



24 June 2024

Manager
Company Announcements
ASX Limited
Level 4, 20 Bridge Street
SYDNEY NSW 2000

Extraordinary General Meeting – Addresses & Presentation

Please find attached the following documents to be presented at the Extraordinary General Meeting to be held today, Monday 24 June at 4:15pm (AEST):

1. Chair's Address;
2. Managing Director & Chief Executive Officer's Address; and
3. Presentation.

For inquiries:
Anne Mustow
General Counsel & Company Secretary
gudcompanysecretariat@gud.com.au

Announcement approved by GUD's Company Secretary



**G.U.D. Holdings Limited
2024 Extraordinary General Meeting**

CHAIR'S ADDRESS

Ladies and gentlemen,

As we gather today for this Extraordinary General Meeting, I reflect on our incredible journey over the past 86 years. G.U.D. Holdings has been proudly listed on the ASX for over 65 years and in recent decades has operated a diversified portfolio of businesses, adapting and evolving to meet the needs of various markets and industries.

We continue to work to deliver G.U.D.'s Strategic Vision, which sets out the direction and an articulation of success for the Company in the mid term. In some instances this Vision even sets objectives for 2030. The Vision is carefully and deliberately designed to provide shareholders with value and growth.

The divestment of Davey Water Products in September 2023 has resulted in the Group becoming an "automotive pure play", allowing us to focus our energies on the automotive aftermarket and accessories sector. This highlights that the Group is at an inflection point in its history, solidifying its automotive pure play composition and value proposition.

In this context, we are confident that the time is right to propose to you a change of the Company's name.

Thus, we propose to you a significant step today - changing our company name from G.U.D. Holdings Limited to Amotiv Limited. The Board believes that the new name better aligns with, and captures, the operations and value which the Company is creating now and in the future.

In our view, "Amotiv" better reflects the nature of the Group's operations as a whole and will facilitate improved understanding by the market of the Company's strategy and business.

Thank you for your support and for being part of this transformative journey.



**G.U.D. Holdings Limited
2024 Extraordinary General Meeting**

MANAGING DIRECTOR & CHIEF EXECUTIVE OFFICER'S ADDRESS

Good afternoon, shareholders,

Our Chair has highlighted the strategic reasons for proposing the change of the Company's name to Amotiv.

As well as strategically transforming our portfolio to focus on automotive parts and accessories, shareholders will know from our recent Investor Day that we have also implemented a new divisional structure. This will drive long-term returns and create opportunities for productivity and cost efficiency for the Group, to the benefit of shareholders.

The name change aligns well with our new divisional structure. Both these initiatives reflect our strategic vision.

The name "Amotiv" was conceived internally and derived from a creative play on the word 'automotive'.

In arriving at this new name, we engaged in a thoughtful and cost-effective internal process, without engaging consultants or incurring significant costs. We sought input from stakeholders inside and outside the Group and carefully considered our brand's legacy and future direction. This collaborative effort led us to a name that we think truly embodies our commitment to the automotive industry.

Amotiv is more than just a new name; it represents our passion for the automotive industry and our drive for innovation and excellence. It is a single strong, clear brand which represents the Company and its place in the market, and resonates with employees, investors, business partners and industry.

With a clear vision focused on leadership in automotive parts and accessories, we are dedicated to driving innovation, expanding our market presence, and delivering exceptional value to our shareholders. Our "Next horizon Aspirations" (which we presented to shareholders last month at our Investor Day) will be Amotiv's clear focus: we are poised for continued growth and success under a new name, "Amotiv".

Thank you for your ongoing support and trust in our vision.



GUD Holdings Limited

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Board of Directors



Graeme Billings
Non-Executive Director & Chair



Carole Campbell
Non-Executive Director



Jennifer Douglas
Non-Executive Director



John Pollaers
Non-Executive Director



David Robinson
Non-Executive Director




Graeme Whickman
Managing Director & CEO



Questions

Attending in person



GUD Holdings Limited
ABN 99 004 400 891

Extraordinary General Meeting
Monday, 24 June 2024

**SHAREHOLDER/PROXYHOLDER
ADMISSION & VOTING CARD**

THE DIRECTORS OF GUD HOLDINGS LIMITED
THANK YOU FOR YOUR ATTENDANCE


PLEASE RETAIN THIS CARD UNTIL THE CLOSE OF THE MEETING


5423

Please read the instructions on the reverse before voting

SHAREHOLDER VOTING INSTRUCTIONS

If you wish to cast all your votes for or against a motion, place a mark in the appropriate FOR box or AGAINST box for that motion.


5423

If you wish to cast some of your votes for a motion and some of your votes against the motion write in the FOR box the actual number or percentage of votes you are casting for the motion and write in the AGAINST box the actual number or percentage of votes you are casting against the motion. The sum of the votes cast or the percentages FOR and AGAINST a motion must not exceed your voting entitlement or 100%.

