

## Voting results of the General Annual Meeting of Rocket Internet SE on June 2, 2017 in Berlin

### 2. Presence (Presence Voting round TOP 2 - 14)

Issued capital	165,140,790.00 €
non- par value shares	165,140,790
Total shares represented	139,365,841
the registered capital	84.39%

		Valid votes cast*	Part of registered capital	Yes-Voting		No-Voting		Result
<b>TOP 2</b>	Resolution on the discharge of the members of the Management Board for the financial year 2016	137,208,838	83.09%	137,207,998	99.9994%	840	0.0006%	<b>accepted</b>
<b>TOP 3</b>	Resolution on the discharge of members of the Supervisory Board for the financial year 2016	130,061,756	78.76%	123,730,838	95.1324%	6,330,918	4.8676%	<b>accepted</b>
<b>TOP 4</b>	Resolution on the appointment of the auditor of the annual financial statements and the consolidated annual financial statements and the auditor for a possible examination of the consolidated financial statements and the interim management report as well as a possible examination of supplementary interim financial information	139,012,837	84.18%	132,347,409	95.2052%	6,665,428	4.7948%	<b>accepted</b>
<b>TOP 5</b>	Resolution on the amendment of Art. 10 ss. 1 Articles of Association of the Company (Composition of the Supervisory Board)	139,012,769	84.18%	139,012,105	99.9995%	664	0.0005%	<b>accepted</b>
<b>TOP 6</b>	Resolution on the elections of members of the Supervisory Board							
	a) Mr. Christopher H. Young	139,013,069	84.18%	131,329,791	94.4730%	7,683,278	5.5270%	<b>accepted</b>
	b) Prof. Dr. Marcus Englert	138,678,319	83.98%	130,513,742	94.1126%	8,164,577	5.8874%	<b>accepted</b>
	c) Prof. Dr. h.c. Roland Berger	138,088,071	83.62%	132,347,507	95.8428%	5,740,564	4.1572%	<b>accepted</b>
	d) Mr. Norbert Lang	137,753,319	83.42%	135,806,156	98.5865%	1,947,163	1.4135%	<b>accepted</b>
	e) Prof. Dr. Joachim Schindler	137,753,319	83.42%	136,059,633	98.7705%	1,693,686	1.2295%	<b>accepted</b>
<b>TOP 7</b>	Resolution on amending Art. 2 ss. 1 of the Articles of Association of the Company (Objects of the Company)	136,874,136	82.88%	136,667,254	99.8489%	206,882	0.1511%	<b>accepted</b>
<b>TOP 8</b>	Resolution on the amendment of Art. 15 ss. 1 of the Articles of Association of the Company (compensation)	137,808,429	83.45%	132,287,174	95.9935%	5,521,255	4.0065%	<b>accepted</b>
<b>TOP 9</b>	Resolution on the cancellation of Authorised Capital 2016, the creation of new Authorised Capital 2017 with the possibility to exclude subscription rights and on the corresponding amendment to the Articles of Association	139,012,035	84.18%	110,560,309	79.5329%	28,451,726	20.4671%	<b>accepted</b>
<b>TOP 10</b>	Resolution on the issue of a new authorisation for the issue of convertible bonds, option bonds, profit rights and/or profit bonds (or combinations of these instruments) with the possibility of excluding subscription rights, on the cancellation of the existing Authorisation 2016, to issue convertible and option bonds, on the amendment and addition to the existing Conditional Capital 2015/2016 and the corresponding amendment to the Articles of Association	139,012,904	84.18%	110,953,483	79.8152%	28,059,421	20.1848%	<b>accepted</b>
<b>TOP 11</b>	Resolution on the reallocation of subscription rights and the authorisation to grant further subscription rights to members of the Management Board under the Share Option Programme 2014/II and other amendments to the Share Option Programme 2014/II and on the corresponding amendment to the Articles of Association	137,808,250	83.45%	129,606,153	94.0482%	8,202,097	5.9518%	<b>accepted</b>

<b>TOP 12</b>	Resolution on the reallocation of subscription rights and the authorisation to grant further subscription rights to employees of the Company under the Share Option Programme 2014/II and on the corresponding amendment to the Articles of Association.	137,807,322	83.45%	129,932,234	94.2854%	7,875,088	5.7146%	<b>accepted</b>
<b>TOP 13</b>	Resolution on the authorisation to acquire the Company's own shares and to use them including the authorisation to redeem shares of the Company acquired and capital reduction	138,088,137	83.62%	132,865,429	96.2178%	5,222,708	3.7822%	<b>accepted</b>
<b>TOP 14</b>	Resolution on an authorisation to use own capital derivatives when acquiring the Company's own shares	136,883,072	82.89%	126,436,092	92.3680%	10,446,980	7.6320%	<b>accepted</b>

\*) equal to number of shares, valid votes been given.