



**NZX: SPY**  
**ASX: SMP**

#### SHARE INFORMATION

**Issued Shares:** 171,752,278

#### BOARD OF DIRECTORS

**Non- Exec Chairman:** Greg Barclay  
**Managing Director:** Bradley Gerdis  
**Non-Executive:** Matthew Turnbull  
**Executive Director:** Marty Pomeroy

#### WEBSITES

[www.smartpayinvestor.com](http://www.smartpayinvestor.com)  
[www.smartpay.co.nz](http://www.smartpay.co.nz)  
[www.smartpay.com.au](http://www.smartpay.com.au)

#### REGISTERED OFFICES

**New Zealand:**  
205 – 209 Wairau Road  
Wairau Valley  
Auckland 0627  
New Zealand

Phone: +64 (0)9 442 2700  
Fax: +64 (0)9 442 2722

[info@smartpay.co.nz](mailto:info@smartpay.co.nz)

**Australia:**  
Level 2  
117 York Street  
Sydney  
NSW 2000

Phone: +61 (0)2 7903 6302  
Fax: +61 (0)2 9869 4223

[info@smartpay.com.au](mailto:info@smartpay.com.au)

## Director Resignation

11 September 2018

The Board of Smartpay Holdings Limited advises that Bruce Mansfield has given his notice of resignation from the Board to take effect immediately.

Bruce has tendered his resignation as a result of his increasing obligations external to Smartpay which mean that he is no longer able to give the time commitment required of an independent director of a dual listed company.

As a consequence, the Company will not be voting on ordinary resolution 2, regarding Bruce's reappointment as a director of the Company at the Annual Meeting of Shareholders, being held on 25 September in Sydney.

It is the Board's intention to progress with the remainder of the resolutions and specifically resolutions 4 and 5 relating to increasing the maximum number of directors on the Board and increasing the aggregate fees available to pay the non-executive directors. The Board's intends to appoint further directors who add appropriate skills and competencies to its board to ensure that it continues to provide the leadership and governance required for the business in New Zealand and Australia.

The Board will continue to have two independent directors post the resignation of Mr Mansfield, meaning the requirements of NZSX Listing Rule 3.3.1 (c) will continue to be met. The Board has determined that Gregor Barclay and Matthew Turnbull are independent directors for the purposes of the Listing Rules.

**ENDS**

**For further information contact:**

**Greg Barclay, Chairman, +64 (21) 306 594.**

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## Corporate Directory

[http://www.smartpayinvestor.com/  
investor@smartpayltd.com](http://www.smartpayinvestor.com/investor@smartpayltd.com)

### Registered and Principal offices

New Zealand:  
205 – 209 Wairau Road  
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Fax: +61 (0)2 9869 4223

Website:  
[www.smartpay.com.au](http://www.smartpay.com.au)

### Shareholder Enquiries

Enquiries concerning shareholdings should be addressed to:

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