

# WELCOME

## Positioning for Future Growth



2016 Annual General Meeting Presentation

**Craig Coleman**  
Chairman of the Board

**Iain Dunstan**  
Chief Executive Officer

**Rubik**

# Members of the Board & Executive

- Craig Coleman Chairman
- Andrew Moffat Non-executive director
- John Wilson Non-executive director
- Peter Clare Non-executive director
- Iain Dunstan CEO
- Darius Coveney CFO & Company Secretary

# ORDER OF BUSINESS

- Opening and Introductions
- Business Update
- FY2016 Financials
- Formal Resolutions


Craig Coleman

Iain Dunstan

Darius Coveney

Craig Coleman

# VOTING


  
Rubik Financial Limited  
ABN 51 071 707 232

**ANNUAL GENERAL MEETING**  
29 NOVEMBER 2016


**SHAREHOLDER/PROXYHOLDER  
ADMISSION & VOTING CARD**

THE DIRECTORS OF RUBIK FINANCIAL LIMITED  
THANK YOU FOR YOUR ATTENDANCE

PLEASE RETAIN THIS CARD UNTIL THE CLOSE OF THE MEETING

  
1

Please read the instructions on the reverse before voting

  
Rubik Financial Limited  
ABN 51 071 707 232

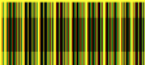
**ANNUAL GENERAL MEETING**  
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# Positioning for future growth

2016 AGM  
CEO's address

**Iain Dunstan**

29 November 2016



# WHAT WE DO..

“

Committed to improving the **customer experience and profitability** of the financial services community through our **innovative technology solutions.**

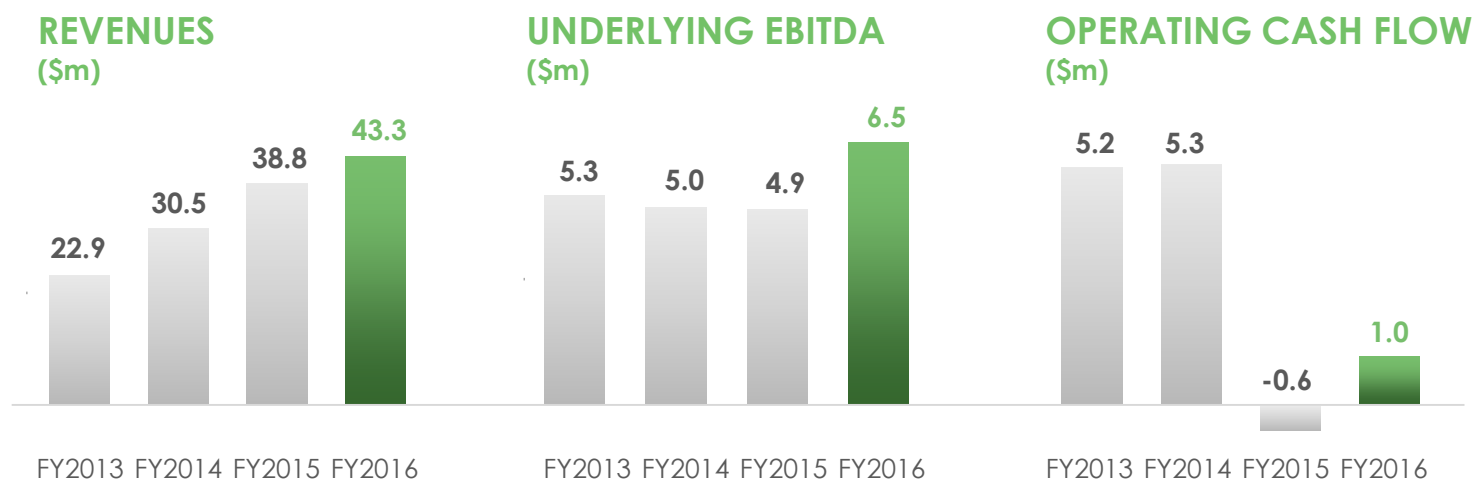
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# GROUP HIGHLIGHTS

