

Fleet growing, subscriptions following

Carly Holdings Limited (ASX:CL8) operates a vehicle subscription business, which it launched in March 2019, leveraging existing operations, strategic relationships, and technology. Car subscription allows business and retail customers to pay a single monthly fee to access a car for 30 days or more and is an alternative to purchasing or financing a vehicle. Carly has attracted larger automotive industry businesses as shareholders, with a direct offering and services to support automotive manufacturers and dealers to generate revenue from car subscriptions. Carly is now ramping up fleet size through vehicle purchases and leases. Carly increased fleet size 32% and subscription revenue 82% in the FY23 year. Further fleet growth in the December half year has driven strong subscription growth which accelerated further in January 2024. Carly's revenue is directly linked to fleet size which will grow substantially again in H2 FY24 with 109 vehicles, including electric vehicles, due to be delivered between January and April 2024. The company raised additional finance of \$2.85m in November via a convertible note issue and retains draw-down capacity to finance further fleet growth. Overall fleet growth remains largely in-line with our expectations, however, management is under pressure to manage utilisation rates as new vehicles arrive. This lag can result in cost and revenue mismatches.

Business model

Carly provides vehicles to business and retail customers for periods exceeding 30 days under a subscription model. The subscriber pays a flat monthly subscription fee which includes exclusive use of the vehicle, insurance, registration, and servicing, otherwise they are responsible for fuel and tolls. Vehicles are sourced by Carly via two models: an external owner provides a vehicle in return for a share of receipts (asset light); or the vehicle is secured through a vehicle finance lease or purchase of the vehicle by Carly (asset heavy).

Fleet grows, timing hurts cash flow

Carly's December quarter update showed 5% growth in total fleet size vs September quarter to 377 vehicles with an additional 109 vehicles ordered in January. Costs rose +26% over Q1 and -+31% relative to pcp, largely due to fleet costs which are driven by growth, one-off staff and recruitment costs and an increase in marketing, while subscription revenue grew +16% over September quarter, accelerating in the month of December. The company retains drawdown capacity of \$2m of the \$6m Facility B component of the \$10m facility announced in March and has staggered vehicle deliveries until June quarter. Carly also raised \$2.85m in November via a convertible note issue.

Valuation base case at \$24.4m (\$0.091/share)

We have retained our valuation at \$24.4m and our forecasts are unchanged prior to halfyear reporting, however, we anticipate a moderation of FY24 revenue expectations due to fleet delivery timing with Q1 and Q2 cash receipts about \$600k behind our H1 FY24 forecast in Exhibit 6. Our valuation is based on the discounted cash-flow methodology using a discount rate of 13.75% (risk-free rate 4%). We have modelled three cases differentiated by available finance for vehicles, subscription levels, and vehicle-related costs. Our base case values Carly at \$0.091/share suggesting strong share price growth is possible as Carly builds fleet size and consequently revenue. The downside case values CL8 at \$16.1m (\$0.06/share), while we can estimate upside to \$63.7m (\$0.237/share) using a range of factors.

Historical earnings and RaaS' estimates (in A\$m unless otherwise stated)									
Year end	Revenue	Gross profit	EBITDA	NPAT	EPS (c)	EV/Sales (x)	Price / Book (x)		
06/22a	1.3	0.5	(3.0)	(3.0)	(2.2)	1.6	1.1		
06/23a	2.1	0.5	(3.0)	(3.1)	(1.1)	2.7	1.5		
06/24e	7.2	0.8	0.7	(1.7)	(0.6)	1.7	3.2		
06/25e	13.0	5.2	4.5	0.2	0.1	1.2	4.1		
Source: Company data: RaaS estimates for FY24f and FY25f									

Vehicle Subscription Services

31 January 2024





- CL8 is successful in raising additional vehicle finance
- Competitors remain less committed to growth due to business-related distractions
- Subscription rates remain attractive relative to car purchase values

Downside Case

- Limited finance is available for car purchases; CL8 relies on corporate owners of vehicles for supply
- Competitors strengthen their focus on subscription business
- Cost pressures reduce retained share of subscription transaction value

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Carly Holdings RaaS 2024 Outlook Interview 22 January 2024

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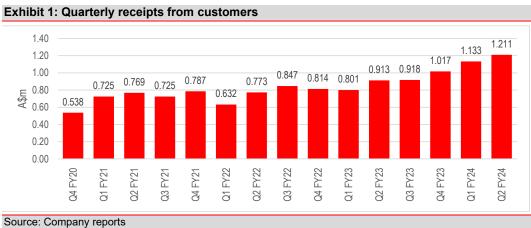
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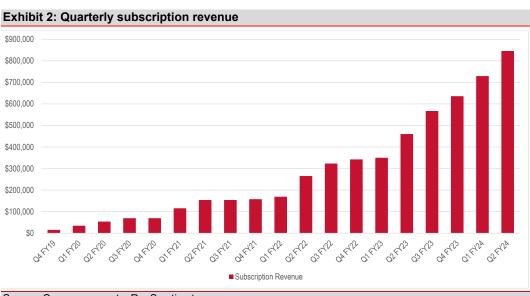


