-Mar-24	31-March 23	YoY change
Revenue (total)	702.2	686.3	2.3 %
Revenue (external)	693.4	680.7	1.9 %
Procurement and cooking expenses	(267.1)	(271.1)	(1.5 %)
% of revenue	(38.0 %)	(39.5 %)	1.5 pp
Fulfilment expenses	(267.0)	(257.0)	3.9 %
% of revenue	(38.0 %)	(37.5 %)	(0.6 pp)
Contribution margin	168.1	158.1	6.3 %
% of revenue	23.9 %	23.0 %	0.9 pp
Contribution margin (excl. SBC)	169.3	158.8	6.6 %
% of revenue	24.1 %	23.1 %	1.0 pp
Marketing expenses	(132.5)	(119.6)	10.8 %
% of revenue	(18.9 %)	(17.4 %)	(1.4 pp)
Marketing expenses (excl. SBC)	(131.8)	(119.2)	10.6 %
% of revenue	(18.8 %)	(17.4 %)	(1.4 pp)
General and administrative expenses, and other operating income and expenses	(43.7)	(47.5)	(8.0 %)
% of revenue	(6.2 %)	(6.9 %)	0.7 pp
Thereof Holding fee	(10.8)	(13.7)	(21.1 %)
General and administrative expenses, and other operating income and expenses (excl. SBC and holding fee)	(31.0)	(33.7)	(7.9 %)
% of revenue	(4.4 %)	(4.9 %)	0.5 pp
EBIT	(8.1)	(8.8)	(8.4 %)
% of revenue	(1.1 %)	(1.3 %)	0.1 pp
EBIT (excluding holding fee)	2.8	4.9	(43.8 %)
% of revenue	0.4 %	0.7 %	(0.3 pp)
Depreciation, amortization and impairment	22.3	19.3	15.8 %
EBITDA ¹ (excluding holding fee)	25.1	24.2	3.7 %
% of revenue	3.6 %	3.5 %	— pp
Special items	0.1	2.6	(96.8 %)
Share-based compensation expenses	3.8	1.2	225.8 %
AEBITDA	28.9	28.0	3.4 %
% of revenue	4.1 %	4.1 %	0.0 pp
AEBIT	6.6	8.7	(24.1 %)
% of revenue	0.9 %	1.3 %	(0.3 pp)

For Q1 2024, external revenue of the International segment increased by 1.9 % from MEUR 680.7 to MEUR 693.4 as compared to Q1 2023. On a constant currency basis this represents growth of 2.3 % driven by an increase in average order value in constant currency by 5.1 % in Q1 2024 as compared to Q1 2023, which was partially offset by a decrease in number of orders by 2.8 %. Total meals delivered reached 122.5 m in Q1 2024, which represents a decrease of 2.7 % as compared to the same period last year (Q1 2023: 125.9 m).

Contribution margin (excluding share-based compensation expenses) of the International segment as percentage of revenue increased by 1.0 pp in Q1 2024 to 24.1 %, as compared to 23.1 % in Q1 2023. This was primarily driven by relative savings within procurement and cooking, certain geographic mix effects within the segment with underpenetrated markets notably improving their relative fulfilment expenses, somewhat offset by temporarily higher fulfilment expenses in Germany due to the initial ramp-up of a new fulfilment center.

Marketing expenses (excluding share-based compensation expenses) as a percentage of revenue increased from 17.4 % in Q1 2023 to 18.8 % in the Q1 2024, driven by a shift in marketing budget towards product incentives and paid marketing campaigns, and the ramp-up of RTE in Australia and to a modest extent in the first European markets.

General and administrative expenses and other operating income and expenses (excluding share-based compensation expenses and holding fee) as a percentage of revenue decreased to 4.4 % compared to 4.9 % in Q1 2023.

Reported EBIT (excluding holding fee) amounts to MEUR 2.8 in Q1 2024, reflecting a relatively stable margin of 0.4% as compared to 0.7 % in Q1 2023. This is a result of the factors described above.

AEBITDA amounts to MEUR 28.9, reflecting a margin of 4.1 %, as compared to MEUR 28.0, and a margin of 4.1 % in Q1 2023.