# FINANCIAL HIGHLIGHTS

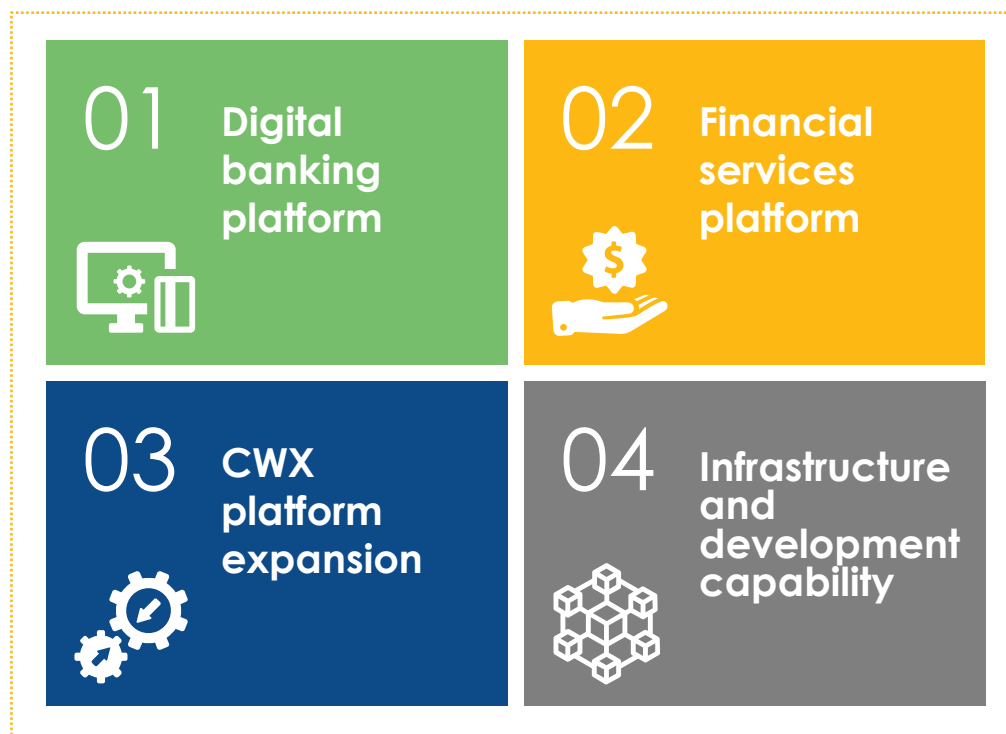
- Revenue growth of >10% for fourth consecutive year
  - Increased to \$43.3m in FY2016 (FY2015: \$38.8m)
- Increased underlying EBITDA by >30% vs 20% target
  - Up >70% when existing product capitalisation added back
- Restructuring benefits beginning to kick in





# FUTURE FOCUS

Strategically transitioning from a product to a platform solutions approach



# FY2017 FINANCIAL OUTLOOK

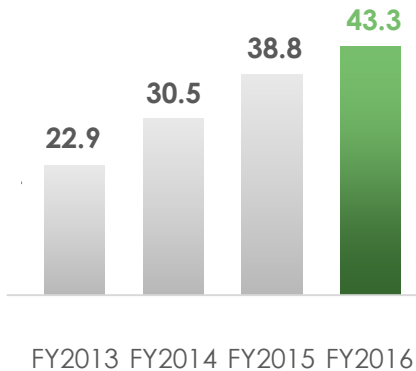
- Despite a difficult environment for banks & financial institutions, FY2017 has started strongly with a number of new contract signings:
  - First ADI signed for Rubik Model Bank
  - Gone live with MyState digital banking
  - Signed our 5th of top 7 Pakistan banks in Bank Alfalah
  - Significant new client contracts in Australia, New Zealand and Indonesia for CWX
  - AMP signed 2 year contract extension for Coin
  - 2 of the top 4 banks upgraded to latest Coin version in November
- These contracts have differing implementation profiles which, combined with the long-term investments being made across all product groups, makes it difficult to be precise on short-term earnings guidance
- Rubik expects modest revenue growth in FY17



# FY2016 FINANCIAL RESULTS

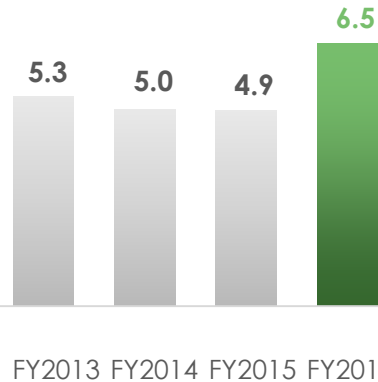
# KEY RESULT INDICATORS

## REVENUES (\$m)



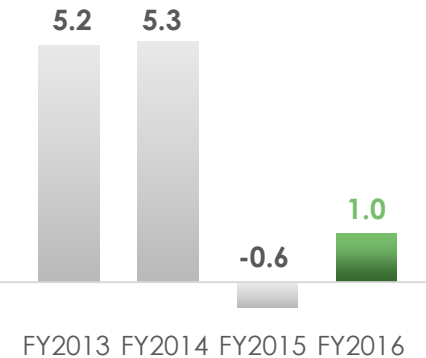
- Fourth consecutive year of double digit revenue growth
- Revenue increased due to new CWX product sales and increased project work across all groups

