

2018 Annual General Meeting

netwealth Group Limited

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14 November 2018

1. Jane Tongs - Chairman's address

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On behalf of the Directors of Netwealth Group Limited (Netwealth) I am pleased to welcome Shareholders to the 2018 Annual General Meeting. My name is Jane Tongs and I am the Chairman of Netwealth.

Let me introduce our Board of Directors and management team.

Our Board comprises of:

- Our Joint Managing Directors Michael and Matthew Heine – who will address the meeting shortly, and our two other Non-Executive Directors:
- Davyd Lewis who is the Chairman of our Risk and Compliance Committee and our Remuneration Committee:
- Tim Antonie who is the Chairman of our Audit Committee: and

With us today from our management team is Grant Boyle; CFO and John Hanrahan; CIO. Our General Manager Legal, Risk and Compliance, Rachel Axton unfortunately cannot be with us as she is attending the ASFA conference. Our General Manager Operations, Al Densley and General Manager Product Philip Coldwell are on leave.

This is our first AGM since the Listing of Netwealth on the ASX on 20 November 2017. The purpose of the Initial Public Offering was to provide a liquidity event for existing shareholders, provide an ongoing liquid market for Netwealth shares, enhance the public exposure of Netwealth and provide greater financial flexibility to grow Netwealth. All these objectives have been achieved.

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Agenda

1. Chairman's Address
2. Joint Managing Directors' Address
3. Formal Business

Our Joint Managing Directors Michael and Matt Heine, will discuss Netwealth's performance including an update on trading in the quarter ended 30 September 2018.

However, I wanted to provide some key financial highlights achieved by Netwealth for FY2018 and the Board's perspective on the key drivers of future success. There will be an opportunity for questions before we commence consideration of the formal items on today's agenda.

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Netwealth is Australia's leading specialist platform provider as awarded by Investment Trends, we have been ranked No.1 for functionality for the last 3 years and ranked No.1 for overall customer satisfaction by our users for the last 7 years. We have won these awards due to our client centric focus in determining our services and products provided, our use of technology to enable clients to seamlessly manage their investments and our exceptional client service to support the user experience.

The Board sets the culture of Netwealth and culture drives our success. Our Culture is articulated in our six values:

- Curious – we challenge assumptions and explore new possibilities. We see curiosity as a vital attribute for early identification of potential errors and enhancing customer service. We encourage all staff to be curious, this is done both formally through the Compliance and Risk processes and via our internal competitions. The winning project of our most recent Hackathon competition, “Sonar”, a data analysis tool has been integrated into the business.
- Optimistic – we are passionate and driven to meet the needs of our client market. The market is providing us with opportunities as clients shift from long established wealth management businesses to our specialist platform. We will continue to evolve our product offering to meet the needs and expectations of our clients.
- Courageous – we will be a leader, not a follower in both our product offering and our governance standards. The Board is committed to being ethical, transparent and accountable. Our standards are not negotiable, this is essential for long term performance and sustainability. We do knock back business that does not meet our standards and will continue to do so.
- Collaborative – we consider all priorities and objectives, we share, we communicate, and we are respectful. As a specialist platform this means we provide services to meet the needs of our clients, and invest in technology to allow us to provide these services as seamless and cost efficient as possible.
- Agile – we love change, we love the opportunities it brings, the ability to rethink old paradigms and we enjoy launching new products and services to market as quickly and efficiently as possible.
- Genuine – we are open, honest and transparent. We do make mistakes, but our core value is when we are at fault, we will fix the fault as soon as possible, and put the client back in a position as if the fault had not happened. We wish to be the best we can be, and that means investing in upskilling both our staff and our Board.

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Netwealth has achieved strong growth across all key prospectus pro forma financial measures in FY2018.

- Total Income increased by 35.9% or \$22.0 million to \$83.3 million
- Pro forma EBITDA increased by 69.7% or \$17.4 million to \$42.3 million
- Pro forma EBITDA margin increased from 40.7% to 50.8%

These results were driven by growth in revenues and through effective cost management.

Pro forma NPAT was \$29.0 million, \$1.7 million or 6.3% ahead of the FY2018 IPO forecast and an increase of \$12.2 million from the previous year. Pro forma NPAT margin was 34.9% for 2018, an increase of 7.4% from the previous year.

