



**13 August 2019**

The Manager  
Company Announcements Office  
Australian Securities Exchange Ltd  
Level 6, Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

Dear Sir/Madam

**OFX Group Limited (OFX) – Results of Annual General Meeting 2019**

The outcome of the poll conducted at OFX's Annual General Meeting (**AGM**) held earlier today was:

Item 2	Adoption of the Remuneration Report for the year ended 31 March 2019	Passed
Item 3	Election of Ms Connie Carnabuci as a Director of the Company	Passed
Item 4	Approval of issue of shares and loan to Managing Director, Mr John Alexander Malcolm under the OFX Group Limited Executive Share Plan	Passed
Item 5	Approval of issue of performance rights to Managing Director, Mr John Alexander Malcolm under the OFX Group Limited Global Equity Plan	Passed

In accordance with Listing Rule 3.13.2 and section 251AA of the *Corporations Act 2001* (Cth), the total number of proxies received, and the total number of votes cast on each poll is attached.

Yours sincerely

Freya Smith  
Chief Legal Officer and Company Secretary  
**OFX Group Limited**

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.

Resolution	Manner in which the securityholder directed the proxy vote (as at proxy close):				Manner in which votes were cast in person or by proxy on a poll (where applicable)		
	Votes For	Votes Against	Votes Discretionary	Votes Abstain	For	Against	Abstain **
2 REMUNERATION REPORT	132,654,253	12,977,729	10,734,409	606,541	143,540,682 91.71%	12,981,129 8.29%	618,041
3 ELECTION OF MS CONNIE CARNABUCI	146,155,806	8,237,134	1,955,637	624,355	148,779,540 94.75%	8,240,534 5.25%	626,855
4 APPROVAL OF ISSUE OF SHARES AND LOAN TO MR JOHN ALEXANDER (SKANDER) MALCOLM UNDER THE EXECUTIVE SHARE PLAN	153,354,333	506,308	2,557,047	555,244	156,570,477 99.68%	509,708 0.32%	566,744
5 APPROVAL OF ISSUE OF PERFORMANCE RIGHTS TO MR JOHN ALEXANDER (SKANDER) MALCOLM UNDER THE GLOBAL EQUITY PLAN	153,587,096	504,708	2,325,884	555,244	156,569,577 99.68%	508,108 0.32%	569,244

\*\* - 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

**DECLARATION OF A POLL**

Link Market Services Limited, the undersigned being the scrutineer duly appointed in connection with the voting on the poll demanded on the undermentioned resolution, do hereby report the result of the voting on the said poll.

**RESOLUTION 2**

<b>REMUNERATION REPORT</b>				
<b><u>FOR:</u></b>				
<b>143,540,682</b>	<b>VOTES REPRESENTING</b>	<b>91.71%</b>	<b>OF VOTES CAST</b>	
<b>166</b>	<b>HOLDERS REPRESENTING</b>	<b>82.18%</b>	<b>OF HOLDERS</b>	
<b><u>AGAINST:</u></b>				
<b>12,981,129</b>	<b>VOTES REPRESENTING</b>	<b>8.29%</b>	<b>OF VOTES CAST</b>	
<b>36</b>	<b>HOLDERS REPRESENTING</b>	<b>17.82%</b>	<b>OF HOLDERS</b>	
<b><u>ABSTAIN:</u></b>				
<b>(note only)</b>	<b>618,041</b>	<b>VOTES</b>		
	<b>11</b>	<b>HOLDERS</b>		

*NOA*

Signature of Scrutineer

*13/08/2019*

Date

**DECLARATION OF A POLL**

Link Market Services Limited, the undersigned being the scrutineer duly appointed in connection with the voting on the poll demanded on the undermentioned resolution, do hereby report the result of the voting on the said poll.

**RESOLUTION 3**

<b>ELECTION OF MS CONNIE CARNABUCI</b>			
<b><u>FOR:</u></b>			
<b>148,779,540</b>	<b>VOTES REPRESENTING</b>	<b>94.75%</b>	<b>OF VOTES CAST</b>
<b>200</b>	<b>HOLDERS REPRESENTING</b>	<b>97.09%</b>	<b>OF HOLDERS</b>
<b><u>AGAINST:</u></b>			
<b>8,240,534</b>	<b>VOTES REPRESENTING</b>	<b>5.25%</b>	<b>OF VOTES CAST</b>
<b>6</b>	<b>HOLDERS REPRESENTING</b>	<b>2.91%</b>	<b>OF HOLDERS</b>
<b><u>ABSTAIN:</u></b>			
<b>(note only)</b>	<b>626,855</b>	<b>VOTES</b>	
	<b>9</b>	<b>HOLDERS</b>	

-----  
**Signature of Scrutineer**

-----  
**Date**

*NOX*

*13/08/2019*

**DECLARATION OF A POLL**

Link Market Services Limited, the undersigned being the scrutineer duly appointed in connection with the voting on the poll demanded on the undermentioned resolution, do hereby report the result of the voting on the said poll.

**RESOLUTION 4**

<b>APPROVAL OF ISSUE OF SHARES AND LOAN TO MR JOHN ALEXANDER (SKANDER) MALCOLM UNDER THE EXECUTIVE SHARE PLAN</b>				
<b><u>FOR:</u></b>				
<b>156,570,477</b>	<b>VOTES REPRESENTING</b>	<b>99.68%</b>	<b>OF VOTES CAST</b>	
<b>159</b>	<b>HOLDERS REPRESENTING</b>	<b>75.71%</b>	<b>OF HOLDERS</b>	
<b><u>AGAINST:</u></b>				
<b>509,708</b>	<b>VOTES REPRESENTING</b>	<b>0.32%</b>	<b>OF VOTES CAST</b>	
<b>51</b>	<b>HOLDERS REPRESENTING</b>	<b>24.29%</b>	<b>OF HOLDERS</b>	
<b><u>ABSTAIN:</u></b>				
<b>(note only)</b>	<b>566,744</b>	<b>VOTES</b>		
	<b>6</b>	<b>HOLDERS</b>		

-----  
  
**Signature of Scrutineer**

-----  
 13/08/2019  
**Date**

**DECLARATION OF A POLL**

Link Market Services Limited, the undersigned being the scrutineer duly appointed in connection with the voting on the poll demanded on the undermentioned resolution, do hereby report the result of the voting on the said poll.

**RESOLUTION 5**

<b>APPROVAL OF ISSUE OF PERFORMANCE RIGHTS TO MR JOHN ALEXANDER (SKANDER) MALCOLM UNDER THE GLOBAL EQUITY PLAN</b>				
<b><u>FOR:</u></b>				
<b>156,569,577</b>	<b>VOTES REPRESENTING</b>	<b>99.68%</b>	<b>OF VOTES CAST</b>	
<b>158</b>	<b>HOLDERS REPRESENTING</b>	<b>75.60%</b>	<b>OF HOLDERS</b>	
<b><u>AGAINST:</u></b>				
<b>508,108</b>	<b>VOTES REPRESENTING</b>	<b>0.32%</b>	<b>OF VOTES CAST</b>	
<b>51</b>	<b>HOLDERS REPRESENTING</b>	<b>24.40%</b>	<b>OF HOLDERS</b>	
<b><u>ABSTAIN:</u></b>				
<b>(note only)</b>	<b>569,244</b>	<b>VOTES</b>		
	<b>7</b>	<b>HOLDERS</b>		

\_\_\_\_\_  
Signature of Scrutineer

13/08/2019  
\_\_\_\_\_  
Date