

**ASX AND NZX ANNOUNCEMENT  
RESULTS OF ANNUAL GENERAL MEETING**

**14 November 2023**

The Company is pleased to advise that all resolutions (as detailed in the Notice of Meeting dated 11 October 2023) put to the 2023 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 -

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**MICHAEL HILL INTERNATIONAL LIMITED**  
**2023 Annual General Meeting**  
**Tuesday, 14 November 2023**  
**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 (as at proxy close)				Direct votes (as at close of direct voting)			Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain	For	Against	Abstain*	Carried / Not Carried
1 Adoption of Remuneration Report	Ordinary	64,337,508	26,500	1,153,176	163,605	23,101,905	797,867	146,450	88,797,650 99.08%	824,367 0.92%	310,055	Carried
2 Re-election of Robert Fyfe as Director	Ordinary	61,706,239	3,612,269	362,281	0	189,000,168	94,080	1,955,933	251,263,399 98.55%	3,706,349 1.45%	1,955,933	Carried
3 Re-election of Jaqueline Naylor as Director	Ordinary	65,307,896	10,612	362,281	0	190,919,151	111,530	19,500	256,682,628 99.95%	122,142 0.05%	120,911	Carried
4 Re-election of David Whittle as Director	Ordinary	65,306,896	11,612	362,281	0	190,909,151	121,530	19,500	256,710,039 99.95%	133,142 0.05%	82,500	Carried
5 Approval of Company Equity Incentive Plan	Ordinary	65,134,132	2,000	470,255	74,402	189,546,117	1,329,714	174,350	255,306,804 99.47%	1,370,125 0.53%	248,752	Carried
6 Approval of increase to Non-Executive Director Remuneration Pool	Ordinary	47,190,161	18,052,452	361,281	76,895	22,267,040	1,775,032	167,008,109	69,836,482 77.73%	20,004,195 22.27%	167,085,004	Carried
7 Approval of grant of share rights to Mr Daniel Bracken under the Company's Equity Incentive Plan	Ordinary	65,243,113	4,980	361,281	71,415	189,397,559	1,610,092	42,530	255,158,253 99.36%	1,653,483 0.64%	113,945	Carried

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