In 2017 the Board made the decision that our core business would be a specialist platform provider and that financial advice was best handled by those who were experts in the field. The Board made the decision to divest all financial advice and advice-related businesses. In FY2018 we successfully divested the operations of Bridgeport Financial Services Pty Ltd and the financial planning support and professional development business of Pathway Licensee Services Pty Ltd.

Netwealth operates in the fastest growing segment of the investment market. In terms of FUA net inflows we achieved, in FY2018 \$4.2 billion, 31.6% of market share. In the first quarter of FY2019 we achieved \$1.4 billion, 44.5% of market share.

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All businesses should contribute to the community. We believe that a major impediment to the accumulation of retirement savings is the low level of financial literacy in the Australian community. We have partnered with Banquer to support financial literacy in schools. More than 170 schools and 7,300+ students participate in a program which provides classrooms with an online virtual economy, enabling children as young as 5 to begin their financial education in an exciting way.

We also challenged 40 university students to participate in a workshop on how we can improve Australians' engagement with their super and investments.

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Under item 2 in the business of the meeting Davyd Lewis the Chairman of the Remuneration Committee will present briefly on the remuneration report. The Board recognises the performance of Netwealth depends on the quality and motivation of its team members. The Board's primary focus is on long term performance and Netwealth's remuneration is structured on that basis. The objective of our Long Term Incentives (LTIs) is to retain our talent and achieve our growth targets, whilst at the same time encouraging appropriate behaviours to maintain our high compliance and governance standards.

As a result, our:

- Short Term Incentives (STIs) are generally limited to the sales and distribution team and the Joint Managing Directors. Netwealth will pay a discretionary cash bonus to an employee if the employee has made an exceptional contribution.
- LTIs, the Board recognises the importance of suitably incentivising key staff. Our objective is to meet our compliance, governance and growth targets and to retain our talent. The Board Remuneration Committee under Davyd's leadership has adopted a new LTI scheme.

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A company is only as good as the people that work in it. It is the energy, commitment and enthusiasm of all the staff of Netwealth that makes it the successful business that it is. The Board and I would like to thank all our employees for their hard work, their achievements, their commitment and their sense of fun which makes Netwealth a great place to work.

The Board would like to thank our clients for their support, their commitment to their customers and their collaboration in making our service better.

I would now like to invite Michael and Matt to provide their detailed commentary on the year past and the future.

After the JMDs' presentation, we will address the business of the meeting.

2. Michael and Matt Heine Joint Managing Directors' address

Thank you, Jane and good afternoon,

I am delighted to have the opportunity to personally address fellow shareholders at our first Annual General Meeting as a listed company.

This past year has been a very exciting and successful year, we continued to grow our market share and improve our profitability. Our listing on the ASX has been favourably received and has raised our brand recognition to a wider audience.

We continue to win and retain new and existing business.

We are well positioned to obtain future growth and will continue to innovate and increase our investment in technology, sales, marketing and client service, and to capitalise on the current market opportunity.

We are grateful for the support you, our shareholders have shown and we are committed to create long term value for each of our shareholders.

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I will commence with our most recent business and financial highlights.

For the quarter ended 30 September 2018 FUA reached \$19.3 billion, we achieved growth of \$5.6 billion which was 40.6% growth versus prior year comparative quarter.

Our FUA net inflows for the quarter was \$1.1 billion, which was \$0.2 billion or 28.7% ahead of the prior year comparative quarter.

At 30 September 2018, Funds Under Management including the Netwealth Managed Account was \$3.1 billion, which was \$1.1 billion or 55.3% growth versus prior year comparative quarter.

As reported in our Annual Report, Netwealth was ranked both number one for overall satisfaction for the 7th year in a row and ranked number one for best overall platform functionality for the 3rd year in a row by Investment Trends. We are continuously committed on delivering the highest level of service to clients across the country.

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Our results for FY2018 highlight our successful financial performance. As Jane mentioned, we surpassed our prospectus forecasts on all key financial metrics.

Our pro forma NPAT was \$29.0 million, \$1.7 million or 6.3% ahead of prospectus forecast and \$12.2 million or 72.7% ahead of FY2017.

Our pro forma EBITDA was \$42.3 million and pro forma EBITDA margin was 50.8%.

