

21 September 2021

The Manager
Company Announcements Office
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

By electronic lodgement

Dear Sir/Madam

Re: Notice of ceasing to be a substantial holder – Marley Spoon AG (MMM)

We enclose notice of ceasing to be a substantial holder in Marley Spoon AG. This notice is given by Greencape Capital Pty Ltd.

Greencape ceased to be a substantial shareholder on 8 September 2021 as a result of new shares issued to an affiliate of Woolworths Group on exercise of a convertible note which was not identified at the time.

Yours faithfully

A handwritten signature in blue ink that reads "L Matthews".

Linda Matthews
Company Secretary

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme **Marley Spoon AG**

ACN/ARSN **603 969 571**

1. Details of substantial holder (1)

Name **Greencape Capital Pty Ltd**

ACN/ARSN (if applicable) **120 328 529**

The holder ceased to be a substantial holder on **08/09/2021**

The previous notice was given to the company on **04/05/2021**

The previous notice was dated **04/05/2021**

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
Refer Annexure 1	Greencape Capital Pty Ltd	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1	Refer Annexure 1

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Greencape Capital Pty Ltd	Level 2, 5 Martin Place, Sydney NSW 2000

Signature

print name **Linda Matthews** Capacity **Company Secretary**

sign here



date

21/09/2021

DIRECTIONS

(1) If there area number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 4 of the form.

(2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.

(3) See the definition of "associate" in section 9 of the Corporations Act 2001.

(4) Include details of:

(a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and

(b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

(5) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

(6) The voting shares of a company constitute one class unless divided into separate classes.

(7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Linda Matthews
Company Secretary of Greencape Capital Pty Ltd

Transactions:

Company

Name/Scheme: Marley Spoon AG (MMM)

As at: 08/09/2021

Class of security: Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
03/05/2021	Greencape Capital Pty Ltd	Buy	145,432	56,404	56,404
03/05/2021	As above	Buy	112,284	43,548	43,548
03/05/2021	As above	Buy	53,657	20,810	20,810
03/05/2021	As above	Buy	184,013	71,367	71,367
03/05/2021	As above	Buy	17,716	6,871	6,871
04/05/2021	As above	Buy	58,190	23,116	23,116
04/05/2021	As above	Buy	44,926	17,847	17,847
04/05/2021	As above	Buy	21,468	8,528	8,528
04/05/2021	As above	Buy	73,626	29,248	29,248
04/05/2021	As above	Buy	7,089	2,816	2,816
05/05/2021	As above	Buy	31,231	12,755	12,755
05/05/2021	As above	Buy	24,113	9,848	9,848
05/05/2021	As above	Buy	11,523	4,706	4,706
05/05/2021	As above	Buy	39,511	16,137	16,137
05/05/2021	As above	Buy	3,805	1,554	1,554
06/05/2021	As above	Buy	106,026	42,516	42,516
06/05/2021	As above	Buy	81,861	32,826	32,826
06/05/2021	As above	Buy	39,115	15,685	15,685
06/05/2021	As above	Buy	134,151	53,794	53,794
06/05/2021	As above	Buy	12,915	5,179	5,179
Total Number of Securities				475,555	