



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$50.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Foreign Business Corporation
Annual Report**

Filing Period: January 1 - March 1

In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

ANNUAL REPORT YEAR: 2012

1. Corporate ID No. 000728888

2. Name of Corporation GRUBHUB, INC.

3. Street Address Principal Business Office:

No. and Street: 2211 N. ELSTON AVENUE #400

City or Town: CHICAGO

State: IL Zip: 60614 Country: USA

4. Business Phone No.

877-585-7878

5. State of Incorporation

State: DE

6. Brief Description of the Character of Business Conducted in Rhode Island

ONLINE ADVERTISING FOR FOOD ESTABLISHMENTS; NOT OPEN TO THE PUBLIC

7. Names and Addresses of the Officers and Directors:

All officers and directors must be listed.

| Title | Individual Name First, Middle, Last, Suffix | Address Address, City or Town, State, Zip Code, Country |
|--------------|---|---|
| PRESIDENT | MICHAEL EVANS | 2211 N. ELSTON AVENUE #400 CHICAGO, IL 60614 USA |
| SECRETARY | MICHAEL EVANS | 2211 N. ELSTON AVE. #400 CHICAGO, IL 60614 USA |
| CEO | MATTHEW MALONEY | 2211 N. ELSTON AVE. #400 CHICAGO, IL 60614 USA |
| DIRECTOR | BILL GURLEY | 2211 N. ELSTON AVE. #400 CHICAGO, IL 60614 USA |
| DIRECTOR | BRUCE BARRON | 2211 N. ELSTON AVE. #400 CHICAGO, IL 60614 USA |
| DIRECTOR | CHARLES TEMPLETON | 2211 N. ELSTON AVE. #400 CHICAGO, IL 60614 USA |

8. Shares Authorized and Issued

| Class of Stock | Series of Stock | Par Value Per Share | Total Authorized Shares <i>Number of Shares</i> | Total Issued and Outstanding <i>Num of Shares</i> |
|----------------|-----------------|---------------------|--|--|
| PWP | D | \$0.00 | 6,500,000.00 | 5914654 |
| CWP | | \$0.00 | 60,000,000.00 | 12520544 |
| PWP | A | \$0.00 | 7,746,896.00 | 7746896 |
| PWP | B | \$0.00 | 10,176,092.00 | 9952168 |
| PWP | C | \$0.00 | 12,808,718.00 | 12808718 |

9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

Signed this 13 Day of February, 2012 at 2:52:55 PM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

By MICHAEL EVANS
Signature of Authorized Representative of the Corporation

PRESIDENT
Title

This report cannot be accepted for filing if an officer has executed the form and he/she is not listed in section 7.

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