## UNDERLYING EBITDA (\$m)



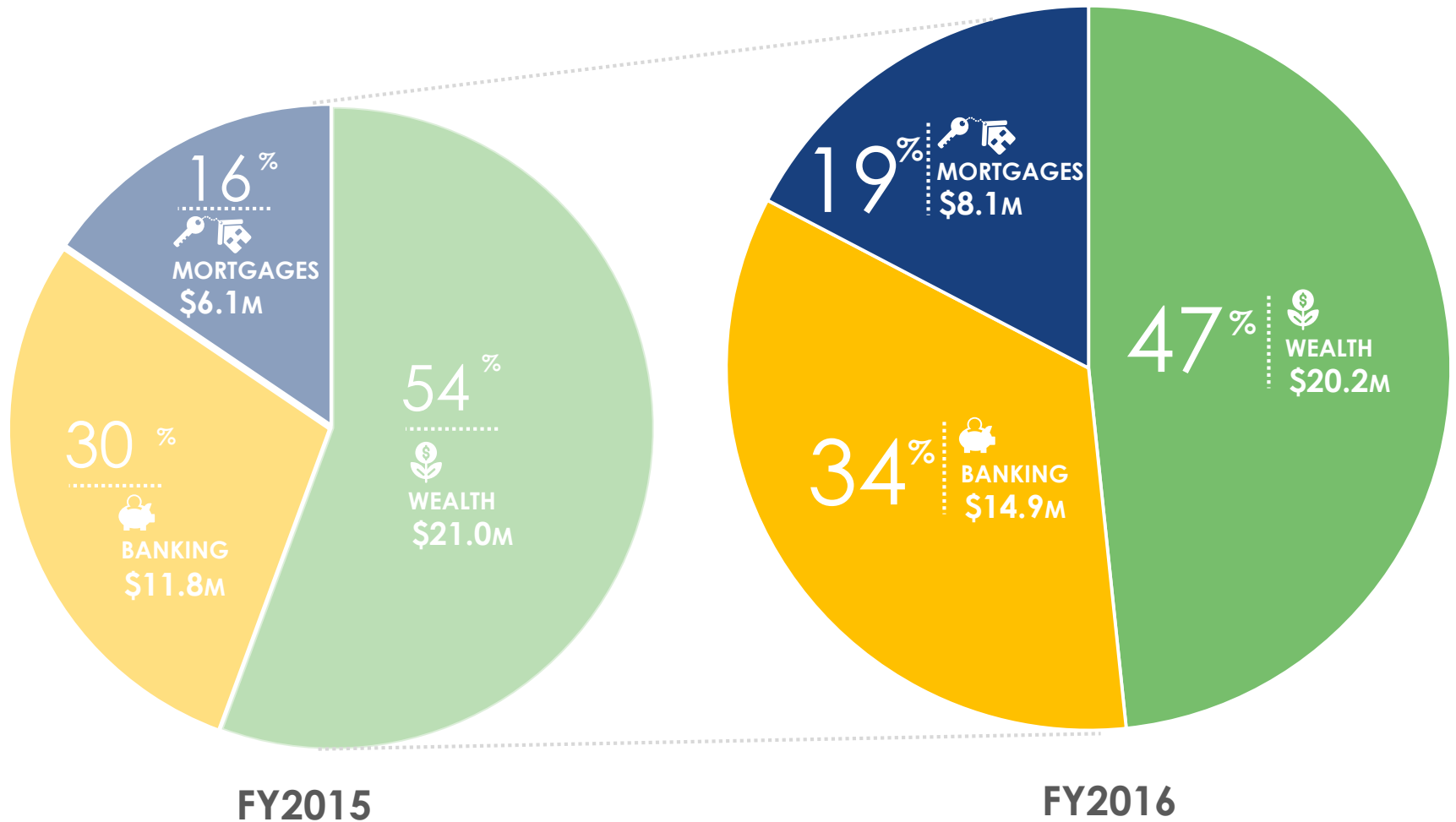
- Growth of >30% against guidance of 20%
- Improvement in underlying EBITDA reflects revenue improvement and benefits of restructuring program

## OPERATING CASH FLOW (\$m)



- Cash flow returned to positive due to higher underlying EBITDA, and is expected to remain positive

# REVENUE SHARE BY PRODUCT GROUP



# STRONG UNDERLYING GROWTH BEFORE NEW PRODUCT INVESTMENT

(\$m)	FY2016	FY2015	CHANGE
Underlying EBITDA	6.5	4.9	32% increase
Add back capitalisation of existing products	(1.2)	(1.8)	
Underlying EBITDA before existing product capitalisation benefit	5.3	3.1	71% increase

- Underlying EBITDA of \$6.5m was a \$1.6m, or 32% improvement - driven by increased service fees and a focus on cost containment
- Underlying EBITDA (excluding existing product capitalisation) has increased by \$2.2m, or 71%

# BALANCE SHEET

(\$m)	FY2016	FY2015
<b>ASSETS</b>		
Current assets	15.0	10.4
Non-current assets	69.1	69.6
<b>Total assets</b>	<b>84.1</b>	<b>80.0</b>
<b>LIABILITIES</b>		
Current liabilities	15.5	12.2
Non-current liabilities	10.1	12.1
<b>Total liabilities</b>	<b>25.6</b>	<b>24.3</b>
<b>TOTAL EQUITY</b>	<b>58.5</b>	<b>55.6</b>

