

ASX: 9SP
ASX Release
25 September 2020

Results of the 2020 Annual General Meeting of Shareholders

Auckland, NZ | 25 September 2020 9Spokes (ASX: 9SP or the “Company”), a management app that brings meaningful data together across a business, its apps, and its bank, held its 2020 Annual Meeting today at 12pm NZT (10am AEST).

The following 8 resolutions were put to shareholders of 9Spokes at the Annual General Meeting and each was passed by way of a poll:

Ordinary resolutions

Resolution 1: Ratification of First Tranche Shares

That, for the purposes of ASX Listing Rule 7.4 and all other purposes, Shareholders ratify and approve the previous issue and allotment of 166,000,000 Shares to certain sophisticated and professional investors at an issue price of A\$0.036 per Share, as set out in the Explanatory Memorandum.

Resolution 2: Approval for issue of Second Tranche Shares and Nominal Shares

That, for the purposes of ASX Listing Rule 7.1 and all other purposes, Shareholders approve the issue and allotment of 111,777,778 Shares to certain sophisticated and professional investors at an issue price of A\$0.036 per Share, as set out in the Explanatory Memorandum.

Resolution 3: Change of Auditor

That for the purposes of Section 196 of the NZ Companies Act 1993, BDO Auckland be appointed as new auditors of the Company and the Board be authorised to fix the fees of the auditor.

Resolution 4: Rotation and re-election of Thomas Power as a Director

That Thomas Power, who retires by rotation in accordance with paragraph 12.5 of the Company's constitution, be re-elected as a Director.

Resolution 5: Re-election of Shelley Ruha as a Director

That Shelley Ruha, in accordance with clause 12.4(b) of the Company's constitution, be re-elected as a Director of the Company.

Resolution 6: Ratification of additional 10% Capacity Shares

That, for the purposes of ASX Listing Rule 7.4 and all other purposes, Shareholders ratify and approve the previous issue and allotment of 90,999,415 Shares in the Company to certain

sophisticated and professional investors at an issue price of A\$0.015 per Share, as set out in the Explanatory Memorandum.

Resolution 7: Issue of Director Options to Adrian Grant

That, for the purpose of ASX Listing Rule 10.14 and for all other purposes, approval be given for the Company to issue to Adrian Grant or his nominee, up to 8,455,613 Options under the ESOP and on the terms and conditions as set out in the Explanatory Memorandum (Director Options).

Special resolution

Resolution 8: Approval of Additional 10% Placement Capacity

That, for the purpose of ASX Listing Rule 7.1A and for all other purposes, approval be given for the Company to be able to issue additional Equity Securities totalling up to 10% of the issued capital of the Company (at the time of the issue), calculated in accordance with the formula prescribed by ASX Listing Rule 7.1A.2, and on the terms set out in the Explanatory Memorandum.

The full results of voting are set out in the attached table to this market announcement.

The terms defined above have the meaning given to them in the Notice of Meeting of Shareholders dated 10 September 2020.

Announcement authorised by 9Spokes' Company Secretary, Melisa Beight.

For further information, please contact:

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About 9Spokes

9Spokes is a powerful business ecosystem with global scale. It offers modern businesses a management app that brings meaningful data together across a business, its apps, and its bank. Think of 9Spokes as a virtual advisor, here to motivate and guide businesses so they not only survive but grow and thrive.

Powered by bank and business data, 9Spokes delivers meaningful, personalized, and shareable insights to businesses to help inform their next move and steer them towards their goals. It's a collaborative resource that facilitates holistic conversations between businesses and their banks that go beyond just the financials, helping to improve visibility and reduce risk. Businesses gain a value-added business hub, while their banks get the insights needed to offer products and services better tailored to their customers' needs.

Find out more at 9spokes.com



9 Spokes International Limited
Annual General Meeting
Friday, 25 September 2020
Results of Meeting

The following information is provided in accordance with ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
1. Ratification of First Tranche Shares	Ordinary	241,167,396 97.60%	291,667 0.12%	5,629,122 2.28%	2,326,594	292,164,205 99.90%	291,667 0.10%	2,326,594	Carried
2. Approval for issue of Second Tranche Shares and Nominal Shares	Ordinary	219,046,451 88.71%	22,245,945 9.01%	5,629,122 2.28%	2,493,261	270,043,260 92.39%	22,245,945 7.61%	2,493,261	Carried
3. Change of Auditor	Ordinary	327,501,227 98.15%	0 0.00%	6,180,289 1.85%	220,089	379,049,203 100.00%	0 0.00%	220,089	Carried
4. Rotation and re-election of Thomas Power as a Director	Ordinary	302,260,120 97.06%	3,139,329 1.01%	6,029,122 1.94%	22,473,034	353,656,929 99.12%	3,139,329 0.88%	22,473,034	Carried
5. Re-election of Shelley Ruha as a Director	Ordinary	326,707,060 97.99%	671,667 0.20%	6,029,122 1.81%	493,756	378,103,869 99.82%	671,667 0.18%	493,756	Carried
6. Ratification of Additional 10% Capacity Shares	Ordinary	300,458,820 91.34%	22,826,695 6.94%	5,654,122 1.72%	2,422,806	351,196,467 93.90%	22,826,695 6.10%	2,422,806	Carried
7. Issue of Director Options to Adrian Grant	Ordinary	217,645,579 86.58%	25,497,607 10.14%	8,224,377 3.27%	51,913,771	269,654,796 91.36%	25,497,607 8.64%	53,212,456	Carried
8. Approval of Additional 10% Placement Capacity	Special	303,135,194 91.46%	22,640,028 6.83%	5,654,122 1.71%	2,472,261	353,872,841 93.99%	22,640,028 6.01%	2,472,261	Carried

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.