

7 November 2024

2024 Annual General Meeting - AGM Presentation

Zip Co Limited (ASX: ZIP) (“**Zip**”, or the “**Company**”) provides the attached copy of the AGM presentation materials to be presented at its Annual General Meeting today.

Release approved by the Board.

- ENDS -

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About Zip

ASX-listed Zip Co Limited (ASX: ZIP) is a digital financial services company, offering innovative and people-centred products. Operating in two core markets - Australia and New Zealand (ANZ) and the United States (US), Zip offers access to point-of-sale credit and digital payment services, connecting millions of customers with its global network of tens of thousands of merchants.

Founded in Australia in 2013, Zip provides fair, flexible and transparent payment options, helping customers to take control of their financial future and helping merchants to grow their businesses.

For more information, visit: www.zip.co

For any shareholding and registry service enquiries, please contact Computershare. Phone: 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia). Shareholders who would like to receive email communications from Computershare for all future correspondence, visit <http://www.computershare.com.au/easyupdate/ZIP>.



Zip Co Limited Annual General Meeting

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How to ask a question

- ✓ To ask a written question select the Q & A icon
- ✓ Select the topic your question relates to from the drop-down list
- ✓ Type your question in the text box and **press** the send button
- ✓ To ask a verbal question follow the instructions below the broadcast window.

The screenshot displays the ZIP interface with a top navigation bar containing four icons: a monitor for 'Broadcast', a document with a checkmark for 'Vote', two speech bubbles for 'Q&A' (which is highlighted with a blue underline), and a document icon for 'Documents'. Below the navigation bar, the 'Q&A' section is titled 'Your questions' and features a large, empty light blue text box. At the bottom of this section, a small downward arrow points to the text 'You may enter a question field below', which is positioned above another empty light blue text box. To the right of this text box is a solid blue rectangular button labeled 'SEND' in white capital letters.

How to vote

- ✓ When the poll is open, select the vote icon at the top of the screen
- ✓ To vote, select either For, Against or Abstain
- ✓ You will see a vote confirmation
- ✓ To change or cancel your vote “click here to change your vote” at any time until the poll is closed

The screenshot displays the ZIPP voting interface. At the top, there are four navigation icons: a monitor for 'Broadcast', a document with a '1' for 'Vote' (which is highlighted with a purple underline), two speech bubbles for 'Q&A', and a document for 'Documents'. Below the navigation bar is a grey box labeled 'Items of business'. Underneath this is a row of three buttons: 'FOR', 'AGAINST', and 'ABSTAIN'. A horizontal line separates this from the poll details, which show '2B Re-elect Ms Jane Citizen as a Director'. Below the poll title is a large purple circle with a white checkmark. At the bottom, the text reads: 'We have received your vote **for** click here to change your vote'.



Chair's address

**Diane
Smith – Gander AO**

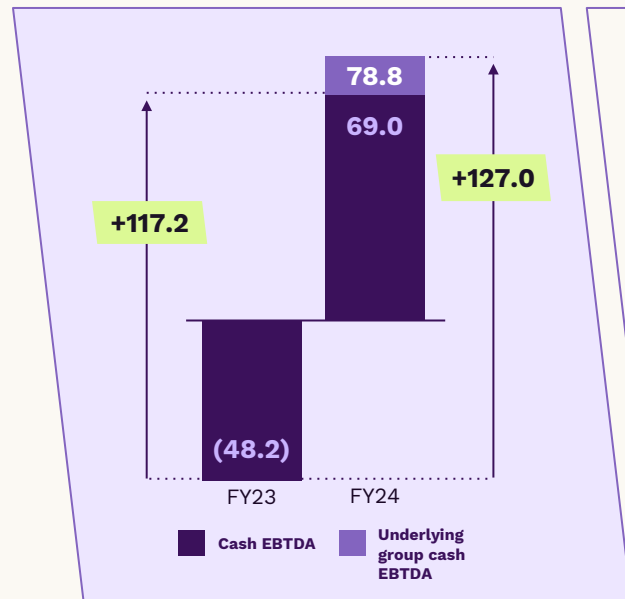
**Group CEO & Managing Director's
address**