AEBIT amounts to MEUR 6.6, reflecting a margin of 0.9 %, as compared to MEUR 8.7, and a margin of 1.3 % in Q1 2023.

Share-Based Compensation Expenses

The Group operates equity-settled share-based compensation plans, under which Group companies receive services from employees and employees receive equity instruments of the Company as a compensation. Additionally, the Group operates cash-settled compensation plans for certain levels of management, including local senior management of newly launched businesses, and starting from Q1 2024 also for a few geographies of the Group.

The share-based payment expense, including the effects from remeasurement of cash-settled plans presented within finance income, for the quarter resulting from the two programs was recorded as follows:

In MEUR	3 months ended	
	31-Mar-24	31-Mar-23
Equity-settled plans	24.4	21.8
Cash-settled plans	(3.6)	(1.8)
Total	20.8	20.0

Share-based compensation expenses for equity settled plan amounts to MEUR 24.4 in Q1 2024, which increased by MEUR 2.6 compared to Q1 2023 mainly driven by a higher number of participants. Income from share-based compensation for cash settled plans amounts to MEUR 3.6, which increased by MEUR 1.8 as compared to Q1 2023 due to a higher positive revaluation impact of cash-settled plans in the current period.

A breakdown of the vested and unvested share awards of the virtual stock option (VSO) and restricted stock unit (RSU) program is shown in the table below:

Employee Incentive Plan	VSO	RSU	Total
Vested (in mn)	9.5	0.8	10.3
WAEP (in EUR) - vested instruments	23.42	—	21.54
Unvested (in mn)	6.9	9.1	16.0
WAEP (in EUR) - unvested instruments	19.32	—	8.33
Total outstanding (in mn)	16.4	9.9	26.3
WAEP (in EUR)	21.69	—	13.51

EBIT to AEBITDA

In MEUR	3 months ended	3 months ended	YoY change
	31-Mar-24	31-Mar-23	
EBIT	(92.7)	(9.0)	930.0 %
Depreciation, amortization and impairment	79.1	50.3	
EBITDA	(13.6)	41.3	(132.9 %)
Special items	3.7	4.8	
Share-based compensation expenses	26.6	20.0	
AEBITDA	16.8	66.1	(74.6 %)
AEBITDA margin	0.8 %	3.3 %	(2.5 pp)
AEBIT	(62.3)	15.8	(494.3 %)
AEBIT margin	(3.0 %)	0.8 %	(3.8 pp)

Cash Flow

In MEUR	3 months ended	3 months ended
	31-Mar-24	31-Mar-23
Cash and cash equivalents at the beginning of the period	433.1	504.0
Net Cash flows from operating activities	34.7	112.1
Net Cash flows used in investing activities	(40.6)	(129.4)
Thereof related to acquisition of companies	—	(34.5)
Net Cash flows used in financing activities	(55.8)	(13.8)
Effects of exchange rate changes and other changes on cash and cash equivalents	0.2	(5.7)
Cash and cash equivalents at the end of the period	371.7	467.2

Cash flow from operating activities in the Q1 2024 amounts to MEUR 34.7 as compared to MEUR 112.1 in Q1 2023. This is mainly driven by the loss for the period in the amount of MEUR 83.8 in Q1 2024 as compared to a loss of MEUR 25.4 in Q1 2023.

Cash flow used in investing activities represents a cash outflow of MEUR 40.6 in the Q1 2024. The outflow mostly represents capital expenditure, where the biggest projects relate to further expansion of our US RTE production capacity and the remainder spreads across investments into our UK and Australian fulfilment centers and investment into own-developed software. The year-on-year Capex decreased as several investment programs were completed in late 2023.

The cash outflow used in financing activities of MEUR 55.8 in Q1 2024 is primarily a result of lease payments (in accordance with IFRS 16) amounting to MEUR 24.7, share buy back of MEUR 29.6, and purchase of outstanding HelloFresh convertible bonds amounting to MEUR 1.5.

