

**ASX Announcement | 25 NOVEMBER 2019**  
*Crowd Media Holdings Limited (ASX:CM8)*

**Results of 2019 Annual General Meeting**

**25 November 2019** – In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act 2001 (Cth), Crowd Media Holdings Limited advises the results of its 2019 Annual General Meeting.

All resolutions proposed at the meeting were passed on a show of hands; details of the resolutions and the proxies received in respect of each resolution at the Annual General Meeting, are set out in the attached proxy summary.

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**For further information please contact:**

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**About Crowd Media**

Crowd Media Holdings Limited (ASX:CM8 & FWB:CM3) is a global media and marketing company. Crowd Media has two divisions: a mobile division which produces content including apps, games and music, and a digital marketing division which works with brands and digital influencers to deliver branded content to the massive and fast-growing millennial and Generation markets.

Crowd Media's networks are strengthened by its partnerships with hundreds of mobile carriers and some of the world's largest agencies, brands and media companies. The mobile division operates in over 60 countries and 30 languages and the media division has worked with over 10,000 digital influencers worldwide.

**Crowd Media Holdings Limited**  
**Annual General Meeting**  
**Monday, 25 November 2019**  
**Voting Results**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth).

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	Show of Hands
1. Adoption of Remuneration Report (non-binding vote)	Ordinary	55,043,402 87.64%	6,911,260 11.00%	848,481 1.35%	387,192	Carried
2. Re-election of Sophie Karzis as Director	Ordinary	60,527,012 85.42%	9,459,509 13.35%	867,796 1.22%	18,078,986	Carried
3. Election of Steven Schapera as Director	Ordinary	69,826,649 98.40%	267,836 0.38%	867,796 1.22%	17,971,022	Carried
4. Election of Robert Quandt as Director	Ordinary	69,820,149 98.39%	274,336 0.39%	867,796 1.22%	17,971,022	Carried
5. Ratification of issue of Initial Tranche 1 Convertible Notes	Ordinary	68,925,826 96.84%	1,378,127 1.94%	870,328 1.22%	17,759,022	Carried
6. Approval for issue of Replacement Tranche 1 Convertible Notes	Ordinary	68,925,826 96.83%	1,378,127 1.94%	876,828 1.23%	17,752,522	Carried
7. Approval for issue of Tranche 2 Convertible Notes	Ordinary	42,845,718 94.30%	1,715,267 3.77%	876,828 1.93%	17,752,522	Carried
8A. Approval for Director Steven Schapera to participate in issue of Tranche 1 Convertible Notes	Ordinary	68,652,524 96.39%	1,700,461 2.39%	867,796 1.22%	17,712,522	Carried
8B. Approval for Director Robert Quandt to participate in issue of Tranche 1 Convertible Notes	Ordinary	66,812,399 93.81%	3,540,586 4.97%	867,796 1.22%	17,712,522	Carried

<b>Resolution</b>	<b>Resolution Type</b>	<b>For</b>	<b>Against</b>	<b>Proxy's Discretion</b>	<b>Abstain</b>	<b>Show of Hands</b>
8C. Approval for Director Domenic Carosa participate in issue of Tranche 2 Convertible Notes	Ordinary	32,529,344 71.48%	12,113,173 26.62%	867,796 1.91%	17,680,022	Carried
8D. Approval for Director Sophie Karzis to participate in issue of Tranche 2 Convertible Notes	Ordinary	60,112,437 84.40%	10,240,548 14.38%	867,796 1.22%	17,712,522	Carried
8E. Approval for Director Steven Schapera to participate in issue of Tranche 2 Convertible Notes	Ordinary	68,362,852 95.99%	1,987,601 2.79%	870,328 1.22%	17,712,522	Carried
9A. Approval for issue of Carosa Options under ESOP	Ordinary	31,947,364 70.69%	12,375,764 27.39%	867,796 1.92%	17,999,411	Carried
9B. Approval for issue of Karzis Options under ESOP	Ordinary	33,787,489 74.82%	10,503,139 23.26%	867,796 1.92%	18,031,911	Carried
9C. Approval for issue of Quandt Options under ESOP	Ordinary	39,512,724 87.50%	4,777,904 10.58%	867,796 1.92%	18,031,911	Carried
9D Approval for issue of Schapera Options under ESOP	Ordinary	39,512,724 87.50%	4,777,904 10.58%	867,796 1.92%	18,031,911	Carried
10A. Ratification of issue of Consultant shares	Ordinary	58,387,603 88.11%	7,010,954 10.58%	870,328 1.31%	17,929,022	Carried
10B. Approval for issue of Consultant Options	Ordinary	54,367,603 87.03%	7,030,954 11.26%	1,070,328 1.71%	17,729,022	Carried
10C. Approval for issue of IR Consultant Options	Ordinary	66,168,981 93.29%	3,888,994 5.48%	870,328 1.23%	18,005,000	Carried
11. Repeal and replacement of Company constitution	Special	68,794,449 97.65%	786,558 1.12%	867,796 1.23%	18,484,500	Carried
12. Approval of 10% Placement Capacity	Special	63,543,154 89.50%	6,588,431 9.28%	867,796 1.22%	17,933,922	Carried

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