

## Market Release

21 August 2019

### Results of the 2019 Annual Meeting of Shareholders

At Serko Limited's (NZX: SKO/ASX:SKO) shareholder meeting, held in Auckland today, shareholders were asked to vote on one special resolution and four ordinary resolutions, which were supported by the Board.

As required by NZX Listing Rule 6.1, all voting was conducted by a poll.

The special resolution passed by shareholders was:

1. That the existing constitution of Serko Limited be revoked and the constitution tabled at the annual meeting of shareholders and signed by the Chairman for the purposes of identification be adopted with effect from the close of that meeting.

The ordinary resolutions passed by shareholders were:

2. That Mr Clyde McConaghy be re-elected as a non-executive director of Serko Limited.
3. That Mr Darrin Grafton be re-elected as an executive director of Serko Limited.
4. That the maximum aggregate amount of remuneration payable by Serko Limited to its non-executive directors (in their capacity as directors) be increased by NZD\$100,000 per annum (plus GST, where applicable) from a total pool of NZD\$350,000 per annum to NZD\$450,000 per annum (plus GST, where applicable), to be paid and allocated to the non-executive directors as the Board considers appropriate and that any remuneration payable to non-executive directors may, at the Board's discretion, be paid either in part or in whole by way of an issue of Equity Securities (as that term is defined in the NZX Listing Rules) in the Company.
5. That the directors are authorised to fix the fees and expenses of the auditor of Serko Limited.

Detail of the total number of votes cast in person or by a proxy holder are:

Resolution	For	Against	Abstain
1. That the existing constitution of Serko Limited be revoked and the constitution tabled at the annual meeting of shareholders and signed by the Chairman for the purposes of identification be adopted with effect from the close of that meeting.	57,330,748 99.27%	424,224 0.73%	16,371
2. That Mr Clyde McConaghy be re-elected as a non-executive director of Serko Limited.	54,923,961 97.80%	1,234,728 2.20%	1,591,817

3. That Darrin Grafton be re-elected as an executive director of Serko Limited.	57,761,631 99.98%	12,182 0.02%	821
4. That the maximum aggregate amount of remuneration payable by Serko Limited to its non-executive directors (in their capacity as directors) be increased by NZD\$100,000 per annum (plus GST, where applicable) from a total pool of NZD\$350,000 per annum to NZD\$450,000 per annum (plus GST, where applicable), to be paid and allocated to the non-executive directors as the Board considers appropriate and that any remuneration payable to non-executive directors may, at the Board's discretion, be paid either in part or in whole by way of an issue of Equity Securities (as that term is defined in the NZX Listing Rules) in the Company.	53,163,000 96.77%	1,777,070 3.23%	9,150
5. That the directors are authorised to fix the fees and expenses of the auditor of Serko Limited.	57,751,295 99.98%	12,371 0.02%	550

Authority for this announcement	
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