

MARCH 2025 QUARTERLY ACTIVITIES REPORT

CL8 Holdings Limited (ASX:CL8) (formerly known as Carly Holdings Limited) is pleased to present its consolidated cash flow report and business update for the quarter ended 31 March 2025.

Carly Car Subscription has continued to deliver on its business objectives and achieved growth in active subscribers. Growth in subscribers was attributed to increases in consumer subscribers, expansion of the corporate customer base and an increase in electric vehicle subscriptions driven by EV Trial.

Key highlights include:

- 15% increase in Customer Receipts vs March 2024 Quarter
- 24% increase in Subscription Revenue vs March 2024 Quarter
- 44% decrease in Staff Costs vs March 2024 Quarter following headcount reduction
- 45% decrease in Advertising and Marketing costs vs March 2024 Quarter and 41% decrease vs December 2024 Quarter, despite the increase in consumer and corporate subscribers
- The asset light fleet represented 35% of total fleet size vs 34% at the end of the December 2024 Quarter as automotive dealers and manufacturers seek subscription monetisation for their vehicles via Carly
- Review of fleet of vehicles saw Carly dispose of \$495,000 of vehicles during the quarter

The March 2025 Quarter saw Customer Receipts increase by 15% and Subscription Revenue increase by 24% vs March 2024 Quarter. In the corporate sector, Carly has identified a number of industry segments that have a higher propensity for use of subscription vehicles due to the nature of demand or employee situation. Following success with early customers in these segments, Carly has continued to sign up multiple similar customers. During the quarter, Carly reviewed its fleet of owned vehicles based on utilisation and customer requirements which resulted in Carly disposing of \$495,000 of vehicles during the quarter.

Advertising & Marketing costs decreased, despite the increase in subscribers, due to continued optimisation of digital marketing campaigns and the strong performance of consumer and corporate referral channels.

Results of 2024 AGM and Proposed Sale of Operating Entities

The 2024 AGM was held on 16 April 2025. All resolutions were passed and decided by the way of a poll. Shareholder approval was received for sale of the operating entities. The binding sale agreement is in the process of being finalised and the Company is working towards the satisfaction/waiver of all conditions in the sale agreement and settlement of the disposal is expected to occur on 1 May 2025.

Corporate

Payments to related parties and their associates in the December 2024 Quarter of \$92,000.

Cash Balance at Quarter End and Funding

At the end of the March 2025 Quarter, the Company maintained a cash balance of \$166,000, a decrease of \$334,000 from the December 2024 Quarter.

This announcement was authorised to be given to ASX by the Board of Directors of CL8 Holdings Limited.

Authorised by:

Adrian Bunter
Chairman and Director
CL8 Holdings Limited

Investor Relations

w: <https://investors.carly.co>
e: shareholder@carly.co

Appendix 4C

Quarterly cash flow report for entities subject to Listing Rule 4.7B

Name of entity

CL8 Holdings Limited (ASX:CL8)

ABN

60 066 153 982

Quarter ended ("current quarter")

31 March 2025

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (9 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	1,611	4,943
1.2 Payments for		
(a) research and development	(117)	(666)
(b) product manufacturing and operating costs	(1,330)	(3,243)
(c) advertising and marketing	(70)	(325)
(d) leased assets (interest amounts)	(33)	(101)
(e) staff costs	(445)	(1220)
(f) administration and corporate costs	(80)	(298)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	-	3
1.5 Interest and other costs of finance paid	(164)	(616)
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other	-	-
1.9 Net cash from / (used in) operating activities	(628)	(1,523)
2. Cash flows from investing activities		
2.1 Payments to acquire or for:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	-	-
(d) investments	-	-
(e) intellectual property	-	-
(f) other non-current assets	-	-

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Consolidated statement of cash flows	Current quarter \$A'000	Year to date (9 months) \$A'000
2.2 Proceeds from disposal of:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	495	1,051
(d) investments	-	-
(e) intellectual property	-	-
(f) other non-current assets	-	-
2.3 Cash flows from loans to other entities	-	-
2.4 Dividends received (see note 3)	-	-
2.5 Other (transfer to vehicle lease security account)	-	-
2.6 Net cash from / (used in) investing activities	495	1,051