We have a very strong cash position, pro forma operating net cash flow pre tax was \$39.4 million, pro forma cash conversion ratio was 93.1% and our balance sheet is debt free.

In our first year as a listed company, we distributed a dividend per share of 5.38 cents and a special dividend per share of 5.18 cents in September 2018.

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As Australia's largest and fastest growing specialist platform provider (SPP), our growth momentum continues.

The number of financial intermediaries using our platform increased by 51% in the last two years: we had 2,271 financial intermediaries at June 2018.

We experienced consecutive years of FUA, FUM and member account growth. FUA was \$19.3 billion and we had 63,871 member accounts at 30 September 2018.

FUA net inflows for the 12 months to September 2018 was \$4.4 billion, 34% growth in FUA net inflows for the 12 months to September 2018 (excluding the Russell transition).

Our market share of the total platform provider market has more than doubled from 1.0% in June 2015 to 2.1% in June 2018.

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We increased our market share ranking by one position to ninth and are the largest specialist platform provider based on market share.

We had the highest net inflows in the industry for both the year ended June 2018 and the quarter to June 2018

We obtained 31.6% (\$4.2 billion) of the total market net inflows for the year and 44.5% (\$1.4 billion) of the total market net inflows for the quarter.

Given our market share of net inflows and recent trends there is ample opportunity for us to continue to grow in this marketplace.

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Our leading market position for net inflows is aiding the shift in platform flows to specialist platform providers.

Net inflows market share for the specialist platform providers of 70.5% exceeded the institutional providers' market share of 36.6% for the first time in FY2018.

[I will now hand over to Matt Heine to continue the Joint Managing Directors' address.](#)

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Thank you, Michael, and good afternoon. I will continue the Joint Managing Directors' address.

At Netwealth, we constantly challenge ourselves to think differently and to identify opportunities that matter to our clients, to the industry and to us.

As business and transactional efficiency is key to our offering and is valued by financial intermediaries and their clients, we focused on enhancing our service and platform through targeted product development in FY2018, including:

- A new mobile phone app providing all users with business, portfolio and account information.
- Releasing SMART ROAs which reduce the administration burden by providing financial intermediaries with the ability to produce highly customised and automated ROA's for multiple clients which can be accepted online.
- Adding additional automated data feeds of client data to third party planning, accounting and relationship management software to improve data quality and service outcomes for financial intermediaries, accountants and clients.
- Implementing new bulk trading functionality for managed funds and term deposits which enable intermediaries to undertake highly efficient trading for multiple client accounts whilst also ensuring timely implementation.

We think about our development across four key areas including:

- A focus on useability and experience.
- Data and AI.
- Automated investment services including managed accounts and support for MDA's.
- IMA's and traditional advice delivery and ecosystems – the products and services we integrate with.

SLIDE 20 and 21

Recent examples of work completed under these banners includes:

- A major relaunch of our adviser and client portal providing a new modern interface with enhanced navigation and usability.
- Continued rollout of new reports and report summaries including the ability to consolidate across accounts.
- A new automated data feed to BGL, a leading SMSF software solution, at an adviser level and/or for an individual client.
- Adding Challenger's full range of fixed-term and lifetime annuities to our platform. This annuity relationship with Netwealth will make it easier for financial advisers to include annuities in the portfolios of retired members.

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With the changing advice landscape Netwealth sees a number of opportunities for platform sales as large institutions open up their Approved Product Lists (APLs), dealer groups (and their advice practices) leave larger institutions and in advisers establishing their own AFSLs. To capitalise on this, Netwealth rolled out the initial phases of a national advertising campaign in September 2019, with the theme Change/Chance.

The theme stresses that with change comes the chance for advice practices to innovate, or to use the best possible technology or to solve business problems or to realise new efficiencies.

Relying on this theme we have created a campaign that uses striking imagery and word play, supported by both print and digital advertising. We have also crafted several digital guides that encourage advice practices to examine their business in this changing environment.

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At this stage, we expect the findings and recommendations of the Royal Commission to have an overall positive impact for Netwealth.

