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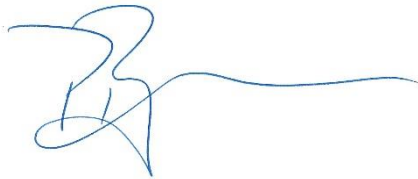
**ELECTRONIC LODGEMENT**

Dear Sir or Madam,

**RE: CHAIRMAN AND CEO'S ADDRESS 2015 ANNUAL GENERAL MEETING**

Please find attached a copy of addresses to be given by the Chairman and the CEO at this morning's Annual General meeting of the Company.

Yours sincerely



Peter Ferguson  
Company Secretary

# IRESS ANNUAL GENERAL MEETING

Thursday 7 May 2015

## CHAIR'S ADDRESS - TONY D'ALOISIO

This is my third annual general meeting with IRESS and my first address to you as Chair. It is a privilege to lead the board of a company such as IRESS.

IRESS has benefitted from very stable governance over many years and, on that note, I thank most sincerely my predecessor, Chairman Peter Dunai. Of course, Peter was more than IRESS' Chair. He founded IRESS with colleagues in 1993 and served as Managing Director from 2001 until 2009 and subsequently was Chair.

Peter announced his intention to retire from the role of Chair at last year's AGM and remained a Director until September last year.

The Board planned and has delivered a seamless transition.

On behalf of the Board, I sincerely thank Peter for everything he has done for IRESS and I wish him all the very best.

## PERFORMANCE

In terms of IRESS' performance, 2014 was a significant year as IRESS continued to grow and evolve into a more diverse and international business.

IRESS continues to respond to changing market conditions and new opportunities and, against this background, IRESS has delivered a sound financial result for its shareholders.

Group Revenue was \$329.0m, up 31.3% on the prior year and Group Segment Profit was \$111.4m, up 26.4% on the prior year.

Group Segment Profit after tax was \$71.4 million, up 27.7% and Reported Group Profit was \$50.7 million, up 109% on the previous year.

The result reflects the first full-year since completion of the Avelo acquisition in 2013. Group Revenue and Group Segment Profit were both significantly up on 2013 as one would expect with such a material, company changing acquisition.

IRESS' balance sheet remains robust, reflecting strong cash generation after allowing for dividend payments, and stable working capital. Borrowing levels at December were retained at a constant level of \$179.1 million and the cash balance at 31 December 2014 was \$75 million.

A final dividend of 25.5 cents per share was paid to eligible shareholders, bringing total dividends for the year to 41.5 cents, up 9.2% over the year.

Andrew will, as CEO, expand on this performance in his address shortly.

## COMPANY FOCUS

IRESS has a clear strategy which is regularly reviewed and stress tested and adjusted by the Board. This strategy is for IRESS to build and deliver reliable, trusted and innovative solutions backed by quality, and on-the-ground support. Positive progress against this strategy is evident. The strategy reflects a long term approach to creating sustainable value for our shareholders.

IRESS operates on five continents with offices in Australia, New Zealand, the United Kingdom, South Africa, Canada and Singapore.

IRESS retains a strong focus on the important Australian market and managing expansion in other markets.

IRESS pursues both organic and inorganic growth opportunities, the most recent inorganic growth being the Avelo acquisition.

IRESS has a consistent and successful history of securing inorganic growth through acquisition. Although the focus in 2014 was integrating the Avelo business, we have maintained a steady eye to other inorganic opportunities and will continue to do so.

It is obvious, of course, that execution of IRESS' strategy requires a strong management team, adequately resourced, and that incentive arrangements in place are all aligned to that strategy. In addition, and importantly, technology platforms that meet the company's needs. These are matters that the Board spends time on to ensure we execute against strategy.

The company recently announced the retirement of its long serving CFO, Stu Bland and the appointment of his replacement, John Harris. Stu was with IRESS for close to 15 years, itself a positive statement about his commitment and loyalty. The Board is extremely appreciative of Stu's work and commitment. The Board is confident that John will integrate comfortably into that team and show equal commitment, whilst bringing his own thoughts, ideas and energy.