The Group's free cash flow position is presented below:

In MEUR	3 months ended	3 months ended
	31-Mar-24	31-Mar-23
Cash Flow from operating activities	34.7	112.1
Capital expenditure	(41.2)	(95.1)
Free Cash Flow for the period (excl. repayment of lease liabilities)	(6.5)	17.0
Repayment of lease liability excluding interest	(24.7)	(18.0)
Free Cash Flow for the period (incl. repayment of lease liabilities)	(31.1)	(1.0)

HelloFresh maintained a strong cash and cash equivalents level of MEUR 371.7. HelloFresh SE holds a MEUR 400.0 revolving credit facility of which MEUR 366.4 are not utilized and available at the end of Q1 2024. The facility matures in 2027.

Outlook

HelloFresh Group reconfirms the outlook provided in detail in its annual report, dated 14 March 2024: the company targets for 2024 a constant currency revenue growth of 2% - 8% and an AEBITDA between MEUR 350 and MEUR 400 on Group level.

This AEBITDA target is based on a US\$ to EUR rate of c. 1.08, as well as FX rates prevalent in mid March 2024 for our other major currencies. A strengthening of the EUR would decrease HelloFresh's reported Group AEBITDA and vice versa.

Events after the reporting period

No events of special significance occurred after the end of the reporting period.

Berlin, 24 April 2024

Dominik Richter
Chief Executive Officer

Thomas Griesel
Chief Executive Officer
International

Christian Gaertner
Chief Financial Officer

Edward Boyes
Chief Commercial
Officer

Consolidated Statement of Financial Position

as of 31 March 2024

In MEUR	As at 31-Mar-24	As at 31-Dec 2023
Assets		
Non-current assets		
Property, plant and equipment	1,298.9	1,298.9
Intangible assets	116.9	114.5
Goodwill	279.0	276.0
Other financial assets	22.9	21.9
Other non-financial assets	0.7	0.8
Deferred income tax assets	55.3	44.3
Total non-current assets	1,773.7	1,756.4
Current assets		
Inventories	249.5	222.4
Trade receivables	17.2	17.8
Other financial assets	16.4	19.1
Other non-financial assets	126.3	132.5
Cash and cash equivalents	371.7	433.1
Total current assets	781.1	824.9
Total assets	2,554.8	2,581.3

Consolidated Statements of Financial Position (continued)

as of 31 March 2024

In MEUR	As at 31-Mar-24	As at 31-Dec-23
Equity and liabilities		
Equity		
Share capital	173.2	173.2
Treasury shares	(61.1)	(31.5)
Capital reserves	355.6	355.6
Other reserves	241.4	220.8
Retained earning	229.0	313.0
Other comprehensive loss	(5.8)	(9.5)
Equity attributable to the Company's shareholders	932.3	1,021.6
Non-controlling interests	(2.5)	(2.6)
Total equity	929.8	1,019.0
Non-current liabilities		
Other financial liabilities	444.4	441.1
Deferred income tax liabilities	18.4	12.9
Long-term debt	163.8	163.8
Provisions	37.3	31.5
Total non-current liabilities	663.9	649.3
Current liabilities		
Trade payables (incl. Capex payables)	602.4	560.2
Other financial liabilities	105.8	115.5
Provisions	17.0	21.8
Deferred revenue	125.4	93.6
Income tax liabilities	4.3	3.9
Other non-financial liabilities	106.2	118.0
Total current liabilities	961.1	913.0
Total equity and liabilities	2,554.8	2,581.3

Consolidated Statements of Comprehensive Income for the 3 months ended as of 31 March 2024

In MEUR	3 months ended	
	31-Mar-24	31-March 23
Revenue	2,073.5	2,016.1
Procurement and cooking expenses	(786.6)	(722.8)
Fulfilment expenses	(774.5)	(770.5)
Marketing expenses	(482.1)	(415.4)
General and administrative expenses	(111.9)	(102.0)
Other operating income	3.5	2.8
Other operating expenses	(14.6)	(17.2)
Operating loss	(92.7)	(9.0)
Interest income	2.7	1.8
Interest expense	(9.4)	(8.9)
Other finance income	15.0	1.6
Other finance expense	(2.1)	(10.9)
Loss before tax expense	(86.5)	(25.4)
Income taxes	2.7	0.0
Profit (loss) for the period	(83.8)	(25.4)
attributable to:		
Owners of the Company	(83.9)	(25.1)
Non-controlling interests	0.1	(0.3)
Other comprehensive income (loss):		
Items that will be subsequently reclassified to profit or loss when specific conditions are met		
Exchange differences on translation to presentation currency, net of tax	3.1	(8.9)
Fair value remeasurement of financial instruments, net of tax	0.1	0.4
Other comprehensive income (loss) for the period	3.2	(8.5)
Total comprehensive loss for the period	(80.6)	(33.9)
Total comprehensive income (loss) attributable to:		
Owners of the Company	(80.7)	(33.6)
Non-controlling interests	0.1	(0.3)
Basic earnings per share (in EUR)	(0.49)	(0.15)
Diluted earnings per share (in EUR)	(0.49)	(0.15)

