

Appointment of Chief Executive Officer

14 October 2019

The Board of IncentiaPay Limited (ASX:INP), the **(Company)**, wishes to advise that Mr Henry Jones has been appointed as Chief Executive Officer of the Company commencing today.

Mr Jones has more than 25 years' executive experience, predominantly in the technology sector, having held senior positions at IBM across Australia, New Zealand and North America. He has an MBA from Harvard and a Bachelor of Law (LLB) from the University of Melbourne.

Commenting on his appointment, IncentiaPay's Chairman, Stephen Harrison said, "We are pleased to have someone of Henry's calibre join the Company. Substantive progress has already been made as a result of the Board's strategic review process, with immediate steps being undertaken to right size the business.

Henry's appointment as CEO is key to leading and accelerating the turnaround to position the Group for planned growth and the continued benefit of all members, fundraisers and merchants involved".

The key terms and conditions of Mr Jones' appointment are set out in Attachment A.

For further information please contact:

Ben Newling

Company Secretary
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Attachment A

Mr Henry Jones – Key Terms and Conditions of Employment

| Commencement Date | 14 October 2019 |
|------------------------|---|
| Term | Appointment on an on-going basis subject |
| | to customary probationary period and |
| | termination by either party |
| Fixed Remuneration | \$325k per annum plus statutory |
| | superannuation |
| Short-Term Incentives | Short-Term Incentive of up to \$100k per |
| | annum subject to achieving key |
| | performance indicators to be defined by the |
| | Board |
| Long-Term Incentives | To be agreed between the Mr Jones and |
| | the Company |
| Termination and Notice | The Company or Mr Jones may terminate |
| | the agreement by providing 6 months' |
| | notice. The Company may elect, at its |
| | discretion to make a payment in lieu. |