

My Rewards International Limited (Company)

ACN 095 009 742

Minutes of the 2021 Annual General Meeting

Held virtually on 12 January 2022 at 12.00pm (AEDT).

Present:	Mr David Vinson	Executive Chairman
	Ms Maitreyee Khire	Managing Director
	Mr Daniel Goldman	Non-Executive Director

Shareholders Present: See Appendix A

In Attendance:	Mr Neill Whitehead	Company Secretary, Chief Financial & Commercial Officer
	Mr Patrick Hamilton	Chief Technology Officer
	Mr Christopher Marr	Senior Associate, Steinepreis Paganin
	Mr Robert Miano	Partner, RSM Australia
	Ms Sarah Jenkins	Meetings Manager, BoardRoom
	Ms Rachel Lawrence	Meetings Associate, BoardRoom
	Mr Simon Quodling	Client Services Manager, BoardRoom
	Mr Tharun Kuppanda	Minute Taker, BoardRoom

1. Chairman's Welcome

The Chairman welcomed shareholders present virtually and opened the meeting at 12.00pm.

The Chairman then introduced Directors and Officers and confirmed the presence of the Company's auditor.

2. Instructions on Voting, Questions and Quorum

The Chairman explained the voting and question procedure to shareholders and confirmed the presence of a quorum before declaring the polls open.

3. Notice of Meeting

The notice of meeting circulated to all shareholders was taken as read.

4. Chairman's Address

The Chairman **noted** that the Chairman's Address and presentation would be available on the Company's website following the meeting. The Chairman then spoke to and presented his address.



5. Financial Statements and Reports

The Chairman **tabled** the Financial Statements, Management Commentary and Auditor's Report for the year ended 30 June 2021 and confirmed the presence of a representative from the Company's auditor.

The Chairman invited shareholders to ask questions on the financial. There were no questions received.

6. Resolution 1 – Re-election of Daniel Goldman

The Chair put the following Resolution to the meeting:

"That, for the purpose of clause 22.1 of the Constitution and for all other purposes, Daniel Goldman, a Director, retires by rotation, and being eligible, is re-elected as a Director"

Valid proxy votes were received as follows:

For the Resolution:	64,104,225
Against the Resolution:	Nil
Open:	10,108,130
Abstain:	Nil

The Chairman invited shareholders to ask questions on Resolution 1. There were no questions received.

7. Resolution 2 – Replacement of Constitution

The Chair put the following Special Resolution to the meeting:

"That, for the purposes of section 136(2) of the Corporations Act and for all other purposes, approval is given for the Company to repeal its existing Constitution and adopt a new constitution in its place in the form as signed by the chairman of the Meeting for identification purposes."

Valid proxy votes were received as follows:

For the Resolution:	64,104,225
Against the Resolution:	Nil
Open:	10,108,130
Abstain:	Nil

The Chairman invited shareholders to ask questions on Resolution 2.

Byrnescorpos Pty Ltd, a shareholder, asked:

What restrictions if any will be placed on shareholders to sell shares on the ASX under the new constitution?

The Chairman directed the Company's legal advisors represented by Christopher Marr to respond to the question. Mr Marr confirmed that all escrow or restriction arrangements that apply on listing were disclosed in the Prospectus and Replacement Prospectus available to all



shareholders. In addition, Mr Marr outlined the key changes to the Company's prospectus in relation to the escrow provisions.

There were no further questions.

8. Resolution 3 – Appointment of Auditor

The Chair put the following Resolution to the meeting:

"That, pursuant to Section 327B(1)(b) of the Corporations Act and for all other purposes, RSM Australia Pty Ltd, having been nominated by a shareholder and having given its consent in writing to act as auditor, be appointed as the auditor of the Company with effect from the conclusion of this Annual General Meeting."

Valid proxy votes were received as follows:

For the Resolution:	64,104,225
Against the Resolution:	Nil
Open:	10,108,130
Abstain:	Nil

The Chairman invited shareholders to ask questions on Resolution 3. There were no questions received.

9. Poll

The Chairman advised the polls would be closing imminently and shortly after that, declared the polls closed at 12.25pm. The Chairman advised that the results of the poll would be announced on the Company's website following the meeting.

10. Questions

The Chairman called for final questions and no further questions were put to the meeting.

11. Meeting Close

There being no other business, the Chairman thanked shareholders for their participation at the 2021 Annual General Meeting and declared the meeting closed at 12.27pm.

12. Approval

Signed as a true and accurate record.



David Vinson
Chairman

Date: 12-1-2022

