

FOR IMMEDIATE RELEASE

6 July 2018

**APPOINTMENT OF NEW MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER
AND
RESIGNATION OF CHIEF FINANCIAL OFFICER**

Isentia Group Limited (ASX:ISD) today announces the appointment of Ed Harrison as Managing Director and Chief Executive Officer and the resignation of James Orlando as Chief Financial Officer.

APPOINTMENT OF ED HARRISON AS MD AND CEO

Following an extensive search, Ed Harrison has been appointed Managing Director and Chief Executive Officer of Isentia with effect from 6 August 2018. Doug Snedden will revert to a Non-Executive Chairman role at that time. Mr Harrison replaces John Croll who resigned in February and stepped down from the position in May 2018.

Mr Harrison has over 25 years experience across many types of media including print, outdoor and digital in Australia, New Zealand and the United Kingdom. With a strong background in sales, Mr Harrison came to Australia in 2001 to set up JC Decaux's business in Victoria and South Australia. From 2003 to 2008, he was General Manager (Australia) of JC Decaux, the world's largest out-of-home advertising company, as it established a dominant position in Australian street furniture.

Mr Harrison then joined Fairfax Digital, a leading provider of online news, information and classified websites. As Group Sales Director at Fairfax Media, Mr Harrison was responsible for sales operations across 300 newspaper, magazine and digital brands with a diverse customer base and combined revenue of \$500m. From 2014 to June 2018, Mr Harrison was the CEO of Yahoo7, a joint venture between Seven West Media and Verizon, which delivered digital media products and original content to over nine million monthly users. During his tenure at Yahoo7, Mr Harrison improved business performance through a range of product, content and cost initiatives.

Isentia Chairman Doug Snedden said that the Board is pleased to have secured the appointment of Mr Harrison given his strong track record in sales, digital media and product development, and leadership of businesses in transformation.

"Ed has deep knowledge of traditional and digital media and has executed disciplined growth strategies in organisations across a range of competitive markets. He has broad expertise in leading product development and technology-based innovation to meet diverse customer needs in disrupted media environments, and understands the fundamental importance of client relationships," Mr Snedden said.

Commenting on his appointment, Ed Harrison said: "I am delighted to be joining an iconic company like Isentia, which is widely known as the leading provider of media intelligence in the Asia-Pacific region. Like many organisations, Isentia is facing a number of challenges associated with the rapidly changing media landscape. I look forward to working with the team to drive an innovation, digital and product-focused growth agenda."

RESIGNATION OF CFO JAMES ORLANDO

James Orlando has resigned as Chief Financial Officer of Isentia. The company will commence a search for a new CFO immediately. To ensure a smooth handover, Mr Orlando will remain with Isentia until a new CFO has commenced.

Mr Orlando said, “I have greatly enjoyed my time at Isentia and being part of its talented team. In addition to my finance duties, I have had the opportunity to implement programs that will drive better sales execution, customer delivery and cross-functional collaboration. We have also strengthened the team with some high quality hires who have established investment processes that will assist in realising Isentia’s full potential. I look forward to working with Ed through the coming reporting period.”

Mr Snedden said, “James has made a significant contribution to Isentia over the past year which has been beyond that of a traditional CFO. He has implemented processes that have enhanced transparency around the key drivers of the business and initiated a cost out program which is the first step in the transformation of our fixed cost base. The Board would like to thank James for his considerable efforts, commitment and ongoing support as Ed settles into his new role.”

EMPLOYMENT TERMS & CONDITIONS OF NEW MD AND CEO

Below is a summary of the key terms of Mr Harrison’s employment as Managing Director and Chief Executive Officer of Isentia Group Limited

Appointment	Mr Harrison has been appointed to the position of Managing Director and Chief Executive Officer
Commencement Date and Term	6 August 2018. The appointment is on an ongoing basis commencing 6 August 2018.
Total Fixed Remuneration (TFR)	\$676,000 per annum including superannuation reviewed annually.
Alignment/ Sign On Equity	Subject to the required shareholder approval and following commencement of his employment, Isentia will offer Mr Harrison, AUD \$676,000 of equity in the form of rights to shares (Engagement Rights) granted under the Isentia Long Term Incentive Plan (LTIP). The number of Engagement Rights will be based on the value weighted average price (VWAP) of Isentia shares over the five trading days immediately prior to the announcement of the appointment. The Engagement Rights will vest on the second anniversary of the commencement of employment subject to Mr Harrison remaining an employee of Isentia and the terms of the Engagement Right offer.
Variable Reward Plan	Mr Harrison is eligible to participate in the Isentia Variable Reward Plan. Under the Variable Reward Plan, the reward target for Mr Harrison is 80% of TFR and the reward maximum is 125% of TFR subject to the satisfaction of financial and personal performance measures over the 12-month financial year period. Under the Variable Reward Plan: <ul style="list-style-type: none"> • 50% of any value will be delivered in cash paid shortly after the finalisation of the annual audited accounts; • 50% of any value will, subject to shareholder approval, be granted as deferred equity. The deferred equity will be in the form of rights to shares (Rights) granted under the LTIP. The

	actual number of Rights granted will be determined with reference to the VWAP over the 5 trading days following the release of the financial year end results. Rights granted will be subject to a two-year service condition prior to vesting. On vesting, ordinary shares in Isentia will be issued in a number equivalent to the Rights vesting (Shares). Shares issued are subject to a further one-year escrow period in which the Shares cannot be sold.
Termination	6 months' notice to be given by either party or payment in lieu at Isentia's option. Employment may be terminated immediately in certain circumstances including serious misconduct.
Termination entitlements	<p>If Mr Harrison resigns or is terminated for cause all entitlements under the Variable Reward Plan and any Engagement Rights or Rights granted that are unvested at cessation of the employment are forfeited. Any Shares issued are subject to any relevant escrow period.</p> <p>If Mr Harrison's employment is terminated in "good leaver" circumstances (including redundancy, death or disability) then:</p> <ul style="list-style-type: none"> • Pro rata entitlement to the cash component under the Variable Reward Plan will remain on foot subject to satisfaction of performance conditions; • Entitlement to the deferred equity component of the Variable Reward Plan will cease. • Engagement Rights and Rights remain on foot and will vest in accordance with terms of the LTIP and the offer terms.
Post-Employment Restraint	Mr Harrison is subject to a post-employment 12 month non – compete and non-solicitation restraint.
Other provisions	Mr Harrison appointment is subject to the general provisions regarding confidential information, intellectual property and moral rights

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About Isentia

Isentia (ASX:ISD) is APAC's leading integrated Media Intelligence and Insights business with operations in 11 countries. Isentia blends market-leading monitoring experience with analytics to help the world's biggest brands uncover the whole picture – and act on it. Powered by cutting-edge technology and a team of world class experts, our mission is to help businesses leap-forward where only genuine insight can take them. To find out more about how we inform better decisions, please visit

www.isentia.com