- Net current assets up from \$0.5m in FY2015 to \$2.2m in FY2016, after adjusting for revenues received in advance
- Impairment cost of \$5.3m recognised for Mortgages CGU, offset by \$5.8m reduction in forecast earn out liability
- 1-for-7 non-renounceable entitlement offer raised approx. \$5m (before costs)
- Renegotiated bank facilities during the year

# IN SUMMARY





# KEY SUMMARY POINTS


- Achieved above forecast growth while making investments in next generation platforms
- Strong financial results
  - Revenue grew over 10% for fourth consecutive year
  - Underlying EBITDA grew >30%, exceeding 20% target
  - Cash flow returned to positive
- Restructuring benefits kicked in
  - Utilising a mixture of on-shore and off-shore development and testing
- Transitioned from product to platform solutions approach
  - Further enhanced software and services offering
- Strong pipeline of new opportunities across the business

# QUESTIONS

Craig Coleman – Chairman of the Board



# VOTING


  
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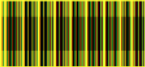
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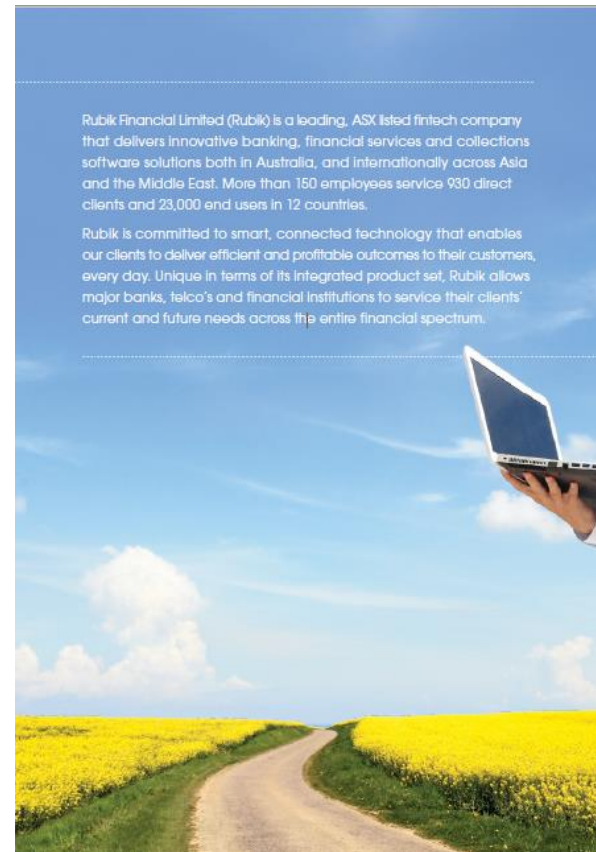
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# Rubik's 2016 Annual Report



# Ordinary business

## Consideration of financial statements

*“To consider the financial statements and the reports of the directors and auditors for the year ended 30 June 2016.”*

# Resolutions

**X 3**

# Resolution 1

## Re-election of Mr. Craig Coleman as a Director

*“That Mr. Craig Coleman who retires in accordance with clause 7.1 of the Company’s Constitution, and being eligible offers himself for re-election, be re-elected as a Director.”*

For	Undirected	Against	Total	Abstain
217,421,329	2,091,182	907,805	220,420,316	187,626
98.63%	0.95%	0.42%		

# Resolution 2

## Re-election of Mr. Peter Clare as a Director

*“That Mr. Peter Clare who retires in accordance with clause 7.1 of the Company’s Constitution, and being eligible offers himself for re-election, be re-elected as a Director.”*

For	Undirected	Against	Total	Abstain
217,532,254	2,091,182	796,880	220,420,316	187,626
98.68%	0.95%	0.37%		



# Resolution 3

## Remuneration Report

*“That the remuneration report of the Company for the financial year ended 30 June 2016 is adopted.”*

In accordance with section 250R of the Corporations Act 2001 (Cth) (Corporations Act), the vote on Resolution 3 will be advisory only. The remuneration report, which forms part of the Directors' report, is set out on pages 33 to 43 of the 2016 Annual Report, which has been posted on the Rubik website.

For	Undirected	Against	Total	Abstain
185,258,190	2,105,180	3,233,313	190,596,683	194,450
97.21%	1.10%	1.69%		

Rubik



# Calling of the Poll

# IMPORTANT NOTICE & DISCLAIMER

Rubik Financial Limited (“the Company”) and its respective directors, employees, agents and consultants shall have no liability (including liability to any person by reason of negligence or negligent misstatement) for any statements, opinions, information or matters (express or implied) arising out of, contained in or derived from, or any omission from the presentation, except liability under statute that cannot be excluded. The presentation contains reference to certain intentions, expectations and plans for the Company. These intentions, expectations and plans may or may not be achieved. They are based on certain assumptions which may or may not be met or on which views may differ. The performance and operations of the Company may be influenced by a number of factors, many of which are outside the control of the Company.