Possible outcomes are:

- Further acceleration of advisers and dealer groups exiting larger institutions and selecting new platforms.
- Increase in the number of independent financial advisers (IFAs) who have been switching from Institutional platforms to SPPs.
- Institutions opening up their Approved Product Lists to SPPs and partnering with a platform to be their approved SPP option. As the best rated platform for functionality and service, Netwealth is in a prime position to benefit from this opportunity. As an example of this, Netwealth products have been added to

the APL of Godfrey Pembroke Limited ("GPL"), a subsidiary of MLC advice, enabling advisers licensed by GPL to utilise the Netwealth platform.

- Institutional Platforms exiting wealth and outsourcing their platform manufacturing to a SPP. Netwealth is well positioned to offer White label solutions, however, would not act as a Private Label administrator.
- Banning of rebates - a large part of the market is subject to pre-FOFA Grandfathered Rebates. By banning rebates, a major obstacle to advisers switching platforms will be removed. Less than 3.5% of Netwealth's FUA is subject to rebates which we believe is considerably lower than the industry average.

Netwealth has a strong compliance regime and is developing sophisticated technology solutions to meet increased regulatory demands.

SLIDE 24 (Pricing competition is set to continue)

Comparing investment platforms fees is complex as they are all structured differently but the following points can be made:

- No platform is the cheapest or most expensive across all clients, the cost to client depends on account size, level of trading activity, investment asset classes, balance of cash held and number of accounts in family group.
- Netwealth seeks not to be the cheapest provider in the market but rather seeks to offer the most value by providing the best service and functionality at a competitive price.
- Netwealth has a range of products competitively priced to meet all segments of the market from simple to low cost investment options through to complex offerings for the high net worth segment of the market.
- Netwealth has a superior offering with better functionality, better reporting and better business management tools.
- Netwealth has superior administration and service than our competitors and the highest net promoter score in the industry.
- Netwealth has highly competitive pricing for larger practices.
- Netwealth continues to win new tenders against all the incumbents as well as the SPP's.

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Let me close with our future outlook.

During the first quarter of FY2019 we continued to deliver strong growth, we have expanded our distribution network and continued to focus on enhancing our service and platform offering. We believe we will be a beneficiary of expected changes in the industry as more financial intermediaries are empowered to choose a platform that best suits their needs and those of their clients.

- Industry change (structural and regulatory) is expected to accelerate and significantly increase the size of Netwealth's addressable market and Netwealth's ability to penetrate this market.
- We expect pricing competition to continue. Netwealth's superior service and platform functionality, combined with our competitive pricing, places us in a very strong position to compete and succeed.
- Netwealth will continue to innovate and increase our investment in technology, sales, marketing and client service, to capitalise on the current market opportunities.

- The recent market correction has had an adverse effect on Netwealth's revenues but the effect is significantly reduced due to our fee caps and sliding fee scales. Based on current FUA investments, we estimate that an overall 10% decline in the price of equities would have approximately a 3% negative impact on our annualised admin fee revenue. Given that we are already well into FY2019, the impact of the recent equity market net declines on our revenue over the whole year will therefore be significantly less.
- We expect our FY2019 net inflows to continue to increase from FY2018 levels.
- NPAT growth is forecast to be driven by growth of FUA, disciplined pricing, efficient cost management and new sources of incremental revenue.
- We expect the ongoing benefits of scale, continued improvements to operational processes and automated technology, will offset any pricing compression and re-investment costs, with our EBITDA margin % in FY2019, expected to remain at a similar level to FY2018.
- The "Heine Shareholders" have confirmed they have no current intention to sell any of their holdings.

Closing

Underpinning our growth and market recognition are our employees. We are committed to our staff and we look to empower them to live and breathe our core guiding values being Agile, Courageous, Genuine, Collaborative, Curious and Optimistic.

We look forward to continuing this exciting and successful journey together with our staff, our clients and our shareholders.

On behalf of the board, I would like to thank you all for attending the 2018 Annual General Meeting and you are welcome to ask any questions relating to this address.

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Questions from the floor

I will hand back to Jane for the formal section of the meeting.

3. Formal business (of the AGM)

We will now turn to the formal business of the meeting.

The Notice of Meeting, dated 11 October 2018, was sent to shareholders. I propose that the Notice of Meeting be taken as read.

I would just like to summarise the proxy and voting procedures for this meeting.

IF VOTING BY SHOW OF HANDS

When shareholders vote can they please raise their yellow or white card. If you hold a blue card you have already voted or are a joint holder. If there are any shareholders who are eligible to vote at the meeting who have not received their yellow or white voting card, please see a representative from Link Market Services at the registration desk. If you hold a red card you are a visitor and not eligible to vote or speak at the meeting.