3. Cash flows from financing activities		
3.1 Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2 Proceeds from issue of convertible debt securities	-	-
3.3 Proceeds from exercise of options	-	-
3.4 Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5 Proceeds from borrowings	-	-
3.6 Repayment of borrowings	-	(75)
3.7 Transaction costs related to loans and borrowings	-	-
3.8 Dividends paid	-	-
3.9 Other (principal amounts on lease liability)	(201)	(600)
3.10 Net cash from / (used in) financing activities	(201)	(675)

4. Net increase / (decrease) in cash and cash equivalents for the period		
4.1 Cash and cash equivalents at beginning of period	500	1,313
4.2 Net cash from / (used in) operating activities (item 1.9 above)	(628)	(1,523)
4.3 Net cash from / (used in) investing activities (item 2.6 above)	495	1,051
4.4 Net cash from / (used in) financing activities (item 3.10 above)	(201)	(675)

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Consolidated statement of cash flows		Current quarter \$A'000	Year to date (9 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	166	166

5. Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts		Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	166	500
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	166	500

6. Payments to related parties of the entity and their associates		Current quarter \$A'000
6.1	Aggregate amount of payments to related parties and their associates included in item 1	92
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-
<i>Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.</i>		

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7. Financing facilities	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
<i>Note: the term "facility" includes all forms of financing arrangements available to the entity.</i>		
<i>Add notes as necessary for an understanding of the sources of finance available to the entity.</i>		
7.1 Loan facilities	-	-
7.2 Credit standby arrangements	-	-
7.3 Other (Asset Finance Facility)	9,125	8,925
7.4 Total financing facilities	9,125	8,925
7.5 Unused financing facilities available at quarter end		200
7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.		
<p>The Company currently has access to a number of asset finance facilities which enables Carly to finance motor vehicle purchases of up to an aggregate facility limit of \$9.125 million. The prevailing asset finance market interest rate is applied at the time vehicles are acquired and are fixed for the term of the loan, and the term will be a maximum of four years from the date of acquisition of the relevant vehicle. The average interest rate at 31 March 2025 was 9.63% on acquired vehicles. The facilities are secured against the asset value of the vehicles acquired.</p>		

8. Estimated cash available for future operating activities	\$A'000
8.1 Net cash from / (used in) operating activities (item 1.9)	(628)
8.2 Cash and cash equivalents at quarter end (item 4.6)	166
8.3 Unused finance facilities available at quarter end (item 7.5)*	-
8.4 Total available funding (item 8.2 + item 8.3)	166
* The unused asset finance facilities of \$0.2 million disclosed under item 7.5 has not been included in the calculation of total available funding for future operating activities as that funding is reserved solely for the purchase of motor vehicles.	
8.5 Estimated quarters of funding available (item 8.4 divided by item 8.1)	0.3
<i>Note: if the entity has reported positive net operating cash flows in item 1.9, answer item 8.5 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.5.</i>	
8.6 If item 8.5 is less than 2 quarters, please provide answers to the following questions:	
8.6.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?	
<p>Answer:</p> <p>The Company had been aggressively growing the size, scale and market presence of the business, and the level of operating expenditure had been reflective of the ongoing investment being made in the continued development of the business processes to support the fleet expansion. The business has entered into an arrangement with CarBar Holdings Pty Limited to sell its operating entities, which will result in a material reduction in fixed operational expenses, moving forward. Ongoing expenses are expected to materially lower.</p>	

8.6.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

Answer:

The entity is currently completing a sale of its operating entities to CarBar Holdings Pty Limited which will reduce most of the cash operating expenses. The Directors are closely monitoring cash flows.

8.6.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer:

The entity is currently completing a sale of its operating entities to CarBar Holdings Pty Limited and expects that there is a reasonable basis to be able to continue its objectives.

Note: where item 8.5 is less than 2 quarters, all of questions 8.6.1, 8.6.2 and 8.6.3 above must be answered.

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: **30 April 2025**

Authorised by: **Board of Directors**
(Name of body or officer authorising release – see note 4)

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.