



AUTOMOTIVE HOLDINGS GROUP

Automotive Holdings Group Limited
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ABN 35 111 470 038

Results of Proxy Voting for Automotive Holdings Group Limited's 2013 Annual General Meeting

14 November 2013

Automotive Holdings Group Limited (ASX: AHE) announces the results of proxy votes (as per attached) received relating to its 2013 Annual General Meeting to be held in Perth at 10am local time on 15th November 2013. The number and percentage of votes shown for each resolution refers to votes cast by proxy prior to the meeting.

The total number of votes cast at the meeting, including by proxy, will be lodged with ASX after the meeting.

The Chairman's address and the slide presentation will be lodged with ASX before the meeting is convened.

ENDS

About AHG Automotive Holdings Group Limited (ASX: AHE) is a diversified automotive retailing and logistics group with operations in every Australian mainland state and in New Zealand. The Company is Australia's largest automotive retailer, with operations in Western Australia, New South Wales, Queensland and Victoria.

AHG's logistics businesses operate throughout Australia via subsidiaries Rand Transport and Harris Refrigerated Transport (transport and cold storage), AMCAP and Cova (motor parts and industrial supplies distribution), VSE (vehicle storage and engineering), Genuine Truck Bodies (body building services to the truck industry), and KTM Sportmotorcycles (motorcycle importation and distribution in Australia and New Zealand).

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ANNUAL GENERAL MEETING (15/11/2013)

Vote Totals - Based on the first resolution

Securities On Issue	260,683,178
Valid Securities Voted - (For, Against, Open Usable, Open Conditional)	125,086,213
Valid Securities Voted (%)	47.98
Total Securityholders Cast	300

Vote Details

Resolution	Vote type	Voted	%	% of all securities
1.1, RE-ELECT DAVID GRIFFITHS	For	120,213,590	96.10	46.11
	Against	249,986	0.20	0.10
	Open-Usable	4,622,637	3.70	1.77
	Board	4,473,660	3.58	1.72
	Non-Board	148,977	0.12	0.06
	Open-Cond	0	0.00	0.00
	Open Unusable	0	N/A	0.00
	Abstain	20,567,086	N/A	7.89
	Excluded	0	N/A	0.00
1.2, RE-ELECT PETER STANCLIFFE	For	139,426,151	96.32	53.48
	Against	709,208	0.49	0.27
	Open-Usable	4,622,637	3.19	1.77
	Board	4,473,660	3.09	1.72
	Non-Board	148,977	0.10	0.06
	Open-Cond	0	0.00	0.00
	Open Unusable	0	N/A	0.00
	Abstain	895,303	N/A	0.34
	Excluded	0	N/A	0.00
2, ADOPT REMUNERATION REPORT	For	103,667,223	86.75	39.77
	Against	14,202,354	11.88	5.45
	Open-Usable	1,633,137	1.37	0.63
	Board	1,484,160	1.24	0.57
	Non-Board	148,977	0.12	0.06
	Open-Cond	0	0.00	0.00
	Open Unusable	0	N/A	0.00
	Abstain	20,869,538	N/A	8.01
	Excluded	5,281,047	N/A	2.03
3, APP INCREASE NEDS REM CAP	For	119,042,608	85.15	45.67
	Against	19,461,239	13.92	7.47
	Open-Usable	1,154,450	0.83	0.44
	Board	1,154,450	0.83	0.44
	Non-Board	0	0.00	0.00
	Open-Cond	136,477	0.10	0.05
	Open Unusable	313,010	N/A	0.12
	Abstain	266,842	N/A	0.10
	Excluded	5,278,673	N/A	2.02
4, GRANT PERF RI - B HOWSON	For	116,927,366	97.05	44.85
	Against	1,909,883	1.59	0.73
	Open-Usable	1,611,637	1.34	0.62
	Board	1,475,160	1.22	0.57
	Non-Board	136,477	0.11	0.05
	Open-Cond	20,000	0.02	0.01
	Open Unusable	0	N/A	0.00
	Abstain	19,947,315	N/A	7.65
	Excluded	5,237,098	N/A	2.01

Please note: The figures above are subject to audit, and should be considered interim until after the voting entitlement snapshot, and confirmation email is provided indicating the figures are now to be regarded as final.