PROXYHOLDER VOTING INSTRUCTIONS

Please refer to Summary of Proxy Votes Form attached to this card for instructions.

| | For | Against | Abstain |
|--|--------------------------|--------------------------|--------------------------|
| Item 1 Approval of Company Name Change | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Name of Shareholder/Proxyholder

Signature



Voting

- Voting will be conducted using voting cards.
- To cast your vote, simply select either “*for*”, “*against*” or “*abstain*” on your blue voting card and insert your signature at the bottom of the vote card.



Voting

- Valid votes have been received representing approximately 66.79% of GUD's issued capital
- Proxy votes received on the item of business will be shown on the screen
- Open proxies available to be voted by as Chair of the Meeting, will be cast "For" each of those items on the agenda
- The Board recommends that you vote in favour of the resolution





GUD Holdings Limited

Extraordinary General
Meeting
2024

Chair's Address



Our history

1938

GUD founding fathers in Harry Sharples, Arthur Harford, Bill Ryan formed informal alliance.

1940

GUD Manufacturing Pty Ltd formed, initial products were chemicals such as Dri Lube and Chemi Weld (still sold today under Goss Brand).

1942

FRAM filters assembled in Australia by GUD Manufacturing.
RYCO filter brand launched and distributed via WL Ryan.



1948

Bill Ryan and Keith Morrison acquired Australasian Steel Products (Separate entity, now known as RYCO Hydraulics).

1950

Arthur Harford established separate entity GUD South Africa. Manufactured filters for South African market under GUD brand.

1958

A holding company (GUD Holdings) was registered to take control of subsidiaries.



1959

GUD Holdings listed on ASX

GUDH acquired GOSS Gaskets P/L.



1986

GUD New Zealand Limited was formed.
GUD acquired Wix filter factory in NZ.

2009

Acquired Dexion Storage Systems.

2008

Divested Victa Lawnmowers to Briggs & Stratton.

2006

GUD acquired Monarch (Davey Group).

2005

GUD acquired Contamination Control (Davey Group) & Dates Cleaning Products.

2003

GUD acquired Spa Quip (Davey Group).

1996

GUD acquired Sunbeam-Victa & Westfil.



1995

GUD acquired Davey Pumps from McPhersons.



1991

GUD acquired Lock Focus from Lowe & Fletcher.

2015

Acquired Brown & Watson International.



2016

Acquired Griffiths Equipment NZ.



Divested Sunbeam Appliances & Lock Focus.

2017

Acquired Innovative Mechatronics Group, AA Gaskets & N7 Gaskets.



Divested Dexion storage systems & Dates cleaning products.

2018

Acquired Disc Brakes Australia.



2020

Acquired ACAD 4WD accessories (ECB/CSM/Barden Unitek/AE/A/ Fully Equipped).



2021

Acquired Australian Clutch Services & Vision X USA & Asia (BWI).



2022

Acquired AutoPacific Group.



Acquired FE Canterbury NZ.

Acquired Twisted Throttle (BWI). BWI USA & BWI UK established.

Acquired Hybrid Battery Rebuild & launched Infinitev (IM Group).



2023

Acquired Rindab AB (BWI).



Griffiths Equipment NZ now BWI NZ

Divested CSM Service Bodies.



Divested Davey Water Products // GUD as a pure-play automotive company.



2024

Acquired Caravan Electrical Solutions (BWI).



Acquired Milford Cargo Hammers & Towbars (APG).



Strategic Vision

We're ready to meet our customers' needs of tomorrow, today.

Our brands are future-ready; clever ideas turned into technical products and services that people count on every day. Our team are committed to making a positive impact and creating value for all stakeholders.

Strategic imperatives



Be the leader in 4WD
Accessories and Trailering
in ANZ with future export



Hold a global leadership
position in specialist
Automotive Lighting



Leverage Powertrain
profitability and invest
in future-proof adjacencies



Be the category captain in
key Undercar categories
and leverage scale



Expand vehicle
Power Management
internationally



Lead the EV Aftermarket
in Australia and New Zealand
with a future in APAC



The future as Amotiv

- Focus on automotive pure play
- Capturing the Group's operations and value
- Aligning with our strategic vision and shareholder interests





GUD Holdings Limited

Extraordinary
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Managing Director & CEO's Address



