

ASX Release

25 November 2022

Results of 2022 Annual General Meeting

In accordance with ASX Listing Rule 3.13.2 & section 251AA of the Corporations Act, the following information is provided to the ASX in relation to the resolutions put to the shareholders of Spenda Limited at its Annual General Meeting of shareholders held on 25 November 2022.

All resolutions, other than Resolution 9 which was withdrawn prior to the meeting, were put to the meeting by a poll, called by the Chair pursuant to the Notice of Meeting. The Chair voted all undirected proxies held at his discretion in favour of each resolution. Resolution 1 – Adoption of Remuneration Report, and Resolution 14 – Approval of Issue of Options to Adrian Floate, Director of the Company were not passed at the meeting. All other resolutions passed.

A summary of the poll voting results is set out on the following pages.

– ENDS –

About Spenda

Spenda Limited (ASX: SPX) is a transaction services business supplying industries with a broad range of B2B payment services, digital trading software and integrated solutions. Our goal is to convert EFT payments to card payments utilising the BPSP engagement coupled with our payments collaboration framework. Our competitive advantages deliver customers end-to-end e-invoicing integration, rapid ordering, digital trust and automated reconciliation.

Spenda supplies its customers a recipe of integrated software to create a vertical market standard operating environment (SOE) that enables the effective and seamless transfer of data from multiple, disparate software systems in one standardised technology solution, such



as SpendaRetail. Spenda has licensing agreements with third-party software vendors that enable it to provide integrated SOE solutions to its customers.

For investors seeking information on the Company's activities that relate to marketing, customer events and other acknowledgement of customer activities, this information will be posted to the Company's news section of the website and on social media channels with the handle #getSpenda, active on Twitter, LinkedIn, Instagram and Facebook.

For more information, see <https://spenda.co/investor-centre/>

This announcement has been authorised by the Company Secretary, Justyn Stedwell.

Investor Enquiries

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Friday, 25 November 2022

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Disclosure of Proxy Votes

Spenda Limited

Annual General Meeting

In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

			Proxy Votes				Poll Results (if applicable)		
Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
1 Adoption of Remuneration Report	P	348,059,705	106,898,655 30.71%	221,176,212 63.55%	431,885	19,984,838 5.74%	142,960,918 39.26%	221,176,212 60.74%	431,885
2 Re-election of Stephen Dale as Director	P	755,981,038	647,555,416 85.66%	87,951,148 11.63%	36,020,425	20,474,474 2.71%	684,107,315 88.61%	87,951,148 11.39%	36,020,425
3 ASX Listing Rule 7.1A Approval of Future Issue of Securities	P	765,737,712	717,468,274 93.70%	25,294,964 3.30%	26,263,751	22,974,474 3.00%	756,520,173 96.76%	25,294,964 3.24%	26,263,751
4 Ratification of Prior Issue of Shares	P	774,217,645	722,505,460 93.32%	31,237,711 4.03%	17,783,818	20,474,474 2.64%	759,057,359 96.05%	31,237,711 3.95%	17,783,818
5 Ratification of Prior Issue of unlisted Options	P	774,228,645	722,432,080 93.31%	31,322,091 4.05%	17,772,818	20,474,474 2.64%	758,983,979 96.04%	31,322,091 3.96%	17,772,818
6 Ratification of Prior Issue of Shares	P	643,421,599	591,637,034 91.95%	31,310,091 4.87%	17,852,318	20,474,474 3.18%	628,188,933 95.25%	31,310,091 4.75%	17,852,318
7 Ratification of Prior Issue of Shares and listed Options	P	774,149,145	722,349,580 93.31%	31,325,091 4.05%	17,852,318	20,474,474 2.64%	758,901,479 96.04%	31,325,091 3.96%	17,852,318

			Proxy Votes				Poll Results (if applicable)		
Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
8 Ratification of Prior Issue of listed Options	P	656,752,102	604,952,537 92.11%	31,325,091 4.77%	17,850,318	20,474,474 3.12%	641,504,436 95.34%	31,325,091 4.66%	17,850,318
9 Adoption of Employee Share Plan	Withdrawn								
10 Approval of Issue of Remuneration Sacrifice Shares to Adrian Floate, Director of the Company	P	446,829,597	396,113,665 88.65%	30,472,094 6.82%	300,203,319	20,243,838 4.53%	432,434,928 93.42%	30,472,094 6.58%	300,203,319
11 Approval of Issue of Remuneration - Sacrifice Shares to Peter Richards, Director of the Company	P	446,829,597	396,103,665 88.65%	30,482,094 6.82%	63,614,924	20,243,838 4.53%	432,424,928 93.42%	30,482,094 6.58%	63,614,924
12 Approval of Issue of Remuneration - Sacrifice Shares to Howard Digby, Director of the Company	P	446,829,597	396,105,665 88.65%	30,474,094 6.82%	35,136,853	20,249,838 4.53%	432,432,928 93.42%	30,474,094 6.58%	35,136,853
13 Approval of Issue of SPXO Listed Options to Adrian Floate, Director of the Company	P	454,809,167	389,819,867 85.71%	62,893,442 13.83%	292,223,749	2,095,858 0.46%	407,993,150 86.64%	62,893,442 13.36%	292,223,749
14 Approval of Issue of Options to Adrian Floate, Director of the Company	P	475,809,167	225,262,245 47.34%	248,445,064 52.22%	271,223,749	2,101,858 0.44%	243,211,528 49.44%	248,675,064 50.56%	271,223,749
15 Approval of Issue of Shares to Adrian Floate, Director of the Company	P	454,809,167	389,727,519 85.69%	62,985,790 13.85%	292,223,749	2,095,858 0.46%	407,900,802 86.62%	62,985,790 13.38%	292,223,749

