

11 June 2021

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.

This announcement has been authorised by Justin Clyne, 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 millions of Active Consumers by offering interest-free installment plans at online stores and select in-store locations. This increase in purchasing power for consumers leads to increased sales and basket sizes for the more than 34,000 Active Merchants that offer Sezzle. Sezzle's transparent, inclusive, and seamless payment option allows consumers to take control over their spending, be more responsible, and gain access to financial freedom. When consumers apply, approval is instant, and their credit scores are not impacted, unless the consumer elects to opt-in to a credit building feature, called Sezzle Up.

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Sezzle CDIs

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 holders 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.



SEZZLE INC.
2021 Annual General Meeting (11/6/2021)

Final Voting Summary

Eligible Votes:	197,522,743.000000
Voted Total:	125,810,124.000000
Shares Voted (%):	63.69%

Resolution	Vote type	Proxy Vote Result		Poll Result		Poll result
2. Re-Election of Charlie Youakim	For	125,063,032.000000	99.41	125,063,032.000000	99.41	Carried
	Withheld	747,092.000000	0.59	747,092.000000	0.59	
3. Re-Election of Paul Victor Paradis	For	125,062,404.000000	99.41	125,062,404.000000	99.41	Carried
	Withheld	747,720.000000	0.59	747,720.000000	0.59	
4. Re-Election of Kathleen Pierce-Gilmore	For	125,082,411.000000	99.42	125,082,411.000000	99.42	Carried
	Withheld	727,713.000000	0.58	727,713.000000	0.58	
5. Re-Election of Paul Purcell	For	125,078,281.000000	99.42	125,078,281.000000	99.42	Carried
	Withheld	731,843.000000	0.58	731,843.000000	0.58	
6. Re-Election of Paul Alan Lahiff	For	121,124,339.000000	96.28	121,124,339.000000	96.28	Carried
	Withheld	4,685,785.000000	3.72	4,685,785.000000	3.72	
7. Re-Election of Michael Cutter	For	125,083,111.000000	99.42	125,083,111.000000	99.42	Carried
	Withheld	727,013.000000	0.58	727,013.000000	0.58	
8. Ratification of Prior Issue of CDIs – July 2020 Placement	For	113,410,091.000000	90.17	113,410,091.000000	90.17	Carried
	Against	3,737,807.000000	2.97	3,737,807.000000	2.97	
	Abstain	8,633,066.000000	6.86	8,633,066.000000	6.86	
	Non Votes	29,160.000000				
9. Ratification of Prior Issue of Options and RSUs	For	125,613,817.000000	99.84	125,613,817.000000	99.84	Carried
	Against	162,577.000000	0.13	162,577.000000	0.13	
	Abstain	33,730.000000	0.03	33,730.000000	0.03	
10. Approval of 2021 Equity Incentive Plan	For	35,043,166.000000	94.7	35,043,166.000000	94.7	Carried
	Against	1,929,059.000000	5.21	1,929,059.000000	5.21	
	Abstain	31,661.000000	0.09	31,661.000000	0.09	
	Non Votes	88,806,238.000000				
11. Approval to issue 13,832 Restricted Stock Units and up to 1,500,000 Performance-based Restricted Stock Units to Executive Director - Charlie Youakim	For	32,759,865.000000	88.53	32,759,865.000000	88.53	Carried
	Against	3,603,328.000000	9.74	3,603,328.000000	9.74	
	Abstain	640,693.000000	1.73	640,693.000000	1.73	
	Non Votes	88,806,238.000000				
12. Approval to issue 13,606 Restricted Stock Units and up to 1,500,000 Performance-based Restricted Stock Units to Executive Director - Paul Victor Paradis	For	32,759,925.000000	88.53	32,759,925.000000	88.53	Carried
	Against	3,604,268.000000	9.74	3,604,268.000000	9.74	
	Abstain	639,693.000000	1.73	639,693.000000	1.73	
	Non Votes	88,806,238.000000				
13. Approval of amendment to Certificate of Incorporation	For	122,889,828.000000	97.68	122,889,828.000000	97.68	Carried
	Against	2,857,468.000000	2.27	2,857,468.000000	2.27	
	Abstain	62,828.000000	0.05	62,828.000000	0.05	