



Company	Netwealth Group
Code	NWL
Meeting	AGM
Date	12 November 2019
Venue	52 Collins Street, Melbourne
Monitor	Alan Hardcastle

Number attendees at meeting	16 shareholders plus 18 visitors
Number of holdings represented by ASA	9
Value of proxies	\$181,728
Number of shares represented by ASA	19,374
Market capitalisation	\$2.23b
Were proxies voted?	Yes, on a poll
Pre AGM Meeting?	No

Board regeneration and remuneration scheme revamped

Financial report and Directors reports are available at:

<http://www.netwealth.com.au/web/about-netwealth/shareholders>

The Heine-family controls more than 60% of the Company's listed shares. Established in 1999, Netwealth is just finding its feet as a publicly listed company; this was only its second annual general meeting as a publicly listed company. It was notable for recognition of the need to have a more diverse Board as well as a remuneration scheme that is 'more in-line with public companies'.

The Chair and both joint managing directors addressed the meeting, which lasted for about 60 minutes.

The fact that so few (retail) shareholders attended reflected the strong grip that the Heine family and institutions hold on the Company's shares. There were no questions or comments from the floor other than the ASA Proxy Collector introducing himself and stating that the ASA would want to see Board diversity maintained and, better still, increased.

Ms Jane Tongs, who has been Chair since April 2000, announced that this was her final stint as Chair. The meeting elected a new Independent Non-Executive Director (NED) in Ms Sally Freeman while it was also signalled that a recruitment process is underway for another new NED. Presently the Board is comprised of Chair Tongs; joint managing directors Msrs Michael and Matthew Heine; and three independent NEDs being Mr Davyd Lewis, Mr Timothy Antonie and Ms Sally Freeman.

In essence, since its move to a publicly listed company, Netwealth has moved away from Short term incentives (STIs) and is placing emphasis on Long term incentives (LTI). A new LTI scheme will apply from FY2020. Its hurdles are predicated on Total Shareholder Return (TSR) and compound annual growth rate (CAGR) of the Company's Earnings Per Share (EPS).

All items on the AGM agenda were unanimously approved. Attached PDF of final voting numbers.

The ASA Proxy Collector spent some time before and after the AGM talking with the Chair and the NED responsible for remuneration, Mr Lewis.