Consolidated Statements of Cash Flow

for the 3 months ended as of 31 March 2024

In MEUR	3 months ended	
	31-Mar-24	31-Mar-23
Cash flow from operating activities		
Loss for the period	(83.8)	(25.4)
Adjustments for:		
Interest expense	9.4	8.9
Interest income	(2.7)	(1.8)
Other finance income	(15.0)	(1.6)
Other finance expense	2.1	10.9
Income tax	(2.7)	0.0
Income tax paid	(5.9)	(33.5)
Depreciation, amortization and impairment	79.1	50.3
Loss on disposal of fixed assets	—	(1.0)
Share-based payment expense	26.6	20.0
Other non-cash transactions	(5.3)	19.2
Increase / (decrease) in provisions	0.3	(0.4)
Changes in working capital related to operating activities		
(Increase) / decrease in trade receivables	0.4	3.5
(Increase) / decrease in inventories	(23.9)	12.9
Increase / (decrease) in trade and other payables	40.9	7.5
Increase / (decrease) in deferred revenue	30.8	31.8
Net change in other components of operating working capital ¹	(11.4)	6.1
(Increase) / decrease in other financial assets	5.4	2.2
(Increase) / decrease in other non-financial assets	(5.3)	1.0
Increase / (decrease) in other financial liabilities	0.0	(1.9)
Increase / (decrease) in other non-financial liabilities	0.8	10.4
Interest received	2.7	1.8
Interest received (IFRS 16)	0.0	0.1
Interest paid	(0.6)	(2.2)
Interest paid (IFRS 16)	(7.3)	(6.7)
Net cash from operating activities	34.7	112.1
Cash flow from investing activities		
Payment of contingent purchase price liability	—	(34.5)
Purchase of property, plant and equipment	(26.3)	(82.7)
Software development expenditure	(13.1)	(8.9)
Purchase of intangible assets	(1.7)	(3.5)
Lease payments received from finance leases (IFRS 16)	0.3	0.3
Transfer of cash into restricted cash accounts and deposits	(0.7)	(0.2)
Withdrawal of cash from restricted cash accounts and deposits	0.9	0.1
Net cash used in investing activities	(40.6)	(129.4)

¹In Q2 2023 the Group changed its indicator relating to working capital from net working capital to operating working capital. Information for Q1 2023 is presented respectively.

In MEUR	3 months ended	
	31-Mar-24	31-Mar-23
Cash flow from financing activities		
Repayment of principal under IFRS 16	(24.7)	(18.0)
Repurchase under share buyback program	(29.6)	—
Repurchase under convertible bond buyback program	(1.5)	—
Proceeds from the issuance of share capital	—	4.2
Net cash used in financing activities	(55.8)	(13.8)
Effects of exchange rate changes and other changes on cash and cash equivalents	0.2	(5.7)
Cash and cash equivalents at the beginning of the period	433.1	504.0
Cash and cash equivalents at the end of the period	371.7	467.2

