

ASX CODE: ICQ

#### ASX ANNOUNCEMENT 11 March 2015

#### GENERAL MEETING HELD ON 11 MARCH 2014

The results of the resolutions passed at the General Meeting of iCar Asia Limited held today is provided in accordance with Listing Rule 3.13.2 and section 251AA (2) of the Corporations Act.

# Resolution 1: Ratification of issue of ordinary shares pursuant to ASX Listing Rule 7.4 - Issue of ordinary shares to Mr Damon Rielly

"That, in accordance with ASX Listing Rule 7.4, the Company ratifies and approves for the purposes of ASX Listing Rule 7.1, the issue of 348,308 ordinary shares in the capital of the Company, details of which are set out in the explanatory notes to resolution 1 in the notice of meeting."

This resolution was passed unanimously on a show of hands.

Instructions in respect of the proxies were:

| FOR         | AGAINST | ABSTAIN | UNDIRECTED |
|-------------|---------|---------|------------|
| 147,574,389 | 453,191 | 33,129  | 363,537    |

## Resolution 2 - Ratification of issue of ordinary shares pursuant to ASX Listing Rule 7.4 - Issue of ordinary shares to Mr Joey Caisse

"That, in accordance with ASX Listing Rule 7.4, the Company ratifies and approves for the purposes of ASX Listing Rule 7.1, the issue of 195,245 ordinary shares in the capital of the Company, details of which are set out in the explanatory notes to resolution 2 in the notice of meeting."

This resolution was passed unanimously on a show of hands.

Instructions in respect of the proxies were:

| FOR         | AGAINST | ABSTAIN | UNDIRECTED |
|-------------|---------|---------|------------|
| 147,597,389 | 426,791 | 33,129  | 366,937    |

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Page 1

## Resolution 3 - Ratification of issue of ordinary shares pursuant to ASX Listing Rule 7.4 - Issue of ordinary shares to Carsales.com Limited

"That, in accordance with ASX Listing Rule 7.4, the Company ratifies and approves for the purposes of ASX Listing Rule 7.1, the issue of 7,179,240 ordinary shares in the capital of the Company, details of which are set out in the explanatory notes to resolution 3 in the notice of meeting."

This resolution was passed unanimously on a show of hands.

Instructions in respect of the proxies were:

| FOR         | AGAINST | ABSTAIN | UNDIRECTED |
|-------------|---------|---------|------------|
| 105,833,336 | 117,487 | 12,647  | 363,537    |

# Resolution 4 - Ratification of issue of ordinary shares pursuant to ASX Listing Rule 7.4 - Issue of ordinary shares to Carsales.com Limited under the top up right granted by the Share Subscription Agreement

"That, in accordance with ASX Listing Rule 7.4, the Company ratifies and approves for the purposes of ASX Listing Rule 7.1, the issue of 215,000 ordinary shares in the capital of the Company, details of which are set out in the explanatory notes to resolution 4 in the notice of meeting."

This resolution was passed unanimously on a show of hands.

Instructions in respect of the proxies were:

| FOR         | AGAINST | ABSTAIN | UNDIRECTED |
|-------------|---------|---------|------------|
| 105,855,836 | 86,587  | 21,047  | 363,537    |

### Resolution 5 - Ratification of issue of ordinary shares pursuant to ASX Listing Rule 7.4 - Issue of ordinary shares for second payment for the acquisition of Live Life Drive business

"That, in accordance with ASX Listing Rule 7.4, the Company ratifies and approves for the purposes of ASX Listing Rule 7.1, the issue of 186,672 ordinary shares in the capital of the Company, details of which are set out in the explanatory notes to resolution 5 in the notice of meeting."

This resolution was passed unanimously on a show of hands.

Instructions in respect of the proxies were:

| FOR         | AGAINST | ABSTAIN | UNDIRECTED |
|-------------|---------|---------|------------|
| 150,047,090 | 100,972 | 12,647  | 363,537    |

### Resolution 6 - Ratification of issue of ordinary shares pursuant to ASX Listing Rule 7.4 - Issue of ordinary shares under placement to fund acquisition of One2Car.com business

"That, in accordance with ASX Listing Rule 7.4, the Company ratifies and approves for the purposes of ASX Listing Rule 7.1, the issue of 19,100,000 ordinary shares in the capital of the Company, details of which are set out in the explanatory notes to resolution 6 in the notice of meeting."

This resolution was passed unanimously on a show of hands.

Instructions in respect of the proxies were:

| FOR         | AGAINST | ABSTAIN | UNDIRECTED |
|-------------|---------|---------|------------|
| 118,178,333 | 98,472  | 12,647  | 304,537    |

### Resolution 7 - Ratification of issue of ordinary shares pursuant to ASX Listing Rule 7.4 - Issue of ordinary shares to vendors of One2Car.com as acquisition consideration

"That, in accordance with ASX Listing Rule 7.4, the Company ratifies and approves for the purposes of ASX Listing Rule 7.1, the issue of 3,374,382 ordinary shares in the capital of the Company, details of which are set out in the explanatory notes to resolution 7 in the notice of meeting."

This resolution was passed unanimously on a show of hands.

Instructions in respect of the proxies were:

| FOR         | AGAINST | ABSTAIN | UNDIRECTED |
|-------------|---------|---------|------------|
| 150,045,190 | 101,872 | 12,647  | 363,537    |

By order of the Board

Nick Geddes Company Secretary

#### About iCar Asia Limited (www.icarasia.com)

Listed on the Australian Securities Exchange, iCar Asia (ASX:ICQ) owns and operates ASEAN's No. 1 network of automotive portals.

Headquartered in Kuala Lumpur, Malaysia, the company is focused on developing and operating leading automotive portals in Malaysia, Indonesia and Thailand. iCar Asia is continuously working to capitalize on its market-leading positions, with its online properties currently reaching over 4.8 million car buyers and sellers in the region every month.

#### iCar Asia Network of websites:

- o Malaysia: Carlist.my
- o Malaysia: LiveLifeDrive.com
- Indonesia: Mobil123.com
- o Thailand: Thaicar.com
- o Thailand: Autospinn.com