



## MARKET RELEASE

### RESOLUTIONS PASSED AT ANNUAL MEETING OF SHAREHOLDERS

AUCKLAND, 8 September 2015 – 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 8 September 2015, all resolutions were passed by shareholders as follows:

<u>Resolution</u>	<u>Result</u>	<u>Proxy Voting</u>
1. 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: 81,891,364 Against: 5,600 Discretionary: 280,541 Abstain: 0
2. Ivan Jeremy Hammerschlag re-elected as a director of Smartpay	Passed by shareholders on a vote by way of show of hands	For: 80,923,357 Against: 931,107 Discretionary: 22,500 Abstain: 300,541
3. Matthew George Turnbull re-elected as a director of Smartpay	Passed by shareholders on a vote by way of show of hands	For: 80,923,357 Against: 906,107 Discretionary: 325,541 Abstain: 22,500

The Board advises that, in terms of NZSX Listing Rule 3.3.3(a), 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 + 612 7903 6333