No representation or warranty, express or implied, is made by the Company or any of its representative directors, officers, employees, advisors, or agents that any intentions, expectations or plans will be achieved either totally or partially or that any particular rate of return will be achieved. Actual results and developments will almost certainly differ, possibly materially, from those projected in the forward-looking statements contained in this presentation. Any forward looking statements contained in this presentation are not guarantees or representations of future performance and should not be relied upon as such. This presentation does not purport to be inclusive of all information which its recipients may require in order to make an informed assessment of the Company's prospects. You should conduct your own investigation and perform your own analysis in order to satisfy yourself as to the accuracy and completeness of the information, statements and opinions contained in this presentation before making any investment decision.



**Rubik Financial Limited  
Script for Annual General Meeting to be held on  
Tuesday, 29 November 2015**

**Craig Coleman – Chairman**

***Slide 1 Welcome***

Ladies and gentlemen welcome to the 2016 Annual General Meeting of Rubik Financial Limited (Rubik). My name is Craig Coleman and I am the Chairman of the Board of Directors of Rubik.

The Company's Constitution states that the Chairman of the Board is to act as Chairman of a general meeting of the Company. I will therefore, be acting as the Chairman of this meeting.

It is now after 3.00pm, the time appointed for the meeting and I would like to call the meeting to order.

**Introductions**

***Slide 2 Members of the Board & Executive***

I would like to introduce you to the other members of the Board and Senior Management who are joining me today:

- Andrew Moffat, Non-executive director;
- John Wilson, Non-executive director;
- Peter Clare , Non-executive director
- Iain Dunstan, Chief Executive Officer; and
- Darius Coveney, Chief Financial Officer and Company Secretary.

## Auditors

I would further like to introduce Rubik's auditors, KPMG, represented here by John Wigglesworth, the Partner responsible for the audit, and whom I have pleasure in welcoming today. John will be available to answer questions.

## Order of business

### ***Slide 3 Order of Business***

I'd like to outline the order of business for today.

Before we get to the formal business of the meeting, I have asked Iain Dunstan and Darius Coveney to provide a short presentation regarding the Rubik business.

Once that is complete, and you have had a chance to ask questions regarding the business operations, I will then open the formal meeting and we will go through the resolutions, and you will be asked to vote on each resolution in turn. There will be an opportunity to ask questions regarding each of the 3 resolutions as we work through them.

### ***Slide 4 Voting***

To ensure the smooth running of this meeting, I would ask that when you are invited to speak on any matters being considered, that you raise your registration card and wait for the microphone. Please state your name and confine your questions to the matter at hand. Please also hold up your coloured card when you ask a question.

Only those persons holding a GREEN card are entitled to vote at this meeting. Persons holding either a GREEN or YELLOW card are entitled to speak at this meeting. To ensure the smooth running of the meeting, visitors holding a WHITE card are not entitled to vote, nor are they entitled to speak.

If there is any shareholder here who is eligible to vote or speak and who does not have a GREEN or YELLOW coloured card would you please raise your hand now. It is important that your attendance is recorded.

Should you wish to ask a question, please raise your voting card, and then state your name and your question? Please confine questions to the matter at hand.

*[Pause for audience response]*

## **Introduction**

### ***Slide 5 Introduction to CEO, Iain Dunstan***

I would now like to invite Iain Dunstan to provide you with an update of the Rubik business.

## Iain Dunstan – CEO

### **Slide 6 & 7**

Thank you Craig.

I am pleased to report to you on Rubik's results for the past financial year, and outline the company's strategic focus for continued growth.

### **Slide 8 Financial Highlights**

We have seen a stronger year than last, with a heightened stability instilled across the business, leaving us on an excellent footing going into the new financial year. It has been personally satisfying to drive significant transformation across the organisation whilst still achieving double-digit growth. These changes are allowing us to create and better manage opportunities that drive the underlying base of the business and provide greater shareholder value.

- We saw revenue growth of more than 10% for fourth consecutive year
- We increased our underlying EBITDA by >30% vs 20% target
- We've seen restructuring benefits beginning to kick in

### **Slide 9 Future Focus**

In terms of our future focus, we have identified 4 key strategic areas of focus.

These are:

- 1) Building a digital banking platform targeting Australian Credit Unions and Mutuals
- 2) Building our financial Services platform
- 3) Expanding our CWX platform
- 4) Building our infrastructure and development capability



## ***Slide 10 FY2017 Financial Outlook***

Despite a difficult environment for banks & financial institutions, FY2017 has started strongly with a number of new contract signings:

First ADI signed for Rubik Model Bank

- Gone live with MyState digital banking
- Signed our 5th of top 7 Pakistan banks in Bank Alfalah
- Significant new client contracts in Australia, New Zealand and Indonesia for CWX
- AMP signed 2 year contract extension for Coin
- 2 of the top 4 banks upgraded to latest Coin version in November

In terms of our FY2017 Financial Outlook, these contracts have differing implementation profiles which, combined with the long-term investments being made across all product groups, makes it difficult to be precise on short-term earnings guidance.

