

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b>	<b>Carly Holdings Limited</b>
<b>ABN</b>	<b>60 066 153 982</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Christopher James Noone
<b>Date of last notice</b>	3 November 2022

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Indirect.
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Noone Holdings Pty Ltd as trustee for the C and K Noone Family Trust  Mr Noone is a director and shareholder of the company and a beneficiary of the trust.
<b>Date of change</b>	23 March 2023
<b>No. of securities held prior to change</b>	<u>Direct</u>  Nil. <u>Indirect</u>  2,067,750 fully paid ordinary shares ( <b>Shares</b> ).  129,125 options exercisable at \$0.16 each on or before 31 May 2023 ( <b>Quoted CL8OB Options</b> ).  516,937 options exercisable at \$0.06 each on or before 31 October 2024 ( <b>Quoted CL8O Options</b> )

+ See chapter 19 for defined terms.

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	<p>1,620,000 options exercisable at \$0.3750 each on or before 19 November 2025 (<b>Executive Options 2020</b>)<sup>1</sup>.</p> <p>5,000,000 options expiring on 18 November 2026 with various exercise prices (<b>Executive Options 2021</b>)<sup>2</sup>.</p>
<b>Class</b>	Shares
<b>Number acquired</b>	107,000 Shares
<b>Number disposed</b>	Nil.
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$2,782
<b>No. of securities held after change</b>	<p><i>Direct</i></p> <p>Nil.</p> <p><i>Indirect</i></p> <p>2,174,750 Shares</p> <p>129,125 Quoted CL8OB Options</p> <p>516,937 Quoted CL8O Options</p> <p>1,620,000 Executive Options 2020</p> <p>5,000,000 Executive Options 2021.</p>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On-market purchase

<sup>1</sup> 1,620,000 Executive Options 2020 (post-consolidation) are subject to satisfaction of performance conditions and vesting periods as set out in the ASX announcement released to the market on 20 October 2020.

<sup>2</sup> 5,000,000 Executive Options 2021 have vesting periods and various exercise prices as set out in the ASX announcement released to the market on 8 October 2021.

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**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	Not applicable
<b>Nature of interest</b>	Not applicable
<b>Name of registered holder (if issued securities)</b>	Not applicable
<b>Date of change</b>	Not applicable
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	Not applicable
<b>Interest acquired</b>	Not applicable
<b>Interest disposed</b>	Not applicable
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	Not applicable
<b>Interest after change</b>	Not applicable

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	Not applicable
<b>If prior written clearance was provided, on what date was this provided?</b>	Not applicable

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