Consolidated Segment Statement

In MEUR	3-months ended 31-March 24					
	North America	Int'l	Total segments	Holding	Conso	Group
Total revenue	1,390.8	702.2	2,093.0	151.5	(171.0)	2,073.5
Internal revenue	10.6	8.8	19.4	151.5	(171.0)	—
External revenue	1,380.1	693.4	2,073.5	—	—	2,073.5
Contribution Margin (excl. SBC)	368.7	169.3	538.1	133.6	(149.9)	521.7
Adjusted EBITDA	26.4	28.9	55.3	(38.5)	—	16.8
Special items	(3.2)	(0.1)	(3.3)	(0.4)	—	(3.7)
Share-based compensation expenses	(14.8)	(3.8)	(18.6)	(8.1)	—	(26.6)
EBITDA (excl. holding fee)	8.4	25.1	33.5	(47.0)	—	(13.5)
Depreciation, amortization and impairment	(43.1)	(22.3)	(65.4)	(13.7)	—	(79.1)
EBIT (excl. holding fee)	(34.7)	2.8	(31.9)	(60.7)	—	(92.6)
Holding fee	(17.4)	(10.8)	(28.2)	28.2	—	—
EBIT	(52.1)	(8.1)	(60.2)	(32.5)	—	(92.7)
Interest income	1.5	1.4	2.9	10.0	(10.2)	2.7
Interest expense	(7.0)	(6.7)	(13.7)	(5.9)	10.2	(9.4)
Other finance income (excl. intercompany dividends)	6.5	5.0	11.5	3.6	—	15.0
Other finance expense	(0.1)	(0.3)	(0.4)	(1.7)	—	(2.1)
Profit (loss) before income tax expense	(51.2)	(8.7)	(59.9)	(26.5)	—	(86.5)

In MEUR	3-months ended 31-Mar-23					
	North America	Int'l	Total segments	Holding	Conso	Group
Total revenue	1,343.9	686.3	2,030.2	127.8	(141.9)	2,016.1
Internal revenue	8.5	5.6	14.1	127.8	(141.9)	—
External revenue	1,335.4	680.7	2,016.1	—	—	2,016.1
Contribution Margin (excl. SBC)	385.2	158.8	544.0	119.7	(132.8)	530.9
Adjusted EBITDA	76.0	28.0	104.0	(37.7)	(0.2)	66.1
Special items	(1.5)	(2.6)	(4.1)	(0.7)	—	(4.8)
Share-based compensation expenses	(12.9)	(1.2)	(14.1)	(5.9)	—	(20.0)
EBITDA (excl. holding fee)	61.6	24.2	85.8	(44.3)	(0.2)	41.3
Depreciation and amortization	(22.0)	(19.3)	(41.3)	(9.0)	—	(50.3)
EBIT (excl. holding fee)	39.6	4.9	44.5	(53.3)	(0.2)	(9.0)
Holding fee	(12.6)	(13.7)	(26.3)	26.1	0.2	—
EBIT	26.9	(8.8)	18.1	(27.1)	—	(9.0)
Interest income ¹	1.0	0.4	1.4	3.4	(3.0)	1.8
Interest expense ¹	(4.5)	(4.0)	(8.5)	(3.4)	3.0	(8.9)
Other finance income (excl. intercompany dividends)	(0.1)	1.5	1.4	0.2	—	1.6
Other finance expense	(6.2)	(3.7)	(9.9)	(1.0)	—	(10.9)
Profit (loss) before income tax expenses	17.1	(14.5)	2.5	(28.0)	—	(25.5)

¹ The comparatives were updated to present interest income / expense on intercompany borrowings within interest income / expense.

Additional information by product category

In MEUR	3-months ended		
	31-March 24	31-March 23	YoY Change
Revenue			
Meal kits	1,559.4	1,687.2	(7.6 %)
RTE	495.6	321.7	54.1 %
Others	18.6	7.2	158.6 %
Group	2,073.5	2,016.1	2.9 %
Revenue constant currency			
Meal kits	1,571.3	1,687.2	(6.9 %)
RTE	502.6	321.7	56.2 %
Others	18.8	7.2	161.6 %
Group	2,092.7	2,016.1	3.8 %
AEBITDA			
Meal kits	80.7	92.1	(12.4 %)
RTE	(21.3)	15.6	(236.5 %)
Others	(4.0)	(3.7)	7.9 %
Holding	(38.5)	(37.9)	1.6 %
Group	16.8	66.1	(74.6 %)