Having said that, Rubik expects modest revenue growth in FY17.

## ***Slide 11 FY2016 Financial Results***

I would now like to hand over to our Chief Financial Officer, Darius Coveney to provide an update on our FY2016 Financial Results.

## Financial results overview

### Darius Coveney – CFO

Thank you Iain.

Good afternoon shareholders and thank you for the opportunity to report to you on Rubik's financial results for FY2016.

Building on the last financial year, which focused on ensuring all key financial measures and strategies were in place, we have steadily improved our financial performance.

### ***Slide 12 Key Results Indicators***

#### Revenue

Overall revenue for FY2016 was \$43.3 million, a \$4.5 million, or 11.4 per cent increase from FY2015. This represents the fourth consecutive year of double digit revenue growth.

This was primarily due to significant expansion in our CWX product, including off-shore and non-financial services clients, an increase in project work across all product groups, and service fees on anti-money laundering projects related to Rubik's eLodge+ product.

#### Underlying EBITDA

Underlying EBITDA for FY2016 was \$6.5 million, compared with an underlying EBITDA in FY2015 of \$4.9 million. This 32 per cent increase was far greater than the forecast target of 20 per cent growth. The increase was mainly due to the above mentioned revenue improvements, combined with a focus on cost containment as revenues grew, and assisted by the benefits coming from our recently completed restructuring program.

#### Operating cash flow

Cash flow returned to positive due to higher underlying EBITDA, and is expected to remain positive. We went from negative \$0.6 million in FY2015 to a positive operating cash flow of \$1.0 million in FY2016.

### ***Slide 13 Revenue Share by Product Group***

The following chart shows how we're continuing to diversify our risk by decreasing our reliance on our Wealth business and increasing our Banking and Mortgages business. This is in line with our strategy outlined earlier.

Our Banking business increased by 4% from 30% to 34% and our Mortgage business increased from 16% to 19%. Correspondingly our Wealth business declined from 54% to 47%.

### ***Slide 14 Strong Underlying Growth Before New Product Investment***

- Underlying EBITDA of \$6.5m was a \$1.6m, or 32% improvement - driven by increased service fees and a focus on cost containment
- Underlying EBITDA (excluding existing product capitalisation) has increased by \$2.2m, or 71%

### ***Slide 15 Balance Sheet***

- Net current assets up from \$0.5m in FY2015 to \$2.2m in FY2016, after adjusting for revenues received in advance
- Impairment cost of \$5.3m recognised for Mortgages CGU, offset by \$5.8m reduction in forecast earn out liability
- 1-for-7 non-renounceable entitlement offer raised approx. \$5m (before costs)
- Renegotiated bank facilities during the year

### ***Slide 16 / 17 Summary***

In summary:

- We achieved above forecast growth while making investments in next generation platforms
- Our financial results were strong:

- Revenue grew over 10% for fourth consecutive year
  - Underlying EBITDA grew >30%, exceeding 20% target
  - Cash flow returned to positive
- The benefits of restructuring benefits have kicked in
  - Utilising a mixture of on-shore and off-shore development and testing
- We transitioned from product to platform solutions approach
  - Further enhanced software and services offering
- We are have a strong pipeline of new opportunities across the business

Thank you, I will now hand back over to our Chairman, Craig Coleman.

## **Slide 18 Questions**

### **Craig Coleman – Chairman**

Thank you Iain and Darius.

I would now like to turn to the formalities of our 2016 Annual General Meeting.

### **Quorum**

I confirm there is a quorum present in accordance with the Company's Constitution and declare the meeting open.

## **Slide 19 Voting Cards**

### **Registration**

There are three resolutions set out in the Notice of Meeting to be put to the meeting today. The resolutions are required to give effect to the proposals described in the Notes and Explanatory Statement accompanying the Notice of Meeting.

As a reminder, to ensure the smooth running of this meeting, I would ask that when you are invited to speak on any matters being considered, that you raise your card and wait for the microphone. Please state your name and confine your questions to the matter at hand.

Only those persons holding a GREEN card are entitled to vote at this meeting. Persons holding either a GREEN or YELLOW card are entitled to speak at this meeting. To ensure the smooth running of the meeting, visitors holding a WHITE card are not entitled to vote, nor are they entitled to speak.

*[Pause for audience response]*

## Notice of Meeting

The Notice for this Meeting was mailed to all shareholders of Rubik on Friday, 23 October 2015. For reference throughout the meeting, a copy of the Notice of Meeting was placed on your chairs.

I move that the Notice of Meeting be taken as read. Those in favour please raise their GREEN voting cards.

**[Pause to count cards]**

Those against please raise their GREEN voting cards.

