

1 June 2020

**ASX RELEASE**

Company Announcements Platform

**RESULTS OF MEETING**

**Sezzle Inc.** (ASX: **SZL**) advises in accordance with Listing Rule 3.13.2, the details of the resolutions and the proxies received in respect of each resolution from today's Annual Stockholder Meeting as set out in the attached summary.

All resolutions were carried in favour by way of a poll except resolution 10 (Approval for Additional Placement Capacity) which was withdrawn prior to the meeting as the Company is not an '*Eligible Entity*' as defined in the ASX Listing Rules as the market capitalisation exceeds the relevant threshold.

This announcement has been authorised by Justin Clyne, Company Secretary.

Contact details regarding this announcement:

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Company Secretary

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**About Sezzle Inc.**

Sezzle is a rapidly growing fintech company on a mission to financially empower the next generation. Sezzle's payment platform increases the purchasing power for more than one million Active Customers across the U.S. and Canada by offering interest-free installment plans at online stores and select in-store locations. Sezzle's transparent, inclusive, and seamless payment option allows consumers to take control over the spending, be more responsible, and gain access to financial freedom. When End-customers apply, approval is instant, and their credit scores are not negatively impacted.

This increase in purchasing power for End-customers leads to increased sales and basket sizes for over 14,900 Active Merchants that offer Sezzle in the U.S. and Canada.

or more information visit [sezzle.com](https://sezzle.com).

Sezzle's CDIs are issued in reliance on the exemption from registration contained in Regulation S of the US Securities Act of 1933 (Securities Act) for offers of securities which are made outside the US. Accordingly, the CDIs, have not been, and will not be, registered under the Securities Act or the laws of any state or other jurisdiction in the US. As a

result of relying on the Regulation S exemption, the CDIs are ‘restricted securities’ under Rule 144 of the Securities Act. This means that you are unable to sell the CDIs into the US or to a US person who is not a QIB for the foreseeable future except in very limited circumstances until after the end of the restricted period, unless the re-sale of the CDIs is registered under the Securities Act or an exemption is available. To enforce the above transfer restrictions, all CDIs issued bear a FOR Financial Product designation on the ASX. This designation restricts any CDIs from being sold on ASX to US persons excluding QIBs. However, you are still able to freely transfer your CDIs on ASX to any person other than a US person who is not a QIB. In addition, hedging transactions with regard to the CDIs may only be conducted in accordance with the Securities Act.

## Instructions Given to Validly Appointed Proxies Prior to Proxy Cut Off

Proposal	Vote type	Voted
2. Re-elect Charlie Youakim	For Abstain	111,347,808 22,504
3. Re-elect Paul Victor-Paradis	For Abstain	111,347,808 22,504
4. Kathleen Pierce-Gilmore	For Abstain	111,316,737 53,575
5. Re-elect Paul Purcell	For Abstain	111,344,986 25,326
6. Re-elect Paul Alan Lahiff	For Abstain	111,303,850 66,462
7. Approval of Amendment to 2019 Equity Incentive Plan to Increase the Number of Common Stock Reserved for Issuance Thereunder	For  Against Abstain	6,822,325  274,268 36,250
8. Increase in the Number of Directors from 5 to 7	For Against Abstain	111,060,245 215,692 94,375
9. Election of Michael Cutter	For Abstain	111,161,734 208,578
10. Approval for Additional Placement Capacity		Not Applicable
11. Approval of Amendment to By-laws and Certificate of Incorporation	For  Against Abstain	111,246,736  76,846 46,730

## Number of Votes Cast on the Poll and Result for each Resolution

Proposal	Vote type	Voted	Result
2. Re-elect Charlie Youakim	For Abstain	111,372,808 (99.98%) 22,504 (0.02%)	Carried
3. Re-elect Paul Victor-Paradis	For Abstain	111,372,808 (99.98%) 22,504 (0.02%)	Carried
4. Kathleen Pierce-Gilmore	For Abstain	111,341,737(99.95%) 53,575 (0.05%)	Carried
5. Re-elect Paul Purcell	For Abstain	111,369,986 (99.98%) 25,326 (0.02%)	Carried
6. Re-elect Paul Alan Lahiff	For Abstain	111,328,850 (99.94%) 66,462 (0.06%)	Carried
7. Approval of Amendment to 2019 Equity Incentive Plan to Increase the Number of Common Stock Reserved for Issuance Thereunder	For  Against Abstain	6,847,325 (95.67%)  274,268 (3.83%) 36,250 (0.50%)	Carried
8. Increase in the Number of Directors from 5 to 7	For Against Abstain	111,085,245 (99.73%) 215,692 (0.19%) 94,375 (0.08%)	Carried
9. Election of Michael Cutter	For Abstain	111,186,734 (99.81%) 208,578 (0.19%)	Carried
10. Approval for Additional Placement Capacity			Withdrawn
11. Approval of Amendment to By-laws and Certificate of Incorporation	For  Against Abstain	111,271,736 (99.89%)  76,846 (0.07%) 46,730 (0.04%)	Carried