Q2 FY24 Results Analysis

December quarter receipts rose +7% relative to the September quarter, +37% on the previous December. Costs were again well controlled, however, the decision to increase marketing and sales resources drove a +26% increase versus the September quarter and +31% versus the previous December quarter. Lease costs were flat reflecting a current preference for owned vehicles and other cost categories rose modestly driven in part by prepaid advertising costs and some one-off staff payments in the period.

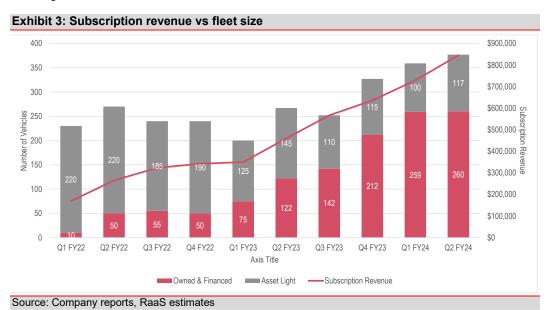


Carly reported that subscription revenue rose 16% versus the September quarter with an increase in Average Monthly Subscription Revenue from \$243,000 in September quarter to \$281,000 per month in December quarter. Carly reported an annualised run-rate of \$3.7m based on the December month of \$309,000. Subscription revenue was 70% of reported cash receipts from customers in the quarter, rising from 42% of receipts in the June quarter 2022 and flat on the September 2023 quarter. The company did not disclose fleet utilisation or subscriber transaction value in this report.





Fleet size grew to 377 vehicles from 359 on September 30 with an additional 17 "asset light" vehicles (which offer a lower operating margin). Carly has received an additional 25 vehicles in January and expects a further 84 during Q3 and Q4 FY2024. The order includes 44 electric vehicles.



Including capital from the issue of convertible notes in November Carly has \$3.12m in cash at period end and a further \$2m available for vehicle purchases following orders placed in December.

Exhibit 4: Q2 FY24 versus previous quarters (A\$m)									
	Q3 FY22	Q4 FY22	Q1 FY23	Q2 FY23	Q3 FY23	Q4 FY23	Q1 FY24	Q2 FY24	
Cash receipts	0.85	0.81	0.80	0.91	0.92	1.02	1.13	1.21	
Payments to suppliers	(1.03)	(1.25)	(1.15)	(1.12)	(1.14)	(1.90)	(1.21)	(1.55)	
R&D	(0.22)	(0.28)	(0.25)	(0.28)	(0.27)	(0.26)	(0.24)	(0.28)	
Other	-	-	-	-	-	-	-	-	
Operating cash flow	(0.40)	(0.72)	(0.43)	(0.48)	(0.48)	(1.01)	(0.38)	(0.68)	
Free cash flow	(0.40)	(0.72)	(0.43)	(0.48)	(0.48)	(1.01)	(0.38)	(0.68)	
Net cash at the end of the period	1.61	0.81	0.28	1.62	0.96	1.54	0.97	3.12	
Monthly operating cash burn	(0.13)	(0.24)	(0.14)	(0.16)	(0.16)	(0.34)	(0.13)	(0.23)	
Quarters of cash on hand - reported	` 4	ìí	ìí	` <u>3</u>	· ź	Ì Ś	` <u>3</u>	` <u>Ś</u>	
 Including vehicle finance 	4	1	3	8	9	3	19	8	
Source: Company data									

Key Events

Events in the quarter included:

- 80% increase in subscription revenue vs December 2022 quarter and 16% increase vs September 2023 quarter.
- 19% increase in Subscription Revenue Annualised Run Rate, reaching >\$3.7 million (based on \$309,000 in the month of December) compared to ~\$3.1 million at September 2023.
- Gained access to \$6 million Facility B of the \$10 million asset finance facility announced on 22 March 2023 and placed orders for 109 vehicles.
- 18 vehicles added to the fleet in the December 2023 quarter, reaching a fleet size of 377 vehicles.
- A Sales and Customer Experience Manager commenced to oversee growth, subscriber experience, and rollout of new subscription product features to consumers, corporate, government, and not-for-profit sectors
- Completed a \$2.85m convertible note issue at \$1 per note to support ongoing growth.