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Resolution	Vote type	Voted	%	% of all securities
5, ADOPT TAKEOVER PROVISIONS	For	139,382,315	96.49	53.47
	Against	170,062	0.12	0.07
	Open-Usable	4,902,548	3.39	1.88
	Board	4,753,571	3.29	1.82
	Non-Board	148,977	0.10	0.06
	Open-Cond	0	0.00	0.00
	Open Unusable	0	N/A	0.00
	Abstain	1,198,374	N/A	0.46
	Excluded	0	N/A	0.00
6.1, CHANGES CORP ACT - DIVS	For	140,003,383	96.74	53.71
	Against	113,045	0.08	0.04
	Open-Usable	4,605,912	3.18	1.77
	Board	4,456,935	3.08	1.71
	Non-Board	148,977	0.10	0.06
	Open-Cond	0	0.00	0.00
	Open Unusable	0	N/A	0.00
	Abstain	930,959	N/A	0.36
	Excluded	0	N/A	0.00
6.2, ASX ENTITIES AND RULES	For	140,036,346	96.77	53.72
	Against	76,332	0.05	0.03
	Open-Usable	4,606,912	3.18	1.77
	Board	4,457,935	3.08	1.71
	Non-Board	148,977	0.10	0.06
	Open-Cond	0	0.00	0.00
	Open Unusable	0	N/A	0.00
	Abstain	933,709	N/A	0.36
	Excluded	0	N/A	0.00
6.3, DIR ROTATION PROVISIONS	For	140,078,546	96.77	53.74
	Against	76,332	0.05	0.03
	Open-Usable	4,608,912	3.18	1.77
	Board	4,459,935	3.08	1.71
	Non-Board	148,977	0.10	0.06
	Open-Cond	0	0.00	0.00
	Open Unusable	0	N/A	0.00
	Abstain	889,509	N/A	0.34
	Excluded	0	N/A	0.00

Source of Vote

	Keyed	Scanned	Intermediary Online	InvestorVote Desktop	InvestorVote Mobile	Other
Votes	65,189,572	3,267,212	46,879,773	12,229,688	18,087,054	0
Securityholders	48	145	7	93	7	0

Please note: The figures above are subject to audit, and should be considered interim until after the voting entitlement snapshot, and confirmation email is provided indicating the figures are now to be regarded as final.

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FOR

A direction to the proxyholder to vote 'For' the resolution(s).

AGAINST

A direction to the proxyholder to vote 'Against' the resolution(s).

OPEN – USABLE

Undirected open votes given to a nominated proxyholder to vote as the proxyholder thinks fit in respect to a resolution where there is no Voting Exclusion on the resolution, or where there is a Voting Exclusion and the Chairman's Voting Instruction Box has been marked.

OPEN – CONDITIONAL

The Open-Conditional votes may eventuate from one of the following situations:

Situation 1

Undirected open votes given to a nominated proxyholder (other than the Chairman of the Meeting) in respect to a resolution, where there is a Voting Exclusion on a resolution and the Chairman's Voting Instruction Box has not been marked – votes in this category held by the proxyholder can only be voted by the proxyholder. If the proxyholder does not attend the meeting the votes cannot be given to the Chairman of the Meeting by way of the 'or Failing' clause on the Proxy Form. This differs from Open-Usable votes that do fail to the Chairman of the Meeting if the nominated proxyholder does not attend the meeting (as set out in Situation 2).

Situation 2

Undirected open votes given to a nominated proxyholder who is personally subject to the Voting Exclusion on the resolution and the Chairman's Voting Instruction box has been marked, such that, if the nominated person (who cannot vote the open votes) does not attend the meeting, the votes are given to the Chairman of the Meeting by reason of the 'or Failing' clause and those votes can be voted by the Chairman of the Meeting as outlined in the clause. If however, the proxyholder attends the meeting the open votes cannot be voted.

Situation 3

The conditionality also recognises undirected open votes given to a nominated proxyholder who is personally subject to a voting exclusion in relation to the remuneration report or remuneration related resolution(s) where the resolution(s) is not covered by the Chairman's Voting Instruction Box. If the proxyholder does not attend the meeting, the votes are given to the Chairman of the Meeting by reason of the 'or Failing' clause and those votes can be voted by the Chairman of the Meeting as outlined in the clause. If however, the proxyholder attends the meeting the open votes cannot be voted.

OPEN – UNUSABLE

An undirected open vote given to the Chairman of the Meeting when the Chairman's voting instruction box has not been ticked. This category also includes votes when a nominated proxyholder who is personally subject to a voting exclusion has been appointed and the Chairman's Voting Instruction Box has not been marked.

ABSTAIN

A direction to the proxyholder to abstain from voting on the resolution(s). These votes will not be counted in the final result of polling on the resolution(s).

EXCLUDED

Votes of holders who have appointed a proxy where the holder is prohibited from voting on a resolution due to a Voting Exclusion that may apply either to the registered holder or to a class of holders. If the excluded holders are identified by registered name and address (or a class of holding) they can be 'marked' in the voting file as being excluded from voting on the resolution(s) and their votes in respect to those resolution(s) will be classified as 'Excluded'.