

KP+GH

KELLY PARTNERS GROUP HOLDINGS LIMITED

AGM 2022



FY22 Results Presentation

[KPG's FY22 Results Presentation](#) was released on market on 1 August 2022.
We recommend shareholders to read the results together with the [Owner's Manual](#)
for a full comprehension of the business.



Q & A

Resolution 1

Adoption of the Remuneration Report

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as a Non-Binding Ordinary Resolution:

“That for the purposes of Section 250R(2) of the Corporations Act 2001 and for all other purposes, approval is given to adopt the KPG Remuneration Report as contained in the Company’s Financial Report for the year ended 30 June 2022.”

Proxies received in relation to resolution 1

Votes For	Votes Against	Votes Abstaining	Votes Excluded/ Invalid	Undirected Votes Valid	Total
6,295,435	5,219	7,000	316,742	160,789	6,785,185
97.43%	0.08%	N/A	N/A	2.49%	100%

Resolution 2

Re-election of Directors – Mr Lawrence Cunningham

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an Ordinary Resolution:

“That for the purposes of clause 13.3 of the Constitution and for all other purposes, Mr Lawrence Cunningham be re-elected as a Director of the Company.”

Proxies received in relation to resolution 2

Votes For	Votes Against	Votes Abstaining	Votes Excluded/ Invalid	Undirected Votes Valid	Total
6,611,536	2,649	3,370	0	167,630	6,785,185
97.49%	0.04%	N/A	N/A	2.47%	100%

Resolution 3

Approval of the Employee Incentive Plan

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an Ordinary Resolution:

“That for the purposes of section 260C of the Corporations Act and for all other purposes, the Employee Incentive Plan and the acquisition of Restricted Shares on-market by the Trustee in FY2021 and FY2022 as described in the explanatory statement to this Notice of Meeting be approved.”

Proxies received in relation to resolution 3

Votes For	Votes Against	Votes Abstaining	Votes Excluded/ Invalid	Undirected Votes Valid	Total
6,605,131	8,160	4,264	0	167,630	6,785,185
97.41%	0.12%	N/A	N/A	2.47%	100%

Resolution 4

Approval for provision of financial assistance to the KPGH Subsidiary

To consider and, if thought fit, to pass, with or without amendment, Resolution 4: amendment to the constitution for virtual meetings as a Special Resolution.

“That, for the purposes of section 260A and 260B(2) of the Corporations Act and for all other purposes, approval is given for the Proposed KP Acquisitions to provide financial assistance to the KPGH Subsidiary in connection with the acquisition by the KPGH Subsidiary of 50.01% of the issued shares in the capital of the Proposed KP Acquisitions in the manner described in the Explanatory Memorandum”.

Proxies received in relation to resolution 4

Votes For	Votes Against	Votes Abstaining	Votes Excluded/ Invalid	Undirected Votes Valid	Total
6,603,857	4,849	8,849	0	167,630	6,785,185
97.46%	0.07%	N/A	N/A	2.47%	100%

Disclaimer

SUMMARY INFORMATION

This document has been prepared by Kelly Partners Group Holdings Limited ACN 124 908 363 (Company) of Level 8, 32 Walker Street, North Sydney NSW 2060. This document contains information in a summary form and general background information about the Company's activities current as at the date of the document. It is to be read in conjunction with the Company's other disclosure announcement filed with the Australian Securities Exchange (available at www.asx.com.au). This document is not intended to be relied upon as advice to investors or potential investors and does not take into account the investment objectives, financial situation or needs of any particular investor.

TERMINOLOGY

Certain non-IFRS financial information has been included with this document to assist in making appropriate comparisons with prior periods and to assess the operating performance of the business. The Company uses these measures to assess the performance of the business and believes that the information is useful to investors. Non-IFRS information including Underlying, Attributed and Pro forma NPAT, NPATA, EBITDA, and EPS have not been subject to review by the auditors.

NO RELIANCE

To the maximum extent permitted by law, the Company, its subsidiaries and associates and their respective directors, employees and agents disclaim all liability for any direct or indirect loss which may be suffered by any recipient through use of or reliance on anything contained in or omitted from this document. No recommendation is made as to how investors should make an investment decision. Investors must rely on their own examination of The Company, including the merits and risks involved. Investors should consult with their own professional advisors in connection with any acquisition of securities.

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This document contains certain "forward-looking" statements. Forward-looking statements are generally identifiable by the words "anticipate", "believe", "expect", "projections", "guidance", "forecast", "estimate", "likely",

"intend", "should", "could", "may", "will", "target", "plan" and other similar expressions. Indications of, and guidance on, future earnings and financial position and performance are also forward-looking statements. While due care and attention has been used in the preparation of forecast information, forward looking statements, opinion and estimates are based on assumptions and contingencies which involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of the Company. Neither the Company, its directors, officers or agent gives any representation, warranty, assurance or guarantee that the occurrence of the events expressed or implied in any forward-looking statements in this document will actually occur and actual results may differ materially from those expressed or implied in such statements. To the fullest extent permitted by law, the Company disclaims any obligation or undertaking to release any public update or revisions to the information to reflect any changes in expectations or assumptions. These statements are general guides only and should not be relied upon as an indication or guarantee of future performance. Past performance are not indicators of future performance.

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AUTHORISATION STATEMENT

Brett Kelly, Executive Chairman of Kelly Partner Group Holdings Limited, has approved the release of this document to the market.

Thank you

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