Exhibit 6: Financial Summary

Profit and Loss (A\$m)	FY22A				Interim (A\$m)	1H22 A	2H22 A	ALION A	OLIOS A	41104 F	
Sales Revenue 1.0 Gross Profit 0.6	FY22A					11122 /	ZUZZ W	1H23 A	2H23 A	1H24 F	2H24 F
Gross Profit 0.6		FY23A	FY24F	FY25F	Revenue	0.5	0.7	0.9	1.9	3.0	4.3
Gross Profit 0.6					EBITDA	(1.6)	(1.5)	(1.6)	(0.7)	(0.1)	0.9
	1.3	2.1	7.2	13.0	EBIT	(1.7)	(1.7)	(1.6)	(1.1)	(0.8)	(0.2)
ERITDA (3.1)	0.5	0.5	0.8	5.2	NPAT (normalised)	(1.7)	(1.3)	(1.6)	(1.2)	(1.1)	(0.6)
` '	(3.0)	(3.0)	0.7	4.5	Minorities		-	-	-	-	-
Depn (0.2)	(0.4)	(0.0)	(1.8)	(3.1)	NPAT (reported)	(1.7)	(1.3)	(1.6)	(1.2)	(1.1)	(0.6)
Amort (0.0)	0.0	(0.2)	0.0	0.0	EPS (normalised)	(1.34)	(0.97)	(0.80)	(0.42)	(0.36)	(0.22)
EBIT (3.3)	(3.4)	(3.2)	(1.0)	1.4	EPS (reported)	(1.27)	(0.97)	(0.79)	(0.45)	(0.41)	(0.22)
Interest (0.1)	(0.0)	(0.1)	(0.1)	(0.9)	Dividend (cps)	0.00	-	-	-	-	-
Tax 0.0	0.2	0.1	0.3	0.5	Imputation	30	30	30	30	30	30
Minorities 0.0 Equity accounted assoc 0.0	0.0	0.0	0.0	0.0	Operating cash flow	(1.65)	(1.1)	(0.9)	(0.9)	(0.5)	0.3
' '		(3.1)		0.0 0.2	Free Cash flow Divisions	(1.92)	(1.1) 2H22 A	(0.9) 1H23 A	(0.9)	(0.5) 1H24 F	0.3 2H24 F
NPAT pre significant item (3.4) Significant items 0.0	(3.0)	(3.1) 0.0	(1.7) 0.0	0.2	Car Subs	1H22 A 0.52	0.73	1.71	2H23 A 1.89	2.95	4.25
NPAT (reported) (3.4)	(3.0)	(3.1)	(1.7)	0.0	Licence Revenue	0.52	0.73	0.01	0.02	0.02	0.02
Cash flow (A\$m)	(3.0)	(3.1)	(1.7)	0.2	Other Revenue	0.00	0.00	0.01	0.02	0.02	0.02
	FY22A	FY23A	FY24F	FY25F	Office Iver cline	0.00	0.01	0.00	0.00	0.00	0.00
EBITDA (3.1)	(3.0)	(3.0)	0.7	4.5							
Interest (0.0)	(0.1)	(0.1)	(0.9)	(1.8)	COGS	(0.39)	(0.39)	(0.39)	(0.54)	(0.85)	(1.23)
Tax 0.0	0.0	0.0	0.0	0.0	Employ ment	(0.82)	(1.20)	(1.90)	(0.73)	(0.87)	(0.75)
Working capital changes 0.4	0.3	1.2	(0.0)	0.0	Technology, licence fees	(0.55)	(0.50)	(0.53)	(1.10)	(1.13)	(1.16)
Operating cash flow (2.8)	(2.8)	(1.9)	(0.2)	2.8	Other costs	(0.32)	(0.10)	0.34	(0.25)	(0.25)	(0.26)
Mtce capex (0.1)	(0.3)	0.0	0.0	0.0		(/	(/		()	()	(/
Free cash flow (2.8)	(3.0)	(1.9)	(0.2)	2.8	EBITDA	(1.56)	(1.46)	(1.60)	(0.70)	(0.13)	0.87
Growth capex 0.0	0.0	(1.8)	(6.9)	(6.1)		, ,	, ,	. ,	, ,	, ,	
Acquisitions/Disposals 0.0	0.0	0.0	0.0	0.0	Margins, Leverage, Return	s	FY21A	FY22A	FY23A	FY24F	FY25F
Other 0.0	(0.2)	0.0	0.0	0.0	EBITDA		n.a.	n.a.	n.a.	10.3%	35.1%
Cash flow pre financing (2.8)	(3.2)	(3.7)	(7.1)	(3.3)	EBIT		n.a.	n.a.	n.a.	n.a.	11.2%
Equity 5.6	0.7	3.4	0.0	0.0	NPAT pre significant items		n.a.	n.a.	n.a.	n.a.	1.6%
Debt (0.2)	(0.3)	1.6	6.9	6.1	Net Debt (Cash)		3.4	(0.2)	(1.8)	(8.2)	(11.6)