## **BOARD AND GOVERNANCE CHANGES**

I am very pleased with the appointment of two new directors, since last year's AGM, Geoff Tomlinson and Niki Beattie. Both have significant international executive and board experience and will further strengthen the Board of directors. They, together with our existing directors, provide the balance of skills we feel are needed by IRESS. Both are already making a valuable contribution.

In terms of the directors' backgrounds, skills and experience as a whole, we have provided a detailed overview in the Corporate Governance Statement in the 2014 Annual Report. In terms of the mix of expertise and experience, we have set out a summary of the current director profiles in the skills matrix on page 7 of the report. I am confident that the Board is very well positioned to perform its role.

In terms of Board gender diversity, I note that the Australian Council of Superannuation Investors recently launched an initiative aiming to have women comprising 30% of all boards in ASX 200 companies within the next three years. IRESS' Board composition is 28% and is close to that target.

In addition, the Board recently adopted measurable objectives for improving gender diversity across the organization generally, though it must be said that the company already performs well on that front. These are on the Company's website.

Various other governance changes have been made during 2014 and more recently. These include the addition of risk management oversight to what is now the Board Audit & Risk Committee. And as I have already flagged, we have decided to move to a poll voting procedure on all resolutions at the AGM.

During Peter Dunai's tenure as Chair, Jenny Seabrook was appointed Lead Independent Director in view of the fact that Peter took on the role immediately after having been CEO. With Peter's resignation as director, the Board decided that the Lead Independent Director function was no longer required. Jenny of course remains a director and is Chair of the Board Nomination & Remuneration Committee.

The Board continues to monitor and as appropriate adapt to emerging trends and best practice in corporate governance.

## **CONCLUSION**

On your behalf, let me conclude by thanking the Board for their work and dedication, and to thank the management team, led by Andrew and all our employees for their work and continued dedication.

And on behalf of the Board and management I thank you, our shareholders for your continued support for this great company.

I will now pass to Andrew Walsh.

Thank you.

## **CEO'S ADDRESS - ANDREW WALSH**

Thank you Tony.

Good morning, and thank you all for being here today.

IRESS is in an important and exciting period. Today I want to provide you with further detail around our business focus.

The 2014 full-year result as outlined by Tony reflects IRESS' long-term focus on delivering to clients, and our focus on diversifying IRESS and achieving positions of scale.

Of course, there is still much work to do and we are focused on delivery to our clients, and to our shareholders.

## **BUSINESS PERFORMANCE**

Turning to our business performance.

Globally, our wealth management business continues to experience strong demand and growth.

The financial markets result is positive in the context of ongoing pressures in the equity broking community.

We continue to be recognised for our leading solutions. As an example, XPLAN was recently named by research house Investment Trends as the top financial planning software in Australia for the eighth consecutive year.

Continued market convergence between retail financial markets and wealth management is providing new opportunities to meet clients' needs.

For some time, clients have been increasingly looking for solutions from IRESS as a strategic partner, rather than solely seeking out individual products or segments.

IRESS' financial markets and wealth management divisions will continue to service distinct client solutions and needs, but lines in retail advisory are blurring and in some markets this evolution is quite advanced.

For this reason, from 30 June 2015, IRESS will report geographically and not by the client segments of financial markets and wealth management. The exception to this will be in the case of Enterprise Lending, which currently has financial characteristics different to those of the remainder of the group. In moving to geographic reporting, we recognise the contribution made by the Australian business and will ensure appropriate colour continues to feature in our communications.

The Australasian business continued to perform well during the year and remained a key focus, with Segment Profit increasing 5.2%. During 2014 significant effort was directed to delivering world-class trading and data services, and implementing XPLAN in large wealth managers. There has also been further innovation in the areas of retail online trading and in providing scaled advice solutions.

We were recently selected by the Commonwealth Bank of Australia as the advice technology partner for its wealth management advice business, with a specific strategic focus on the growth area of scaled advice.