IF VOTING ON A POLL FOR ALL RESOLUTIONS

All Resolutions will be decided on by a poll at today's meeting. The poll will be taken when each item on the agenda has been dealt with in accordance with the Notice of Meeting. I will provide instructions for the poll at that time.

Following discussion on each item, the proxy results will be displayed on the screen behind me.

On all items of business, where undirected proxies have been given in favour of the Chairman, I will be voting those proxies in favour of all items.

Please note only persons holding yellow, white or blue admission cards are entitled to ask questions at this meeting. Visitors holding a red card are not eligible to vote or speak, but are most welcome to listen.

[We will now move onto the items of business for this meeting as set out in the Notice of Meeting.](#)

Item 1 - NETWEALTH GROUP Limited FINANCIAL REPORT

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There will be no vote on this item. It is a discussion item only. Joining us today from our Auditors Deloitte is Neil Brown, if any member wishes to ask the auditors a question, they are welcome to do so.

Are there any questions on the Netwealth Group Limited financial statements, directors' report or the auditor's report?

[Note: blue, white and yellow cards only can speak]

[Discussion and questions]

Item 2 - Adoption of the Remuneration Report

I would now like to invite Davyd Lewis to speak on behalf of the remuneration report.

Address from the Chairman of the Remuneration Committee, Davyd Lewis

On behalf of the Board, I am pleased to provide a brief summary of the FY2018 Remuneration Report. Netwealth was listed on the Australian Stock Exchange on 20 November 2017 and this year's is therefore its first Remuneration Report to shareholders.

As Jane said earlier, Netwealth's primary focus is on long term performance and, accordingly, our remuneration is structured on that basis. Compared to many, our approach to remuneration is fairly straightforward. The Board is committed to a remuneration framework targeted on driving excellent customer service, integrity and a performance culture. Employees must be fairly remunerated and their loyalty and service properly rewarded. The remuneration structure must be consistent with and promote adherence to Netwealth's ethics, values, policies and procedures while at the same time encouraging performance and assisting with retention.

Our fixed remuneration is determined generally on an annual basis in accordance with our remuneration objectives and having regard to each person's role and responsibilities and the company's performance. The fixed remuneration of the key management personnel in FY2018 is set out in the Remuneration Report.

Because our focus is on long term performance, we use STIs sparingly. In FY2018, the employment contracts of our Joint Managing Directors each provided for a cash bonus of \$150,000 if certain personal and company-related performance hurdles were met, which they were. (Although I might add that Michael Heine, as majority shareholder in the company, chose to waive his STI entitlement.) The Joint Managing Directors' fixed remuneration for FY2019 remains unchanged but we have increased their potential cash bonuses to 50% of their fixed remuneration. These cash bonuses are conditional on them achieving personal KPIs and behavioural hurdles and on the company achieving significant growth in NPAT in FY2019. The only other STIs are those paid to members of our sales and distribution team and these are based on a pre-agreed distribution performance formula. Other than that, Netwealth only pays cash bonuses to employees who have made an exceptional contribution beyond what could be expected from the normal performance of their role. These bonuses are entirely discretionary.

The Board recognises the importance of suitably incentivising senior executives and key staff. Prior to listing, Netwealth established an LTI scheme, details of which were set out in the IPO Prospectus. A number of directors and senior employees currently hold performance shares under that scheme which, subject to meeting personal and company-related performance conditions and loan repayment, will convert to ordinary shares after 31 December 2020. Details of performance share shareholdings for the key management personnel are set out in the Remuneration Report.

The Board has now adopted a new LTI scheme. It is currently expected that, other than for new hires, offers under the new scheme will be made from FY2020 onwards. Under the new scheme, the Board may make offers of performance rights, options, shares or a combination of these to eligible employees. The Board will use whichever form of incentive security it considers appropriate to incentivise employees in the prevailing market and regulatory conditions. Offers will be subject to such personal and company-related behavioural and performance hurdles and such vesting periods as the Board considers appropriate and consistent with Netwealth's remuneration objectives and its focus on long term performance.