Cynthia Scott

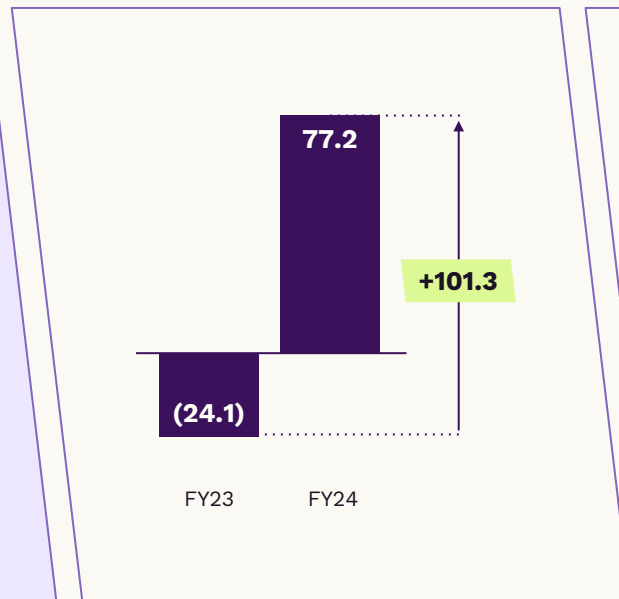


Zip delivered record profitability in FY24

Group cash EBTDA¹ (\$m)



Americas cash EBTDA (\$m)



ANZ cash EBTDA (\$m)



Strong revenue growth and disciplined cost management delivered significant operating leverage

Note: (1) Group Cash EBTDA is Earnings Before Tax, Depreciation and Amortisation, less non-cash and one-off items. Underlying Group Cash EBTDA excludes the FY24 adjustment for the cash component of employee Short Term Incentive payments (STI).

Zip is a simpler, stronger and sustainably profitable business



**Record profitable
growth**



**Simplified
balance sheet**



**Standout
US performance**



**Continued ANZ
profitability**



**Well positioned
for future growth**

Zip has reset its capital structure, delivered record profitability in FY24 and established strong foundations for growth

Zip remains committed to operating sustainably and responsibly



Financial inclusion and wellbeing

- In Australia, Zip enhanced its hardship application flow to ensure a simplified and streamlined process that supports strong customer outcomes
- In the US, Zip piloted a financial literacy hub for our most engaged app customers with content addressing various financial needs



DEI and employee wellbeing

- Employee engagement remains high with 96% participation in the FY24 Zip Group engagement survey and an overall engagement score of 80%
- Gender balance remains a priority, with 43% women across Zip's total workforce and 50% women on Zip's Board
- Gaps in gender pay equity decreased to 0% in ANZ and 1% in the US, while gender pay gaps decreased to 15% in ANZ and 13% in the US



Environmental sustainability

- For the third consecutive year, Zip partnered with an external consultant to calculate our Greenhouse gas emissions. Zip is in the process of investing in carbon offsetting initiatives to neutralise FY24 emissions
- To further support transparency and gain valuable insights on ESG performance, Zip participated in the Carbon Disclosure Project and Corporate Sustainability Assessment

OUR PURPOSE

Unlocking financial potential,
together

OUR MISSION

To bring exceptional experiences,
innovation and partnership to every
financial journey

Zip has a clear strategy to drive growth in FY25 and beyond



Growth and engagement

Secure new merchant and strategic partnerships

Scale embedded distribution channels

Enhance value proposition of existing products



Product innovation

Scale Pay in 8 (US)

Scale Zip Plus (ANZ)

Launch and rollout new higher margin products



Operational excellence

Design and build exceptional customer journeys

Invest in core operations

Drive scale and operating leverage

Prior Minutes & Formal Business

Item 1



ANNUAL FINANCIAL REPORT, DIRECTORS' REPORT AND AUDITOR'S REPORT

To receive and to consider the Annual Financial Report, the Directors' Report and the Auditor's Report for Zip and its consolidated entities for the financial year ended 30 June 2024.



Item 2



REMUNERATION REPORT

To consider and, if thought fit, pass the following as an Ordinary Resolution:

To adopt the Remuneration Report for the financial year ended 30 June 2024, as set out in the Directors' Report in the Annual Financial Report.

Note: the vote on this item is advisory only and does not bind the Directors or Zip. A voting exclusion applies to this Item.



Item 3(a)

ELECTION OF KEVIN MOSS AS A DIRECTOR

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“That Kevin Moss, having been appointed as a Director of the Company effective 21 May 2024 in accordance with the Company’s Constitution, and being eligible, is elected as a Director of the Company”



Kevin Moss' Election as a Director

Kevin Moss



Item 3(b)

ELECTION OF MATTHEW W. SCHUYLER AS A DIRECTOR

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“That Matthew W. Schuyler, having been appointed as a Director of the Company effective 7 October 2024 in accordance with the Company’s Constitution, and being eligible, is elected as a Director of the Company”



Matthew W. Schuyler's Election as a Director

Matthew W. Schuyler



Item 3(c)

RE-ELECTION OF DIANE SMITH-GANDER AO AS A DIRECTOR

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“That Diane Smith-Gander AO, who retires by rotation in accordance with the Company’s Constitution, and being eligible, be re-elected as a Director of the Company.”



