

23 June 2016

Results of resolutions at Special Meeting

The board of Michael Hill International Limited (NZX: MHI) is pleased to advise that both resolutions proposed at the Special Meeting held today in Auckland were passed by the required majorities.

The results of each poll are as follows:

Resolution 1 – Approval of the Hill HoldCo Transaction for the purposes of Rule 7(c) of the Takeovers Code

Votes for: 102,594,688 or 99.32% of all voting rights entitled to vote and voting

Votes against: 706,007 or 0.68% of all voting rights entitled to vote and voting

Resolution 2 – Approval of the scheme of arrangement for the purposes of Part 15 of the Companies Act 1993

Interest class 1 – Hill HoldCo

Votes for: 202,644,452 or 100% of all voting rights entitled to vote and voting

Votes against: 0 or 0% of all voting rights entitled to vote and voting

Interest class 2 – All other shareholders

Votes for: 104,455,050 or 99.40% of all voting rights entitled to vote and voting

Votes against: 627,907 or 0.60% of all voting rights entitled to vote and voting

“In favour” as a percentage of total shares on issue: 80.15%

The Company will now proceed to seek final orders from the High Court approving the scheme of arrangement, as well as approvals from ASX and NZX to the necessary listings. If all approvals are granted, the Company expects the scheme to be implemented on 29 June 2016, with the new ASX listing in place from early July 2016.

For further information:

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