



ASX ANNOUNCEMENT

23 October 2017

## RESULTS OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

In accordance with Listing Rule 3.13.2, Goldfields Money Limited (ASX Code: GMY) advises the results to the resolutions contained in the Notice of Annual General Meeting dated 22 September 2017.

The information required by section 251AA(2) of the Corporations Act 2001 (Cth) in respect of each resolution passed or not passed at the meeting is set out below.

Resolutions 1,2 and 5 were passed as ordinary resolutions.

Resolutions 3 and 4 were special resolutions that required 75% approval and were not passed. Resolution 4 related to approval to change the company name to Bare Money Limited. As a result of the special resolution not being passed, the name change will now not proceed.

Resolution 6, an ordinary resolution for the re-election of Mr James Austin, was also not passed and therefore Mr Austin was not re-elected.

As a result of Mr Austin not being re-elected, the Board has made the decision to appoint current Chief Executive Officer, Mr Simon Lyons, as an Executive Director of the Company, effective immediately. An Appendix 3X and 3Z is attached for the directors' holdings.

Chairman, Mr Peter Wallace said *"The Board thanks James for his service to the Board and we wish him well in his future endeavours."*

*"We would also like to take this opportunity to thank RSM for their work as our auditor over many years, while looking forward to working with KPMG going forward."*

*"While we are disappointed that we did not get the requisite votes for the change in name to Bare Money, we will continue to grow the Company and develop new opportunities to grow shareholder value."*

### RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

It was resolved as an ordinary resolution: *“That, for the purpose of Section 250R(2) of the Corporations Act and for all other purposes, approval is given for the adoption of the Remuneration Report as contained in the Company’s Annual Report for the financial year ended 30 June 2017.”*

	<b>For</b>	<b>Against</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	15,252,822	1,074,784	16,327,606

### RESOLUTION 2 – RATIFICATION OF ISSUE OF 4,504,213 FULLY PAID ORDINARY SHARES

It was resolved as an ordinary resolution: *“That for the purposes of ASX Listing Rule 7.4 and all other purposes, the issue of 4,504,213 fully paid ordinary Shares to wholesale investors as described in the Explanatory Memorandum, be approved.”*

	<b>For</b>	<b>Against</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	7,391,095	1,127,693	8,518,788

### RESOLUTION 3 – APPROVAL OF ADDITIONAL 10% PLACEMENT CAPACITY

It was not resolved as a special resolution: *“That for the purposes of ASX Listing Rule 7.1A and for all other purposes, Shareholders approve the Company having the additional capacity to issue up to 10% of the Company’s share capital calculated in accordance with Listing Rules 7.1A, and on the terms and conditions set out in the Explanatory Statement.”*

	<b>For</b>	<b>Against</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	12,119,420	4,550,558	16,669,978

### RESOLUTION 4 – APPROVAL OF CHANGE OF COMPANY NAME

It was not resolved as a special resolution: *“That, for the purposes of section 157(1)(a) of the Corporations Act and for all other purposes, approval is given for the Company’s name to be changed from Goldfields Money Limited to Bare Money Limited and that, for the purpose of section 136(2) of the Corporations Act and for all other purposes, all references to Goldfields Money Limited in the Company’s constitution be replaced with references to Bare Money Limited and subsequently to the initial change of name and conditional upon the Commonwealth Government of Australia passing amendments to the Banking Act (1959) and the Australian Prudential Regulation Authority approving the Company’s use of the word “Bank” in its name, for the purposes of section 157(1)(a) of the Corporations Act and for all other purposes, the Company’s name is then changed from Bare Money Limited to Bare Bank Limited and that, for the purpose of section 136(2) of the Corporations Act and*

for all other purposes, all references to Bare Money Limited in the Company's constitution be replaced with references to Bare Bank Limited."

	<b>For</b>	<b>Against</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	12,100,407	4,571,874	16,672,281

#### **RESOLUTION 5 – APPROVAL OF KPMG AS AUDITOR OF THE COMPANY**

It was resolved as an ordinary resolution: "That KPMG, having consented in writing to act as auditor of the Company, be appointed as auditor of the Company, with such appointment to take effect from the time that the resignation of RSM Australia Partners takes effect."

	<b>For</b>	<b>Against</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	16,669,978	2,303	16,672,281

#### **RESOLUTION 6 – RE-ELECTION OF MR JAMES AUSTIN**

It was not resolved as an ordinary resolution: "That Mr James Austin, being a Director of the Company who retires in accordance with Article 48(b) of the Company's constitution and Listing Rule 14.5, and being eligible, be re-elected as a Director."

	<b>For</b>	<b>Against</b>	<b>Total</b>
Total number of proxy votes exercisable by all proxies validly appointed	7,186,489	9,483,489	16,669,978

#### **Investor / Media Enquiries**

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## **About Goldfields Money Limited**

Goldfields Money Limited is an Authorised Deposit-taking Institution (ADI) regulated by Australian Prudential Regulation Authority (APRA). The Company is currently the only Western Australian headquartered and ASX-listed ADI. In pursuing its vision of becoming the digital bank of the future, Goldfields Money is focused on building the business around customers' priorities through the smart use of digital technologies.