ASX ANNOUNCEMENT

28 November 2016

RESULTS OF ANNUAL GENERAL MEETING

Notice is hereby given, in accordance with Listing Rule 3.13.2 and Corporations Law Section 251AA(2) that at the Annual General Meeting (**AGM**) of ChimpChange Ltd (the **Company**) held today that the resolutions as set out below were passed by a show of hands without amendment.

Resolution 1 – Advisory Resolution

"That for the purposes of Section 250R(2) of the Corporations Act, and for all other purposes, the Remuneration Report for the year ended 30 June 2016 (as set out in the Directors' Report) is adopted."

Resolution 2 – Ordinary Resolution

"That Mr Ben Harrison, who retires by rotation in accordance with Rule 39.1 of the Company's Constitution and, being eligible, offers himself for re-election be re-elected as a Director of the Company."

Resolution 3 – Ordinary Resolution

"That, for the purposes of clause 37 of the Company's Constitution and for all other purposes, Teresa Clarke, a Director who was appointed on 14 October 2016, retires, and being eligible, offers herself for election, is elected as a Director of the Company."

Resolution 4 – Ordinary Resolution

"That in accordance with the provisions of Chapter 2E of the Corporations Act and for all other purposes, the Company is authorised to issue 250,000 options to subscribe for ordinary shares in the Company each exercisable at $1.00 and expiring on 31 December 2018 to Ms Teresa Clarke a Director of the Company, or her nominee, on the terms and conditions set out in this Notice and accompanying Explanatory Memorandum (**Director Options**)."

Resolution 5 – Ordinary Resolution

"That the Employee Share and Option Plan (**ESOP**), which is summarised in the attached Explanatory Memorandum, be approved and that for the purposes of Exception 9(b) of Listing Rule 7.2 and for all other purposes, the issue of securities under the ESOP within three (3) years from the date of this resolution be an exception to Listing Rules 7.1 and 7.1A."

Resolution 6 – Special Resolution

"That, pursuant to and in accordance with Listing Rule 7.1A, and for all other purposes, Shareholders approve the issue of Equity Securities of up to 10% of the issued capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2, over a 12 month period from the date of the Meeting, at a price not less than that determined pursuant to Listing Rule 7.1A.3 and otherwise on the terms and conditions described in the Explanatory Memorandum (**Placement Securities**)."

In respect of the resolutions, the total number of proxy votes exercisable by all proxies validly appointed and the total number of proxy votes in respect of which the appointments specified that:

I. The proxy was to vote for the resolution; and
II. The proxy was to vote against the resolution; and
III. The proxy was able to vote at the proxy's discretion; and
IV. The proxy abstained from voting

are set out below:

Resolution	For	Against	Discretion	Abstain	Total
1	14,946,764	21,000	1,289,276	14,974,494	31,231,534
2	29,933,008	9,250	1,289,276	-	31,231,534
3	29,933,008	9,250	1,289,276	-	31,231,534
4	29,687,419	65,750	1,289,276	189,089	31,231,534
5	14,887,514	55,750	1,299,276	14,988,994	31,231,534
6	29,878,508	39,250	1,299,276	14,500	31,231,534

On behalf of the Board
DP Cornish
Company Secretary

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About ChimpChange

ChimpChange Limited (ASX: CCA) is Australia's only listed digital banking platform. The Company offers consumers secure, low-cost, feature-rich mobile money bank accounts.

Based in Los Angeles, California, ChimpChange delivers a better way to bank with an affordable, personalised, fun and frictionless user experience. All funds on deposit are held with a federally regulated FDIC-insured bank in the USA.

ChimpChange empowers customers to send instant mobile payments, make in-store/online purchases everywhere MasterCard is accepted, and do all their daily transactional banking from a single app.