



MARKET RELEASE

RESOLUTIONS PASSED AT ANNUAL MEETING OF SHAREHOLDERS

AUCKLAND, 24 September 2013 – The Board of SmartPay Holdings Limited (NZX: SPY ASX:SMP), a leading provider of payments and transactional solutions in New Zealand and Australia, is pleased to advise that at the Annual Meeting of Shareholders of the Company held on Tuesday 24 September 2013, all resolutions were passed by shareholders as follows:

<u>Resolution</u>		<u>Result</u>	<u>Proxy Voting</u>
1	Re-appointment of KPMG as auditors to the company	Passed by shareholders on a vote by way of show of hands	For: 65,167,310 Against: 0 Abstain: 0 Discretionary: 7,943,196
2	Board authorised to fix the auditor's remuneration for the ensuing year	Passed by shareholders on a vote by way of show of hands	For: 65,154,060 Against: 0 Abstain: 0 Discretionary: 7,956,446
3	Ivan Hammerschlag re-elected as a director of Smartpay	Passed by shareholders on a vote by way of show of hands	For: 65,167,310 Against: 0 Abstain: 0 Discretionary: 7,943,196
4	Matthew Turnbull re-elected as a director of Smartpay	Passed by shareholders on a vote by way of show of hands	For: 65,159,310 Against: 0 Abstain: 8,000 Discretionary: 7,943,196

The Board advises, in terms of NZSX Listing Rule 3.3.3(a), that the independent directors of the Company are:

- Ivan Hammerschlag (Independent Chairman)
- Gregor Barclay
- Matthew Turnbull

ENDS

Any enquiries should be directed to Bradley Gerdis Managing Director +61 (0)410 623 338