



29 November 2019

ASX Market Announcements
Level 6, Exchange Centre
20 Bridge Street
Sydney NSW 2000

ZIP CO LIMITED
RESULTS OF ANNUAL GENERAL MEETING

Zip Co Limited (ASX:Z1P) is pleased to announce the results of the Company's Annual General Meeting held on 29 November 2019 in accordance with Listing Rule 3.13.2 and Section 251AA(2) of the Corporations Act.

We advise that:

(a) A summary of valid and eligible proxies received for the above meeting was as follows:

Resolution No and Type	Resolution Item	Proxy Results					
		For	Against	Abstain	Valid Open Proxy's Discretion ***	Invalid/ Excluded/ Open unusable **	Total *
1 Ordinary	Resolution 1 Adoption of Remuneration Report	105,687,602	3,795,305	2,383,152	538,940	85,432,751	197,837,750
2 Ordinary	Resolution 2 Re-election of Philip Crutchfield as Director	179,673,152	17,477,037	147,906	539,655	0	197,837,750
3 Ordinary	Resolution 3 Approval of Issue of STIP Shares to Larry Diamond, Director of the Company	108,780,451	999,616	2,080,115	544,817	85,432,751	197,837,750
4 Ordinary	Resolution 4 Approval of Issue of STIP Shares to Peter Gray, Director of the Company	108,791,072	1,014,812	2,060,298	538,817	85,432,751	197,837,750
5 Ordinary	Resolution 5 Approval to Increase the Maximum Aggregate Amount of Non-Executive Directors' Fees	40,697,785	15,638,542	55,529,555	539,117	85,432,751	197,837,750

* There were no invalid votes.

** There were no votes in the "votes excluded / no instruction" column in the table above where the nominee registered shareholder had not received instructions from the beneficial shareholder. The votes in this column are votes unable to be cast due to voting restrictions as outlined in the Notice of Meeting.

*** Of the 'undirected votes', all votes except for 99,932 votes for all resolutions were cast with the Chair as proxy, which as outlined in the Notice of Meeting would be voted FOR all resolutions.

(b) The following ordinary resolutions were passed on a show of hands:

Resolution 1 – Adoption of Remuneration Report

For the record the show of hands and proxy position were in excess of 75% in favour of the resolution.

Resolution 2 – Re-election of Philip Crutchfield as Director

Resolution 3 – Approval of Issue of STIP Shares to Larry Diamond, Director of the Company

Resolution 4 - Approval of Issue of STIP Shares to Peter Gray, Director of the Company

Resolution 5 - Approval to Increase the Maximum Aggregate Amount of Non-Executive Directors' Fees

Yours sincerely,

A handwritten signature in black ink, appearing to read 'D Franks', with a stylized flourish at the end.

David Franks
Company Secretary