

30 November 2023

Results of Annual General Meeting

The board of IncentiaPay Limited (**IncentiaPay** or the **Company**) (ASX:INP) is pleased to advise that shareholders of the Company passed all Resolutions by poll at the Annual General Meeting held today at 3:00pm (AEDT).

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.

Authorised for release by the Board

For further information please contact:

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As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

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Resolution Voted on at the meeting		Proxy Votes (as at proxy close)				Total votes cast in the poll (where applicable)				
No	Short Description	Strike Y/N/NA	For	Against	Discretionary (open votes)	Abstain	For	Against	Abstain **	Result
1	ADOPTION OF REMUNERATION REPORT	N	893,170,234 99.14%	192,568 0.02%	7,520,000 0.83%	296,953	900,690,234 99.98%	192,568 0.02%	296,953	Carried
2	RE-ELECTION OF CHARLES ROMITO AS NON-EXECUTIVE DIRECTOR	NA	893,238,400 99.15%	124,402 0.01%	7,520,000 0.83%	296,953	960,282,769 99.99%	124,402 0.01%	296,953	Carried
3	APPOINTMENT OF WILLIAM BUCK AS AUDITOR	NA	893,362,802 99.17%	0 0.00%	7,520,000 0.83%	296,953	960,407,171 100.00%	0 0.00%	296,953	Carried
4	RATIFICATION OF APPOINTMENT OF ANI CHAKRABORTY AS MANAGING DIRECTOR	NA	893,298,415 99.16%	64,387 0.01%	7,520,000 0.83%	296,953	960,342,784 99.99%	64,387 0.01%	296,953	Carried
5	APPROVAL TO ISSUE PERFORMANCE RIGHTS TO ANI CHAKRABORTY UNDER EMPLOYEE INCENTIVE PLAN	NA	893,078,337 99.13%	284,465 0.03%	7,520,000 0.83%	296,953	960,122,706 99.97%	284,465 0.03%	296,953	Carried
6	APPROVAL OF LOAN FUNDED SHARE PLAN FOR NON-EXECUTIVE DIRECTORS	NA	868,130,781 96.36%	25,232,021 2.80%	7,520,000 0.83%	296,953	875,650,781 97.20%	25,232,021 2.80%	296,953	Carried
7	APPROVAL TO ISSUE PLAN SHARES TO CHARLES ROMITO UNDER LOAN FUNDED SHARE PLAN	NA	868,130,781 96.36%	25,232,021 2.80%	7,520,000 0.83%	296,953	935,175,150 97.37%	25,232,021 2.63%	296,953	Carried
8	APPROVAL OF CAPACITY TO ISSUE SECURITIES UNDER LISTING RULE 7.1A	NA	868,886,495 96.45%	24,476,307 2.72%	7,520,000 0.83%	296,953	935,930,864 97.45%	24,476,307 2.55%	296,953	Carried

** - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item