

MARLEY SPOON

Completion of Business Combination with 468 SPAC II and Listing at Frankfurt Stock Exchange

Berlin, Sydney, 12 July 2023: Marley Spoon SE (hereinafter "Marley Spoon" or the "Company"), a leading global subscription-based meal kit provider, completed its listing on the Frankfurt Stock Exchange through the business combination with 468 SPAC II SE (expected to be renamed Marley Spoon Group SE as of 13 July 2023, hereinafter "468 SPAC").

Following completion of the business combination with 468 SPAC, 468 SPAC holds shares representing 84% of the Company. 468 SPAC's intention remains to make a direct offer to acquire the outstanding CDIs from Marley Spoon CDI Holders, and the launch of the direct offer to Marley Spoon CDI holders is expected in August 2023.

468 SPAC intends to obtain 100% ownership of the Company as soon as practicable following completion of the direct offer, and ultimately seek to delist Marley Spoon from the ASX. The means by which this will be effected will depend on the ownership of 468 SPAC in Marley Spoon post-closing of the direct offer.

468 SPAC's shares are trading on the Regulated Market (General Standard) of the Frankfurt Stock Exchange under the ISIN LU2380748603 and from 13 July 2023 onwards the trading symbol MS1 (until then the trading symbol is SPV2).

This announcement has been authorised for release to ASX by the Company Secretary of Marley Spoon SE.

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About Marley Spoon

Marley Spoon is a global direct-to-consumer (DTC) meal-kit company. Our Vision is to "Build a better everyday, just for you, just right". We started Marley Spoon in 2014 to help our customers to cook for their families and deal with their busy lives. We also felt there should be a more sustainable way to cook at home, reducing food waste that traditional supermarket supply chains generate. Marley Spoon currently operates various brands in three regions: Australia, the United States, and Europe (Austria, Belgium, Germany, Denmark, and the Netherlands). Our meal-kit brands, Marley Spoon, Martha Stewart & Marley Spoon, and Dinnerly, bring pre-portioned fresh ingredients with tasty and simple recipes and other eating solutions reliably to our customers every week. Our customers just decide what to eat, when to eat, and leave behind the hassle of grocery shopping. Chefgood is our direct-to-consumer ready-to-heat (RTH) service that offers premium-priced, high-quality, healthy, and nutritious RTH meals and eating solutions for our wellness and health-focused customers.

Marley Spoon's company culture is defined by autonomy, transparency and accountability. We are driven by our purpose, we are ambitious, and overall we believe in principles over policies. We are proud to have an international, diverse team with a balanced team-member gender ratio, and we continually strive to build the best team.

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Disclaimer

This announcement constitutes neither an offer to sell nor a solicitation to buy securities. Certain statements contained in this release may constitute "forward-looking statements" that involve a number of risks and uncertainties. Forward-looking statements are generally identifiable by the use of the words "may", "will", "should", "plan", "expect", "anticipate", "estimate", "believe", "intend", "project", "goal" or "target" or the negative of these words or other variations on these words or comparable terminology. Forward-looking statements are based on assumptions, forecasts, estimates, projections, opinions or plans that are inherently subject to significant risks, as well as uncertainties and contingencies that are subject to change. No representation is made or will be made by 468 SPAC II SE (to be changed in MARLEY SPOON GROUP SE) (thereafter "MARLEY SPOON GROUP SE") or any of their respective affiliates that any forward-looking statement will be achieved or will prove to be correct. The actual future business, financial position, results of operations and prospects may differ materially from those projected or forecast in the forward-looking statements. Neither MARLEY SPOON GROUP SE nor any of their respective affiliates assume any obligation to update, and do not expect to publicly update, or publicly revise, any forward-looking statements or other information contained in this release, whether as a result of new information, future events or otherwise, except as otherwise required by law.

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