Dividends paid n.a.	n.a.	(0.3)	0.0	0.0	Net debt/EBITDA (x)	(x)	n/a	n/a	n/a	(11.1)	(2.5)
Net cash flow for year 2.6	(2.9)	1.0	(0.2)	2.8	ND/ND+Equity (%)	(%)	609%	23%	78%	105%	101.8%
Balance sheet (A\$m)					EBIT interest cover (x)	(x)	n/a	n/a	n/a	n/a	0.6
	FY22A	FY23A	FY24F	FY25F	ROA		n.a.	n.a.	n.a.	n.a.	n.a.
Cash 3.7	0.8	1.7	2.1	4.9	ROE		n.a.	n.a.	n.a.	n.a.	n.a.
Accounts receivable 0.0	0.3	0.2	0.7	1.2	ROIC		n.a.	n.a.	n.a.	n.a.	n.a.
Inventory 0.0	0.0	0.0	0.0	0.0	NTA (per share)		0.02	0.00	0.00	n.a,	n.a,
Other current assets 0.1 Total current assets 3.8	0.1 1.1	0.3 2.1	0.2 3.0	0.2 6.3	Working capital		(0.9)	(0.6)	(0.9)	0.5 7%	0.9 7%
PPE 0.4	1.2	3.0	8.3	11.2	WC/Sales (%) Revenue growth		(85%) n.a.	(48%) 25%	(42%) 68%	245%	7 % 79%
Intangibles and Goodwill 0.0	0.0	0.0	0.0	0.0	EBIT growth pa		n.a.	25 /6 n/a	n/a	24576 n/a	-239%
Investments 0.0	0.0	0.0	0.0	0.0	Pricing		FY21A	FY22A	FY23A	FY24F	FY25F
Deferred tax asset 0.0	0.0	0.0	0.0	0.0	No of shares (y/e)	(m)	135	135	268	268	268
Other non current assets 0.0	0.2	1.1	0.3	0.8	Weighted Av Dil Shares	(m)	59	135	291	268	268
Total non current assets 0.5	1.4	4.1	8.6	12.1	110.g.1.00 / 11 2 11 0 11 0 10	()	-		20.	200	200
Total Assets 4.3	2.6	6.2	11.6	18.4	EPS Reported	cps	(2.5)	(2.2)	(1.2)	(0.6)	0.1
Accounts payable 0.9	0.9	1.0	0.2	0.3	EPS Normalised/Diluted	cps	(5.7)	(2.2)	(1.1)	(0.6)	0.1
Short term debt 0.2	0.4	0.4	0.7	0.7	EPS growth (norm/dil)	•	n.a.	n.a.	n.a.	n.a.	n.a.
Tax payable 0.0	0.0	0.0	0.0	0.0	DPS	cps	-	-	-	-	-
Other current liabilities 0.2	0.2	0.5	0.2	0.2	DPS Growth	•	n.a.	n.a.	n.a.	n.a.	n.a.
Total current liabilities 1.3	1.4	1.9	1.0	1.2	Dividend yield		0.0%	0.0%	0.0%	0.0%	0.0%
Long term debt 0.2	0.6	3.1	9.7	15.8	Dividend imputation		30	30	30	30	30
Other non current liabs 0.0	0.0	0.6	1.3	1.6	PE (x)		n.a.	n.a.	n.a.	n.a.	18.6
Total long term liabilities 0.3	0.6	3.8	11.0	17.4	PE market		15.3	15.3	15.3	15.3	15.3
Total Liabilities 1.5	2.0	5.7	12.0	18.6	Premium/(discount)		n.a.	n.a.	n.a.	n.a.	21%
Net Assets 2.8	0.5	0.5	(0.4)	(0.2)	EV/EBITDA		0.5	n.a.	n.a.	16.1	3.4
					FCF/Share	cps	-2.3	-2.0	-0.9	-0.7	-0.1
Share capital 22.9	23.5	26.6	27.1	27.1	Price/FCF share		n.a.	n.a.	n.a.	n.a.	n.a.
Accumulated profits/losse (20.1)	(23.0)	(27.0)	(28.4)	(28.2)	Free Cash flow Yield		n.a.	n.a.	n.a.	n.a.	n.a.
Reserves n.a.	n.a.	0.9	1.0	1.0							
Minorities n.a.	n.a.	0.0	0.0	0.0							
Total Shareholder func 2.8	0.5	0.5	(0.4)	(0.2)							

Source: Company data for actuals; RaaS analysis



FINANCIAL SERVICES GUIDE

RaaS Advisory Pty Ltd

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of

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