

25 October 2022

To: Company Announcements Office  
ASX Limited

Company Announcements Office  
NZX Limited

**Results of Annual General Meeting**

The Company is pleased to advise that all resolutions (as detailed in the Notice of Meeting dated 23 September 2022) put to the 2022 Annual General Meeting held earlier today were decided on a poll and passed by shareholders.

In accordance with ASX Listing Rule 3.13.2 and section 251AA of the Corporations Act, attached are the details of the total number of eligible direct votes and proxies received and the total number of votes cast in respect of each resolution.

This announcement is authorised for release by the Company Secretary.

- ENDS -

**For further information:**

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Company Secretary  
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**MICHAEL HILL INTERNATIONAL LIMITED**  
**2022 Annual General Meeting**  
**Tuesday, 25 October 2022**  
**Results of Meeting**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

| Resolution details   |                    | Instructions given to validly appointed proxies<br>(as at proxy close) |           |                       |         | Direct votes<br>(as at close of direct voting) |         |             | Number of votes cast on the poll<br>(where applicable) |                    |             | Resolution<br>Result     |
|--|--------------------|--|-----------|-----------------------|---------|--|---------|-------------|--|--------------------|-------------|--------------------------|
| Resolution   | Resolution<br>Type | For  | Against   | Proxy's<br>Discretion | Abstain | For  | Against | Abstain     | For  | Against            | Abstain*    | Carried /<br>Not Carried |
| 1 Remuneration Report  | Ordinary           | 61,963,557   | 3,623,942 | 98,127                | 304,911 | 3,771,818                                      | 112,313 | 2,288,995   | 66,169,963<br>94.66%                                   | 3,736,255<br>5.34% | 2,593,906   | Carried                  |
| 2 Re-election of Gary Smith as Director  | Ordinary           | 65,797,983   | 66,427    | 98,127                | 28,000  | 173,623,300                                    | 82,600  | 98,392      | 239,830,871<br>99.93%                                  | 174,027<br>0.07%   | 126,392     | Carried                  |
| 3 Company Incentive Plan   | Ordinary           | 62,880,000   | 2,990,910 | 98,127                | 21,500  | 3,233,063                                      | 365,245 | 170,205,984 | 66,273,190<br>95.08%                                   | 3,425,716<br>4.92% | 170,432,384 | Carried                  |
| 4 Grant of share rights to Mr Daniel Bracken under the Company long term Incentive Plan  | Ordinary           | 65,126,035   | 739,672   | 98,127                | 26,703  | 173,236,962                                    | 481,466 | 85,864      | 238,728,024<br>99.46%                                  | 1,290,699<br>0.54% | 112,567     | Carried                  |
| 5 Grant of share rights to Mr Daniel Bracken under the Company short term Incentive Plan | Ordinary           | 65,505,976   | 74,820    | 98,127                | 311,614 | 172,966,479                                    | 727,439 | 110,374     | 238,782,582<br>99.61%                                  | 926,720<br>0.39%   | 421,988     | Carried                  |

\* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.