

3 June 2024

ASX ANNOUNCEMENT

Results of Extraordinary General Meeting

Gratificii Limited (ASX: GTI) (**Gratificii or the Company**) is pleased to advise that shareholders of the Company passed all Resolutions by way of a poll at the Extraordinary General Meeting held today at 10:00am (AEST).

In accordance with ASX Listing Rule 3.13.2 and Section 251AA(2) of the Corporations Act, a summary of the proxy votes and the number of votes cast on each resolution in the poll is attached.

GTI confirms that this announcement has been approved by the CEO/Managing Director of Gratificii Limited.

Ben Newling / Alicia Gill

Joint Company Secretaries

For further information, contact:

Iain Dunstan

CEO & Managing Director

Gratificii Limited

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About Gratificii Limited

Gratificii Limited (ASX:GTI) is an ASX listed company transforming the way that loyalty and rewards are managed and delivered. Our single platform is a complete solution offering affordable, market-leading functionality and configurability. Over 60 mid-to-top tier brands rely on Gratificii for their loyalty and rewards across Australia, New Zealand, Singapore and UAE.

To learn more, visit: www.gratificii.com.

Disclosure of Proxy Votes

Gratifii Limited

Extraordinary General Meeting
Monday, 03 June 2024

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)			Results
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	OUTCOME
1 APPROVAL OF PROPOSED ISSUE OF TRANCHE 2 SHARES AND OPTIONS	P	277,911,918	270,287,102 97.26%	840,000 0.30%	0	6,784,816 2.44%	294,815,415 99.72%	840,000 0.28%	0	Passed
2 APPROVAL OF PROPOSED ISSUE OF TRANCHE 1 OPTIONS	P	362,572,329	354,947,513 97.90%	840,000 0.23%	0	6,784,816 1.87%	380,725,826 99.78%	840,000 0.22%	0	Passed
3 APPROVAL OF PROPOSED ISSUE OF TRANCHE 3 SHARES AND OPTIONS TO ALSTER AUSTRALIA PTY LTD	P	346,232,774	338,607,958 97.80%	840,000 0.24%	0	6,784,816 1.96%	363,136,271 99.77%	840,000 0.23%	0	Passed
4 APPROVAL OF PROPOSED ISSUE OF TRANCHE 3 SHARES AND OPTIONS TO CELERITY NOMINEES PTY LTD	P	347,751,473	340,126,657 97.81%	840,000 0.24%	0	6,784,816 1.95%	365,904,970 99.77%	840,000 0.23%	0	Passed
5 APPROVAL OF PROPOSED ISSUE OF TRANCHE 3 SHARES AND OPTIONS TO MALOLO HOLDINGS PTY LTD	P	362,572,329	354,947,513 97.90%	840,000 0.23%	0	6,784,816 1.87%	380,725,826 99.78%	840,000 0.22%	0	Passed
6 APPROVAL OF PROPOSED ISSUE OF TRANCHE 3 SHARES AND OPTIONS TO PATRINA KERR	P	308,986,196	301,361,380 97.53%	840,000 0.27%	86,133	6,784,816 2.20%	327,139,693 99.74%	840,000 0.26%	86,133	Passed
7 RATIFICATION OF PRIOR ISSUE OF TRANCHE 1 SHARES	P	362,572,329	354,947,513 97.90%	840,000 0.23%	0	6,784,816 1.87%	380,725,826 99.78%	840,000 0.22%	0	Passed
8 RATIFICATION OF PRIOR ISSUE OF SHORT-TERM INCENTIVE SHARES	P	359,812,022	352,187,206 97.88%	840,000 0.23%	0	6,784,816 1.89%	377,965,519 99.78%	840,000 0.22%	0	Passed



			Proxy Votes				Poll Results (if applicable)			Results
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	OUTCOME
9 RATIFICATION OF PRIOR ISSUE OF NEW CONVERTIBLE NOTES	P	326,206,555	318,581,739 97.66%	840,000 0.26%	0	6,784,816 2.08%	344,360,052 99.76%	840,000 0.24%	0	Passed
10 RATIFICATION OF PRIOR ISSUE OF NEW OPTIONS	P	326,206,555	318,581,739 97.66%	840,000 0.26%	0	6,784,816 2.08%	344,360,052 99.76%	840,000 0.24%	0	Passed
11 RATIFICATION OF PRIOR ISSUE OF SHARES IN CONSIDERATION OF PAYMENT OF INTEREST	P	326,206,555	318,581,739 97.66%	840,000 0.26%	0	6,784,816 2.08%	344,360,052 99.76%	840,000 0.24%	0	Passed
12 APPROVAL TO ISSUE SHARES TO PATRINA KERR	P	308,886,196	301,261,380 97.53%	840,000 0.27%	186,133	6,784,816 2.20%	327,039,693 99.74%	840,000 0.26%	186,133	Passed