A new divisional structure



Powertrain and Undercar Division

RYCO
FILTERS

WESFIL

dba
DISC BRAKES AUSTRALIA

Injectronics

infinitev
SUSTAINABLE ENERGY STORAGE

aa gaskets

IMGroup
innovative mechatronics

Australian Clutch Services

CLUTCH

GOSS
VEHICLE MECHATRONICS

IMGroup
innovative mechatronics

XTREME
PERFORMANCE CLUTCH

XTREME
OUTBACK CLUTCH



Lighting, Power and Electrical Division

NARVA
THE VISION TO GO FURTHER

PROJECTA

Vortex
Automotive Lighting Equipment

KT SOLAR

KT
ACCESSORIES

RINDAB

ULTIMA

BIG RED
GEAR

BWI
BROWN & WATSON
INTERNATIONAL PTY LTD

Twisted Throttle

DENALI

CES



4WD Accessories and Trailering Division

AUTOPACIFIC
GROUP

HAYMAN REESE

ECB
ELECTRIC COUPLER BUSINESS

XIBAR
BY HAYMAN REESE

BB
BESTBARS

CRUISEMASTER

FULLY EQUIPPED

TRAILBOSS
BY TOMBARNS

CHRISTINE PRODUCTS
TRAILER PARTS

KAYMAR
4WD ACCESSORIES

A new name

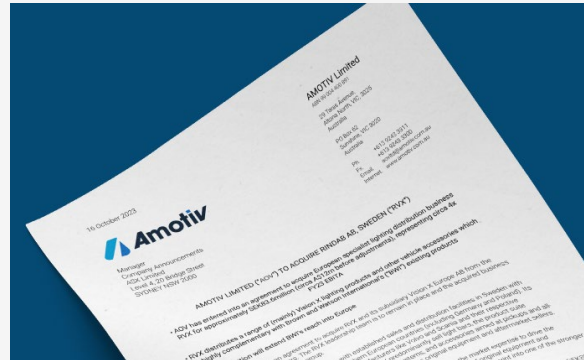
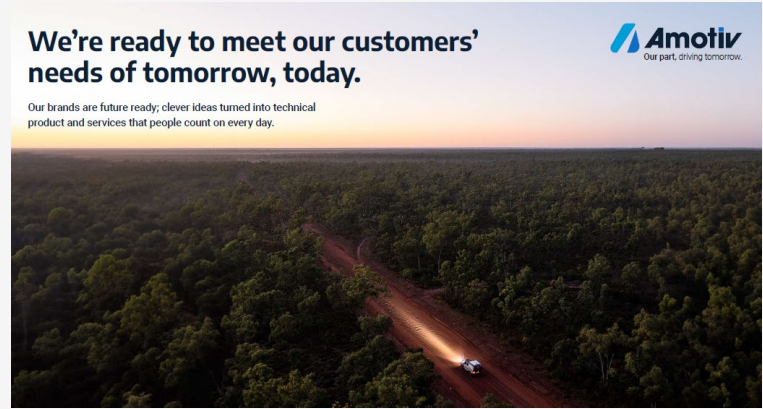


Behind the name Amotiv

- A powerful inflection point
- Derived from 'Automotive'
- Represents our commitment to the automotive sector
- Developed through a low-cost, internally driven nomenclature process
- Aligns with our strategic vision for growth and innovation



ASX:AOV



Next horizon – Aspirations



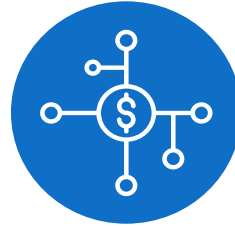
Drive the automotive pure play...

Deliver the six strategic imperatives through a divisional structure



... with a safe and engaged team...

Strive for zero harm and top-quartile engagement



... building a stronger, more resilient company...

Continue to diversify revenue and strengthen and optimise the platform



... with consistent growth...

Execute on significant growth options within existing portfolio and compelling bolt-ons



... and high quality financial and sustainability results

Maintain margin rigour, leverage our ESG credentials competitively and deliver satisfactory returns for shareholders



Business of Meeting

Special Resolution

Item 1: Approval of Company Name Change

"That, as set out in the Explanatory Memorandum, for the purposes of sections 157(1) and 136(2) of the Corporations Act 2001 (Cth) and for all other purposes, the Company's name be changed from G.U.D. Holdings Limited to Amotiv Limited, and that all references to "G.U.D. Holdings Limited" in the Company's Constitution be replaced with references to "Amotiv Limited".

The Board unanimously recommends that you vote in favour of the resolution shown above.



Business of Meeting

Approval of Company Name Change

Proxy and Direct Votes

| For | Open | Against | Total |
|------------|---------|---------|-------------------|
| 92,637,928 | 659,146 | 812,433 | 94,109,507 |
| 98.44% | 0.70% | 0.86% | 100% |

Note: In accordance with the Corporations Act, the resolution must be passed as a **special resolution**. A special resolution must be passed by at least 75% of the votes cast by shareholders who are entitled to vote on the resolution.

Note: No voting exclusions apply to this resolution.



Close of Voting

Please finalise your voting now.





GUD Holdings Limited

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