

**HARVEY NORMAN
HOLDINGS LIMITED**

A.C.N 003 237 545

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25 November 2020

The Manager Announcements
Australian Securities Exchange Limited
Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir

Results of Virtual Annual General Meeting 2020

Pursuant to section 251AA of the Corporations Act (Cth) and Listing Rule 3.13.2, the Company advises that all of the resolutions considered by shareholders at the Annual General Meeting of Harvey Norman Holdings Limited were passed at the Annual General Meeting of the Company held virtually on 25 November 2020. Pursuant to section 251AA of the Corporations Act (Cth) and Listing Rule 3.13.2, proxy and voting information has been set out on the attachment to this letter.

The Company notes that Resolutions 9 to 13 set out in the Notice of Meeting were withdrawn by the Company by way of notification to the ASX on Tuesday 10 November 2020.

This document was authorised to be provided to the ASX by the Board of Directors of Harvey Norman Holdings Limited.

Yours Faithfully



Chris Mentis
Chief Financial Officer / Company Secretary

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Harvey Norman Holdings Limited (Company)

Wednesday, 25 November 2020

Results of Annual General 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) | | | | 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** | Carried / Not Carried | |
| Res 2. Adoption of Remuneration Report | Ordinary | 302,457,490 | 41,690,539 | 21,560,844 | 2,404,876 | 323,664,633 88.48% | 42,123,178 11.52% | 2,419,332 | Carried | No |
| Res 3. Re-election of Director – Gerald Harvey | Ordinary | 966,136,443 | 61,044,430 | 21,622,751 | 1,866,549 | 987,852,588 94.18% | 61,044,430 5.82% | 1,866,549 | Carried | NA |
| Res 4. Re-election of Director – Chris Mentis | Ordinary | 718,498,862 | 308,796,325 | 21,681,293 | 1,693,693 | 739,762,784 70.52% | 309,307,090 29.48% | 1,693,693 | Carried | NA |
| Res 5. Election of Director – Luisa Catanzaro | Ordinary | 1,026,600,386 | 439,357 | 21,717,495 | 1,912,935 | 1,048,375,324 99.96% | 439,719 0.04% | 1,927,029 | Carried | NA |
| Res 6. Changes to the Constitution – Virtual general meetings | Special | 909,998,340 | 116,872,131 | 21,623,099 | 2,176,603 | 931,663,770 88.85% | 116,885,337 11.15% | 2,192,603 | Carried | NA |
| Res 7. Changes to the Constitution – Small Holdings | Special | 1,024,783,099 | 1,960,547 | 21,721,314 | 2,205,213 | 1,046,571,529 99.81% | 1,964,056 0.19% | 2,205,213 | Carried | NA |
| Res 8. Changes to the Constitution – Uncontactable Members | Special | 1,024,783,199 | 1,950,658 | 21,742,555 | 2,193,761 | 1,046,594,870 99.81% | 1,952,167 0.19% | 2,193,761 | Carried | NA |
| Res 14. Increase the total aggregate amount of directors' fees payable to all of the Company's non-executive directors | Ordinary | 340,177,552 | 4,471,621 | 21,671,917 | 2,756,812 | 361,920,957 98.78% | 4,456,431 1.22% | 2,770,906 | Carried | NA |

* As announced on the ASX on 10 November 2020, proposed Resolutions 9 to 13 in the Notice of Annual General Meeting released on 19 October 2020 were withdrawn and were not put to the shareholders of the Company at the Annual General Meeting on Wednesday 25 November 2020. The proposed Resolutions 9 to 13 concerned the proposed grant of performance rights to, and acquisition of shares in the Company by, the executive directors of the Company under a proposed Extended Term Incentive Plan. There was a drafting and calculation error in the Explanatory Notes which accompanied the Notice of Meeting.

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