**[Pause to count cards]**

I declare the motion carried. Thank you.

***Slide 20 Rubik Annual report***

## Presentation of Financial Statements and Reports

A copy of the Annual Report [*hold up to view*] has been made available to all shareholders via the Company's website and mailed to those shareholders who requested it. The Annual Report contains the Financial report, the Directors' report and the Auditor's report in respect of Rubik for the financial year ended 30 June 2015.

The accounts and reports are before the meeting and the floor is open for questions and discussion regarding Rubik's financial statements and reports.

Questions can be asked of the directors, members of executive management who are present, or the auditor. John Wigglesworth is available to answer questions on the conduct of the audit, the preparation and content of the Auditor's report, the accounting policies adopted in relation to the preparation of the financial statements and the independence of the auditor.

Please direct your questions through me as Chairman. Where appropriate, I will call on specific directors, executive management or the auditor to respond to your questions or comments.

### **[Questions and discussion from floor]**

Are there any [further] questions?

As there are no [further] questions, I call to a close the discussion on the accounts, reports and management of Rubik.

### ***Slide 21 Ordinary Business***

### ***Slide 22 Resolutions***

#### **Outline of resolutions**

As stated earlier, there are three resolutions being voted on today. Other than Resolution 3, which is in relation to the Remuneration report, all the resolutions are ordinary resolutions and in order to be carried, at least 50 per cent of the votes cast by shareholders entitled to vote on the resolutions must be in favour.

Under Rule 40 of the Company's Constitution, a poll may be demanded on any of the resolutions.

I intend to conduct the vote on all resolutions by way of a show of hands, unless a poll is demanded. If a resolution is not passed by way of a show of hands I will conduct a poll. The result of a poll will not be known until after the meeting is closed. An announcement of the outcome of each resolution will be made to the ASX when the result is known.

Shareholders, representatives, proxies or attorneys appointed by shareholders, who are entitled to vote, each have one vote only on a show of hands, except if more than one proxy has been appointed by a shareholder. In which case, the proxies may not vote on a show of hands, and may only vote on a poll.

On a show of hands, if a proxyholder holds multiple proxies which specify different ways to vote on the resolution, the proxyholder must not vote on

the resolution. A shareholder who is also a proxyholder, may still vote on the resolution as a member, even if holding a conflicting proxy.

On a poll, each shareholder whether voting in person, by proxy, representative or attorney, is entitled to one vote for every share held by that member. A shareholder is not required to cast all their votes and may cast their votes in different ways.

If you have already submitted a proxy it is unnecessary for you to vote again.

If there are no objections, it is not my intention to read each resolution; however, I will show the resolutions on the screen.

A copy of the resolutions can also be viewed in the Notice of Meeting which was placed on your chairs.

Prior to each resolution being voted on, there will be an opportunity to ask questions regarding that resolution.

### **Ordinary business – Consideration of financial statements**

*[If shareholders do not object to not reading the item.]*

Consideration of Financial Statements has been outlined in the Notice of Meeting and is as shown on the screen.

### **[Pause for item slide]**

*[If objection to have item read, read item below.]*

*‘To consider the financial statements and the reports of the directors and auditors for the year ended 30 June 2015.’*

Neither the Corporations Act 2001 nor the Company’s Constitution requires that shareholders vote on such reports. However, you may raise any further questions or comments relating to the statements or reports now.

### **[Pause for questions if any]**



Since there are no [further] questions, I will continue.

### **Slide 23 Resolution 1**

#### **Resolution 1 – Re-election of Mr. Craig Coleman as a Director**

*[If shareholders do not object to not reading the resolutions.]*

I move the motion being Resolution 1 as shown on the screen.

#### **[Pause for resolution slide]**

*[If objection to have resolution read, read resolution below.]*

*“To consider and, if thought fit, to pass the following Resolution as an ordinary resolution:*

*That Mr. Craig Coleman who retires in accordance with clause 7.1 of the Company’s Constitution, and being eligible offers himself for re-election, be re-elected as a Director.”*

Are there any questions or comments?

#### **[Pause for questions if any]**

Please refer to the screen for details on how proxies have voted on this resolution.

#### **[Pause for proxy slide]**

Other than Mr Coleman himself, there are no shareholders excluded from voting on this resolution.

I would like to inform shareholders that in accordance with the Proxy Form, it is my intention to vote any undirected proxies appointing the **Chairman ?** as proxy, in favour of Resolution 1.

I will now put the motion. Those in favour please raise their GREEN voting cards.

**[Pause to count cards]**

Those against please raise their GREEN voting cards.

**[Pause to count cards]**

I declare the motion carried and congratulate John on his re-election.

[OR]

*The motion has not been carried. In accordance with my rights under the constitution, I will require the resolution to be put to a poll.*

*[If a poll is to be called go to last page.]*

## **Slide 24 Resolution 2**

### **Resolution 2 – Re-election of Mr. Peter Clare as a director**

*[If shareholders do not object to not reading the resolutions.]*

I move the motion being Resolution 1 as shown on the screen.

