



## Top Shelf International Holdings Ltd

**Principal Place of Business:**  
**16-18 National Boulevard**  
**Campbellfield**  
**Victoria**  
**Australia 3061**

27 October 2023

### **ASX ANNOUNCEMENT (ASX:TSI)**

#### **Results of Annual General Meeting**

Top Shelf International Holdings Ltd (ASX: TSI) (**Top Shelf** or the **Company**) advises that in accordance with ASX Listing Rule 3.13.2 and Section 251AA of the Corporations Act 2001 (Cth), Resolutions 1, 2, 3, 4, 6, 8, 9, 10, 11, 12 and 13 set out in the Notice of Meeting were duly passed by the requisite majority by a poll and Resolutions 5 and 7 were not passed at the Annual General Meeting of the Company held today.

Details of the voting results and proxies in respect of the resolutions are set out in the attached summary.

#### **Ends**

*This announcement was approved by Top Shelf's Non-Executive Chairman, Julian Davidson, on behalf of the Top Shelf Board.*

#### **For more information (investors and media)**

For further information, please visit our investor website <https://www.topshelfgroup.com.au/investors> or contact investor relations at [info@topshelfgroup.com.au](mailto:info@topshelfgroup.com.au) or on (03) 8317 9990. For media enquiries, please contact Matt Slade 0409 916 474.

#### **About Top Shelf**

Top Shelf International is a Melbourne based distiller and marketer of premium Australian spirits, with distinctive brands in NED Australian Whisky and Grainshaker Hand Made Australian Vodka. The Company has a track record of success creating high quality, premium Australian products and brands; each in its own way encapsulating a distinctive Aussie attitude, social experience and flavour profile.

The Company has expertise in the development and production of distilled spirits, undertakes a significant level of research and development and operates modern fermentation, distillation and packaging facilities in Campbellfield, Victoria.

The Company is creating Australia's first agave spirit range and is developing an Agave farm in The Whitsundays region of Queensland specifically chosen for the suitability of its climate for growing blue agave. In development of the farm the Company has committed to the application of up-to-date and innovative horticultural practices. In addition to distilling and manufacturing its own portfolio of spirit brands, Top Shelf also provides canning, bottling and packaging services to a range of customers.

**Top Shelf International Holdings Ltd**  
**Annual General Meeting**  
**Friday, 27 October 2023**  
**Results of Meeting**

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Direct votes (as at close of direct voting)			Number of votes cast on the poll (where applicable)			Resolution Result	If s250U applies
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain	For	Against	Abstain*	Carried / Not Carried	
1. Adoption of Remuneration Report	Ordinary	67,795,071	1,942,568	817,188	34,400	4,458,673	141,277	0	74,017,164 97.26%	2,083,845 2.74%	35,985	Carried	No
2. Re-Election of Director - Julian Davidson	Ordinary	69,479,493	153,200	817,188	139,346	31,386,203	82,308	0	102,629,116 99.77%	235,508 0.23%	140,931	Carried	NA
3. Re-Election of Director - Stephen Grove	Ordinary	69,614,029	145,000	817,698	12,500	31,435,345	33,166	0	102,813,304 99.83%	178,166 0.17%	14,085	Carried	NA
4. Approval of 10% Placement Capacity	Special	69,588,603	159,036	817,188	24,400	31,368,047	100,464	0	102,720,070 99.75%	259,500 0.25%	25,985	Carried	NA
5. Approval for the Granting of STVR Performance Rights to Director, Adem Karafili	Ordinary	462,809	69,287,330	817,188	21,900	4,422,901	798,469	26,247,141	6,649,130 8.66%	70,087,384 91.34%	26,269,041	Not Carried	NA
6. Approval for the Granting of STVR Performance Rights to CEO, Trent Fraser	Ordinary	67,795,071	1,955,068	817,188	21,900	31,328,089	140,422	0	100,886,580 97.96%	2,097,075 2.04%	21,900	Carried	NA
7. Approval for the Granting of FY24 LTVR Performance Rights to Director, Adem Karafili	Ordinary	2,244,310	67,505,829	817,188	21,900	4,422,901	798,469	26,247,141	8,430,631 10.99%	68,305,883 89.01%	26,269,041	Not Carried	NA
8. Approval for the Granting of FY24 LTVR Performance Rights to CEO, Trent Fraser	Ordinary	69,576,572	173,567	817,188	21,900	31,328,089	140,422	0	102,668,081 99.70%	313,989 0.30%	23,485	Carried	NA
9. Approval for the Granting of Retention Service Rights to CEO, Trent Fraser	Ordinary	67,795,071	1,955,068	817,188	21,900	31,341,943	126,568	0	100,900,434 97.98%	2,081,636 2.02%	23,485	Carried	NA
10. Ratification of the issue of Placement Shares under ASX Listing Rule 7.1 pursuant to ASX Listing Rule 7.4	Ordinary	43,085,877	27,000	554,008	26,659,162	7,080,322	100,464	0	51,666,439 99.75%	127,464 0.25%	26,660,747	Carried	NA
11. Ratification of the issue of Placement Shares under ASX Listing Rule 7.1A pursuant to ASX Listing Rule 7.4	Ordinary	10,585,877	27,000	817,188	26,659,162	31,368,047	100,464	0	43,717,344 99.71%	127,464 0.29%	26,660,747	Carried	NA
12. Ratification of the grant of Options under ASX Listing Rule 7.4	Ordinary	37,084,772	30,367	817,188	156,900	31,317,890	150,621	0	70,166,082 99.74%	180,988 0.26%	158,485	Carried	NA
13. Approval of grant of Options to an entity associated with Director, Stephen Grove	Ordinary	69,576,572	166,741	814,014	31,900	6,435,969	108,092	24,924,450	77,772,787 99.65%	274,833 0.35%	24,957,935	Carried	NA

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