In MEUR	2023				Total
	Q1	Q2	Q3	Q4	
Revenue					
Meal kits	1,687.2	1,553.3	1,413.9	1,458.2	6,112.6
RTE	321.7	353.8	378.2	384.7	1,438.4
Others	7.2	10.4	11.9	16.1	45.6
Group	2,016.1	1,917.5	1,804.0	1,859.0	7,596.6
AEBITDA					
Meal kits	92.1	199.9	81.7	173.9	547.6
RTE	15.6	30.0	30.1	(15.6)	60.1
Other	(3.7)	(3.1)	(4.8)	(3.4)	(15.1)
Holding	(37.9)	(34.9)	(37.8)	(34.5)	(145.1)
Group	66.1	191.9	69.2	120.4¹	447.7

¹ Q4 D&A includes impairment charges occurred in 2023

Earnings per share

The Group reports basic and diluted earnings per share (EPS).

Basic earnings per share is calculated as follows:

	3 months ended 31-Mar-24	3 months ended 31-Mar-23
Net (loss) income for the period attributable to the shareholders of HelloFresh SE (in MEUR)	(83.9)	(25.1)
Weighted average number of ordinary shares (in millions)	169.8	172.0
Basic earnings per share (in EUR)	(0.49)	(0.15)

Diluted earnings per share is calculated as follows:

	3 months ended 31-Mar-24	3 months ended 31-Mar-23
Net diluted (loss) income for the period attributable to the shareholders of HelloFresh SE (in MEUR)	(85.3)	(25.1)
Weighted average number of diluted shares (in millions)	172.7	172.0
Diluted earnings per share (in EUR)	(0.49)	(0.15)

The basic earnings per share are determined by dividing the net income for the period attributable to the shareholders of HelloFresh SE by the basic weighted average number of shares.

In Q1 2024 there is no incremental negative impact from dilution, as a result diluted earnings per share is the same as Basic earnings per share.

Glossary

Adjusted EBIT

We define adjusted EBIT („AEBIT”) as EBIT before share-based compensation expenses, special items, and on segment level, holding fees.

Adjusted EBITDA

We define adjusted EBITDA („AEBITDA”) as EBITDA before share-based compensation expenses, special items, and on segment level, holding fees.

Average Order Value

Average order value („AOV”) is calculated as the total revenue (excluding retail revenue) divided by the number of orders in the corresponding period.

Constant Currency

Revenue denominated in a currency other than Euro for a given month and the corresponding month in the prior year, which is translated into Euro by using the average exchange rate for the respective month in the prior year for each period.

Contribution Margin

Contribution Margin is defined as revenue less procurement and cooking expenses, and fulfilment costs.

EBIT

EBIT is short for earnings before interest and taxes.

EBIT Margin

EBIT Margin is EBIT as a percentage of revenue.

EBITDA

EBITDA is short for EBIT before depreciation of property, plant and equipment, amortization of intangible assets and impairment losses / reversal of impairment losses on property, plant and equipment and intangible assets.

EBITDA Margin

EBITDA Margin is EBITDA as a percentage of revenue.

Free Cash Flow

Cash flow from operating activities reduced by net capital expenditure (excluding investments in subsidiaries, time deposits, and restricted cash) and repayment of lease liabilities (IFRS 16) (excluding interest).

Free Cash Flow per diluted share

Free cash flow divided by weighted average number of diluted shares.

Holding fees

Holding fees represent a remuneration for high value-adding services performed by HelloFresh SE (the holding), and for using the HelloFresh intellectual property rights.

Number of Meals (Meals delivered)

Number of Meals is defined as the number of individual serve/portion that have been delivered within the corresponding period.

Operating working capital

We calculate operating working capital as the sum of inventories, trade receivables, VAT receivables and similar taxes, less trade payables (excluding Capex payables and Capex accruals), deferred revenue, VAT payables and similar taxes, and prepaid expenses and payroll liabilities.

Procurement and Cooking Expenses

Procurement and Cooking Expenses consist of purchase price for ingredients, salaries, inbound shipping charges and cooking costs for ready-to-eat products.

Special Items

Special items consist of income and expenses that HelloFresh does not consider to be of a regularly recurring nature. These include but are not limited to items such as expenses in connection with M&A-transactions, costs related to reorganizations and restructurings, certain legal costs and prior period related effects.



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