**[Pause for resolution slide]**

*[If objection to have resolution read, read resolution below.]*

*“To consider and, if thought fit, to pass the following Resolution as an ordinary resolution:*

*That Mr. Peter Clare who retires in accordance with clause 7.1 of the Company’s Constitution, and being eligible offers himself for re-election, be re-elected as a Director.”*

Are there any questions or comments?

**[Pause for questions if any]**

Please refer to the screen for details on how proxies have voted on this resolution.

**[Pause for proxy slide]**

Other than Mr Clare himself, there are no shareholders excluded from voting on this resolution.

I would like to inform shareholders that in accordance with the Proxy Form, it is my intention to vote any undirected proxies appointing the Chairman as proxy, in favour of Resolution 2.

I will now put the motion. Those in favour please raise their GREEN voting cards.

**[Pause to count cards]**

Those against please raise their GREEN voting cards.

**[Pause to count cards]**

I declare the motion carried and congratulate John on his re-election.

[OR]

*The motion has not been carried. In accordance with my rights under the constitution, I will require the resolution to be put to a poll.*

*[If a poll is to be called go to last page.]*

### **Slide 25 Resolution 3**

#### **Resolution 3 – Remuneration report**

*[If shareholders do not object to not reading the resolutions.]*

I move the motion being Resolution 3 as shown on the screen.

Please note that the Corporations Act provides that the vote on this resolution is advisory only and does not bind the Company or its Directors. Notwithstanding this, the Company respects a process that affords shareholders an opportunity to express their views on how the Company remunerates its Directors, the policy adopted by the Board, and how the Company remunerates and incentivises its Management, and will have due regard to the views expressed.

I also note that, if 25 per cent or more of votes cast are voted against the adoption of the Remuneration report at this meeting then the Company will receive its first strike.

Then if at the next AGM the Company receives a second strike, Shareholders will be required to vote on a spill resolution whereby all of the Company's Directors (other than the Managing Director) must go up for re-election.

**[Pause for resolution slide]**

*[If objection to have resolution read, read resolution below.]*

*“That the Remuneration report of the Company for the financial year ended 30 June 2016 is adopted.”*

Are there any questions or comments?

**[Pause for questions if any]**

Please refer to the screen for details on how proxies have voted on this resolution.

**[Pause for proxy slide]**

A vote on Resolution 3 must not be cast (in any capacity) by or on behalf of a member of the Key Management Personnel, details of whose remuneration are included in the Company's remuneration report or a Closely Related Party of such a member. However, the Company need not disregard a vote if the vote is cast by:

(a) person as proxy for a person who is entitled to vote, in accordance with the directions on the Proxy Form; or

(b) the person chairing the Meeting as proxy for a person who is entitled to vote, in accordance with a direction on the Proxy Form to vote as the proxy decides.

I would like to inform shareholders that in accordance with the Proxy Form, it is my intention to vote any undirected proxies appointing the Chairman as proxy, in favour of Resolution 3.

I will now put the motion. Those in favour please raise their GREEN voting cards.

**[Pause to count cards]**

Those against please raise their GREEN voting cards.

**[Pause to count cards]**

I declare the motion carried.

[OR]

*The motion has not been carried. In accordance with my rights under the constitution, I will require the resolution to be put to a poll.*

*[If a poll is to be called go to last page.]*

### **Slide 26 Close**

On behalf of the Board, I would like to thank our shareholders for their support, our clients for trusting us with their business and our people for their contribution and motivation towards our goal of building an Australian based fintech company to be proud of.

Ladies and gentlemen, that concludes the 2016 Annual General Meeting for Rubik.

Thank you for attending.

## **Slide 27 Calling of the Poll**

### **Calling of the Poll**

I appoint [xxx] from Computershare Investor Services to act as Returning Officer and [Insert name] of KPMG to act as Scrutineer.

If you are entitled to vote at this meeting you would have received a GREEN card when registering. This card already records the number of shares which you are entitled to vote.

If you are a proxyholder you should have a card and a summary of votes for each shareholder that you are representing as their proxy. If a proxy holder has been directed to vote in a particular manner, by completing the voting card the proxy holder will be deemed to have voted in accordance with those directions.

Only those persons holding a GREEN card are entitled to vote at this meeting.

Please record your vote by placing a mark in the appropriate “for” or “against” box on each card that you are holding.

The sum of the votes cast for and against the resolution must not exceed your voting entitlement.

If you have any queries with regard to the poll, please raise your hand and a member from Computershare Investor Services will assist you.

**[Pause to allow security holders to vote.]**

I will now ask the Returning Officer to arrange for the collection of the voting cards.

**[Pause while the voting cards are collected.]**

Please raise your hand if your voting card has not been collected or if you require more time.

I now declare the poll closed. The results of the poll will not be known until after the meeting has closed. An announcement will be made to ASX when the result is known.