
RESULTS OF ANNUAL GENERAL MEETING

Carly Holdings Limited (ASX:CL8) (**Carly** or the **Company**) is pleased to advise that all resolutions considered at the Annual General Meeting of the Company held earlier today were passed by poll.

The results of the Annual General Meeting are attached.

This announcement was authorised to be given to ASX by the Board of Directors of Carly Holdings Limited.

Authorised by:

Chris Noone
CEO and Director
Carly Holdings Limited

For more information please contact:

Chris Noone
CEO and Director
Carly Holdings Limited
E: shareholder@carly.co

About Carly Holdings Limited

Carly Holdings Limited (ASX:CL8) investors.carly.co/ is listed on the Australian Securities Exchange. It is Australia's leading listed company focused on providing innovative mobility solutions for consumers and the automotive industry. Carly Holdings operates www.DriveMyCar.com.au Australia's leading peer-to-peer car rental business, and www.Carly.co, Australia's first flexible car subscription service.



Disclosure of Proxy Votes

Carly Holdings Ltd

Annual General Meeting

Thursday, 18 November 2021



Automic

GPO Box 5193, Sydney, NSW 2001

P 1300 288 664 (aus) or +61 (0)2 9698 5414 (world)

F +61 (0)2 8583 3040 E hello@automic.com.au

ABN 27 152 260 814

In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)		
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
1 Non-Binding Resolution to Adopt Remuneration Report	P	3,611,202	2,134,851 59.12%	33,800 0.94%	94,176	1,442,551 39.95%	3,610,014 99.07%	33,800 0.93%	249,730
2 Re-election of Director – Ms Michelle Vanzella	P	54,074,260	27,483,781 50.83%	22,800 0.04%	62,128	26,567,679 49.13%	54,897,209 99.96%	22,800 0.04%	62,128
3 Re-election of Director – Mr Stephen Abolakian	P	54,074,260	27,483,781 50.83%	22,800 0.04%	62,128	26,567,679 49.13%	54,897,209 99.96%	22,800 0.04%	62,128
4 Ratification of Prior Issue of Shares and Options under Listing Rule 7.1 - Tranche 1 Placement	P	53,923,888	27,347,409 50.71%	8,800 0.02%	0	26,567,679 49.27%	54,760,837 99.98%	8,800 0.02%	0
5 Ratification of Prior Issue of Shares under Listing Rule 7.1A - Tranche 1 Placement	P	53,923,888	27,347,409 50.71%	8,800 0.02%	0	26,567,679 49.27%	54,760,837 99.98%	8,800 0.02%	0
6 Ratification of Prior Issue of Options to Mahe Capital pursuant to Lead Manager Mandate	P	53,845,385	27,254,906 50.62%	22,800 0.04%	291,003	26,567,679 49.34%	54,668,334 99.96%	22,800 0.04%	291,003
7 Approval to issue Shares and Options to Willoughby Capital – Tranche 2 Placement	P	28,790,385	27,282,034 94.76%	57,800 0.20%	25,346,003	1,450,551 5.04%	29,578,334 99.80%	57,800 0.20%	25,346,003



Resolution	Decided by Show of Hands (S) or Poll (P)	Total Number of Proxy Votes exercisable by proxies validly appointed	Proxy Votes				Poll Results (if applicable)		
			FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION	FOR	AGAINST	ABSTAIN
8 Approval to issue Shares and Options to SG Fleet Management – Tranche 2 Placement	P	34,497,506	7,872,027 22.82%	57,800 0.17%	228,875	26,567,679 77.01%	35,285,455 99.84%	57,800 0.16%	228,875
9 Approval to issue Options to Mahe Capital pursuant to Lead Manager Mandate	P	53,845,385	27,219,906 50.55%	57,800 0.11%	291,003	26,567,679 49.34%	54,633,334 99.89%	57,800 0.11%	291,003
10 Approval of Issue of Tranche A Executive Options to Director – Mr Chris Noone	P	52,941,510	26,280,031 49.64%	93,800 0.18%	1,194,878	26,567,679 50.18%	53,693,459 99.83%	93,800 0.17%	1,194,878
11 Approval of Issue of Tranche B Executive Options to Director – Mr Chris Noone	P	52,941,510	26,280,031 49.64%	93,800 0.18%	1,194,878	26,567,679 50.18%	53,693,459 99.83%	93,800 0.17%	1,194,878
12 Approval of Issue of Tranche C Executive Options to Director – Mr Chris Noone	P	52,941,510	26,280,031 49.64%	93,800 0.18%	1,194,878	26,567,679 50.18%	53,693,459 99.83%	93,800 0.17%	1,194,878
13 Approval of Issue of Tranche D Executive Options to Director – Mr Chris Noone	P	52,941,510	26,280,031 49.64%	93,800 0.18%	1,194,878	26,567,679 50.18%	53,693,459 99.83%	93,800 0.17%	1,194,878
14 Approval of selective buy-back of 800,000 Collateral Shares	P	54,074,260	27,469,970 50.80%	36,611 0.07%	62,128	26,567,679 49.13%	54,883,398 99.93%	36,611 0.07%	62,128
15 Renewal of Partial Takeover Plebiscite Clause in the Constitution	P	54,074,260	27,483,781 50.83%	22,800 0.04%	62,128	26,567,679 49.13%	54,897,209 99.96%	22,800 0.04%	62,128
16 Adoption of Employee Incentive Option Plan	P	54,074,260	27,445,970 50.76%	60,611 0.11%	62,128	26,567,679 49.13%	54,703,844 99.89%	60,611 0.11%	217,682
17 Approval of 7.1A Mandate	P	52,708,588	26,093,109 49.50%	43,800 0.08%	1,427,800	26,571,679 50.41%	53,510,537 99.92%	43,800 0.08%	1,427,800