Diane Smith-Gander AO
Re-election as a Non-Executive
Director

**Diane Smith-
Gander AO**



Item 4

THE GRANTING OF RESTRICTED RIGHTS TO NON-EXECUTIVE DIRECTORS

To consider and, if thought fit, pass the following as an Ordinary Resolution:

“That approval is given for the purposes of ASX Listing Rule 10.14 and all other purposes, for the issue of Restricted Rights to Non-Executive Directors of the Company in office from time to time under the Zip Co Limited NED Equity Plan for the next three years commencing on the day this resolution is passed.”



A voting exclusion applies to this Item.

Item 5(a)

GRANT OF SHORT-TERM VARIABLE REWARD (STVR) SHARES UNDER THE EQUITY INCENTIVE PLAN (EIP) TO CYNTHIA SCOTT

To consider and, if thought fit, pass the following, as an Ordinary Resolution:

“That approval is given for the purposes of ASX Listing Rule 10.14 and all other purposes, for the issue of 238,278 STVR shares to Cynthia Scott (a Director of the Company) under the Equity Incentive Plan.”

✓ A voting exclusion applies to this Item.

Item 5(b)

GRANT OF SHORT-TERM VARIABLE REWARD (STVR) SHARES UNDER THE EQUITY INCENTIVE PLAN (EIP) TO LARRY DIAMOND

To consider and, if thought fit, pass the following, as an Ordinary Resolution:

“That approval is given for the purposes of ASX Listing Rule 10.14 and all other purposes, for the issue of 164,263 STVR shares to Larry Diamond (a Director of the Company) under the Equity Incentive Plan.”

✓
A voting exclusion applies to this Item.

Item 6

GRANT OF LONG-TERM VARIABLE REWARD PERFORMANCE RIGHTS UNDER THE EIP TO CYNTHIA SCOTT

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“That approval is given for the purposes of ASX Listing Rule 10.14, section 200B of the Corporations Act and all other purposes, for the issue of 736,329 Performance Rights to Cynthia Scott (a Director of the Company) under the Equity Incentive Plan”



A voting exclusion applies to this Item.

Item 7

RENEWAL OF PROPORTIONAL TAKEOVER PROVISIONS IN THE COMPANY'S CONSTITUTION

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“That, for the purposes of sections 136(2) and 648G(4) of the Corporations Act and for all other purposes, the proportional takeover approval provisions in clause 13.6 of the Company’s Constitution be renewed for a period of three years commencing on the day this resolution is passed.”



Poll



Close of Meeting & Questions

Thank you.



Disclaimer and important notices

The information contained in this presentation has been prepared by Zip Co Limited ACN 139 546 428 (Company).

This presentation contains summary information about the current activities of the Company and its subsidiaries as at the date of this presentation. The information in this presentation is of a general nature and does not purport to be complete or to provide all information that an investor should consider when making an investment decision. It should be read in conjunction with the Company's other periodic and continuous disclosure announcements lodged with the Australian Securities Exchange. Certain market and industry data used in connection with this presentation has been obtained from research, surveys or studies conducted by third parties, including industry or general publications. Neither the Company nor its representatives have independently verified any such data provided by third parties.

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An investment in the Company's shares is subject to investment and other known and unknown risks, some of which are beyond the control of the Company. Such risks and uncertainties include, but are not limited to: the acquisition and retention of customers, third party service provider reliance, competition, reliance on key personnel, additional requirements for capital, the ability to raise sufficient funds to meet the needs of the Company in the future, potential acquisitions, platform disruption, commercialisation, changes in technology, reliance on new products, development timeframes, product distribution, insurance, security breaches, maintenance of key business partner relationships, management of growth, brand establishment and maintenance, as well as political and operational risks, and governmental regulation and change in laws. Additional risks and uncertainties that the Company is unaware of, or that it currently considers to be immaterial, may also become important factors that adversely affect the Company's operating and financial performance.

Usability of the Company's products depend upon various factors outside the control of the Company including, but not limited to: device operating systems, mobile device design and operation and platform provider standards and reliance on access to internet. A number of the Company's products and possible future products contain or will contain open source software, and the Company may license some of its software through open source projects, which may pose particular risks to its proprietary software and products in a manner that could have a negative effect on its business. The Company's intellectual property rights are valuable, and any inability to protect them could reduce the value of its products and brand. The Company's products may contain programming errors, which could harm its brand and operating results. The Company will rely on third party providers and internet search engines (amongst other facilities) to direct customers to the Company's products.

The Company does not guarantee any particular rate of return or the performance of the Company, nor does it guarantee the repayment of capital from the Company or any particular tax treatment. Before investing in the Company, you should consider whether this investment is suitable for you. Potential investors should consider publicly available information on the Company, carefully consider their personal circumstances and consult their professional advisers before making an investment decision.

This presentation was approved by the Board.