The Board also believes the performance and loyalty of other staff should also be recognised and rewarded. In conjunction with the IPO, Netwealth made a free shares offer to all permanent full and part time employees of 270 shares per employee at no cost. Under the terms of the offer, the shares are subject to a trading restriction for 3 years or until the employee ceases employment. Similar offers may be made in the future to employees who have been with the company for a specified period of time.

We are committed to engaging with our shareholders and other stakeholders and I am happy to receive any questions before I pass back to Jane.

[Questions]

I will now pass back to Jane who will put the Remuneration Report resolution to the meeting.

[Note: blue, white and yellow cards only can speak]

[Discussion and questions]

To consider and, if thought fit, to pass the following resolution as an ordinary resolution of the Company:

"THAT THE REMUNERATION REPORT, WHICH FORMS PART OF THE DIRECTOR'S REPORT FOR THE YEAR ENDED 30 JUNE 2018, BE ADOPTED"

On the screen behind me are the details of the total valid proxies for this item.

A voting restriction applies to this item of business. Votes may not be cast by or on behalf of a person who is a member of Netwealth's key management personnel or their closely related parties (regardless of the capacity in which the vote is cast).

However, a vote may be cast:

- by a person as proxy on behalf of a person who is entitled to vote on the resolution in accordance with the directions on the Voting Form; or
- by the person chairing the Meeting, provided that the proxy appointment expressly authorises the Chairperson to exercise the proxy even though the resolution is connected with the remuneration of the key management personnel. The Voting Form accompanying the Notice of Meeting included this authorisation to enable the chair of the Meeting to cast undirected proxies.

All those in favour, please raise your yellow or white voting cards.

All those against, please raise your yellow or white voting cards.

IF RESOLUTION PASSES

I confirm the resolution has been carried.

(If lost on a show of hands, call a poll)

(If a poll – I call for a poll in relation to this resolution. The poll will be taken when all items on the agenda have been dealt with in accordance with the Notice of Meeting. I will provide instructions for the poll at that time).

Given that item 3 involves a vote on my own re-election as a director I will invite Davyd Lewis to lead this segment of the AGM.

Item 3. Re-election of Jane Tongs as a Director

To consider and, if thought fit, to pass the following resolution as an ordinary resolution of the Company:

"THAT JANE TONGS, A NON-EXECUTIVE DIRECTOR AND CHAIRMAN OF THE COMPANY, AND BEING ELIGIBLE AND OFFERING HERSELF FOR ELECTION, BE RE-ELECTED AS A DIRECTOR OF THE COMPANY"

Is there any discussion on this item?

[Note: blue, white and yellow cards only can speak]

[Discussion and questions]

On the screen behind me are the details of the total valid proxies for this item.

All those in favour, please raise your yellow or white voting cards.

All those against, please raise your yellow or white voting cards.

IF RESOLUTION PASSES

I confirm the resolution has been carried.

(If lost on a show of hands, call a poll)

(If a poll – I call for a poll in relation to this resolution. The poll will be taken when all items on the agenda have been dealt with in accordance with the Notice of Meeting. I will provide instructions for the poll at that time).

I will now pass back to the re-elected Jane Tongs to lead item 4, Appointment of Auditor.

Item 4. Appointment of Auditor

To consider and, if thought fit, to pass the following resolution as an ordinary resolution of the Company:

"THAT DELOITTE TOUCHE TOHMATSU, HAVING BEING DULY NOMINATED BY A MEMBER OF THE COMPANY AND HAVING CONSENTED IN WRITING TO ACT, BE APPOINTED AS AUDITOR OF THE COMPANY"

Is there any discussion on this item?

[Note: blue, white and yellow cards only can speak]

[Discussion and questions]

On the screen behind me are the details of the total valid proxies for this item.

All those in favour, please raise your yellow or white voting cards.

All those against, please raise your yellow or white voting cards

IF RESOLUTION PASSES

I confirm the resolution has been carried.

(If lost on a show of hands, call a poll)

(If a poll – I call for a poll in relation to this resolution. The poll will be taken when all items on the agenda have been dealt with in accordance with the Notice of Meeting. I will provide instructions for the poll at that time).

That concludes our meeting.

Thank you all for attending the AGM of Netwealth Group Limited today.

Contact Netwealth for more
information about this or other
Netwealth products

Freecall 1800 888 223

Email contact@netwealth.com.au

Web www.netwealth.com.au