## **INCREASED INTERNATIONAL FOCUS**

We continue to focus on financial and scaled geographic diversification. In 2014, 45% of revenue came from outside Australasia (in 2013 it was 32%) - and 25% of Segment Profit was from outside Australasia (in 2013 it was 10%).

As can be seen by this, we remain very focused on our Australian business and the opportunities in this market.

IRESS has a consistent and successful history of securing growth through acquisition and subsequent organic growth. Although the focus in 2014 was implementing our strategy in the UK, we have maintained a steady eye to other opportunities and will continue to do so.

As an organisation, we benefit from shared intelligence between markets and working cross-team where this creates efficiency and value for clients. In July 2014, Matt Rady joined as Group Executive, Financial Markets, as part of expanding capacity of the executive team as we operate at a larger and broader scale internationally.

## **UNITED KINGDOM**

The United Kingdom represented 32% of IRESS' Operating Revenue and 19% of Segment Profit in Australian dollars.

An important presence in the United Kingdom is helping deliver international opportunity and diversification and represents a sound, strategic platform for growth in the United Kingdom and regionally, through organic and inorganic opportunities.

For the wealth management business in the United Kingdom, the focus during 2014 was on implementing strategic and operational programs of activity following acquisition integration, centering on human resources, business processes and products.

These are a critical part of achieving the unique long-term opportunities of scale and growth from the 2013 transaction. We are pleased that the IRESS brand is already strongly recognised by advisers in the United Kingdom.

During the year, we made significant progress repositioning the Enterprise Lending business in the United Kingdom - moving from being wholly services-based to being based on a flexible core product offering.

## **SOUTH AFRICA, CANADA AND ASIA**

In South Africa, we delivered a strong local result with Operating Revenue growth up 10% and Segment Profit increasing 7.2% in local currency.

In Canada, while overall Operating Revenue was down 8.0%, we saw revenue in the second half stabilise, from an extended impact to the capital markets. We are investing to diversify in Canada, which impacted Segment Profit (down 27.6%).

I note that we have recently signed a leading Private Wealth client in Canada. This is important for many reasons – PWM globally, but for Canada in particular as it diversifies that geographic centre into areas adjacent to financial markets.

In Singapore, IRESS continues to establish itself as a provider of solutions to participants in South-East Asia.

## **UPDATE**

In 2015 we continue to see opportunities and client interest for strategic initiatives, which continue to be balanced against regulatory needs and their impacts. This balance varies depending on individual client and client segment circumstances.

In addition to managing the short-term, our medium-term investment decisions continue to be carefully considered, and premised on ensuring high service levels and product excellence that underpin existing recurring revenue levels and anticipated growth. As indicated at our February results, several additional initiatives are underway in 2015.

For Enterprise Lending, our efforts during 2014 have been focused to ensure the business is positioned for more reliable revenue and margin growth in time. In 2015, we are pleased with these efforts and our strategic re-positioning, both technological and commercial. Until revenue reflects this, results should not be extrapolated based on a single half. In the current circumstances, contribution in 2015 is expected to exceed 2014 levels, with half on half variability.

Assuming foreign exchange at constant levels, IRESS expects Segment Profit growth of 3-5% in 2015.

## **ACKNOWLEDGEMENTS**

Let me conclude by thanking some important groups of people.

I thank the 1,340 people at IRESS for their commitment and contribution during what has been another milestone year for IRESS. The work of our people is greatly appreciated.

We recently announced that our long-serving chief financial officer, Stu Bland, has decided to retire effective 1 October this year. We have appointed John Harris as his successor. John has already started in order to ensure a smooth transition. I thank Stu for the important contribution he has made over his long career with IRESS and I welcome John.

I thank the Chair and the IRESS directors for their guidance and support. I also express my gratitude for the role Peter Dunai has played in shaping IRESS over many years and I personally thank him for his significant contribution.

I thank our clients for their continued support. As a company, we are committed to increasing what we deliver to clients to meet their changing needs and we will continue to work hard for your business.

And, to our shareholders, thank you for your continued investment, interest and support.

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