

2 February 2018

ASX Announcement

Disclosure of interests

The following information is provided to ASX Limited by Netwealth Group Limited (ABN 84 620 145 404) (**Company**) in accordance with a deed poll (**Deed Poll**) executed by the Company and Netwealth Investments Limited (ACN 090 569 109) (**NIL**) in favour of the Australian Securities and Investments Commission (**ASIC**), pursuant to ASIC Instrument 17-1041 (**Instrument**).

Terms defined in the Instrument, that are not otherwise defined in this document, have the same meaning in this document as in the Instrument. Relevant definitions are reproduced in section 3.0 below.

1.0 Control of voting or disposal

As at 31 January 2018, the Company and its controlled entities had the power to control voting or disposal of 2,854,983 voting shares in the Company (excluding any Excluded Shares), which equates to:

- a. 1.20% of the total number of voting shares in the Company; and
- b. 1.17% of the total number of shares in the Company (including non-voting shares).

2.0 Net economic exposure

As at 31 January 2018, the Company and its controlled entities had a net economic exposure to zero shares in the Company (excluding any Excluded Shares), which equates to:

- a. 0% of the total number of voting shares in the Company; and
- b. 0% of the total number of shares in the Company (including non-voting shares).

Netwealth Group Ltd
ABN 84 620 145 404

Netwealth Investments Ltd
ABN 85 090 569 109

Level 8/52 Collins Street
Melbourne VIC 3000

PO Box 336
South Melbourne VIC 3205

3.0 Definitions

In this document:

economic exposure means a financial exposure that:

- i. arises because of an arrangement (including, but not limited to, a derivative) in relation to shares of the Company; and
- ii. may result in the incurring of a profit or a loss to the Company or its controlled entities as a result of a change in the price or value of shares of the Company

Excluded Shares means any shares in the Company:

- i. subject to any voluntary escrow deed entered into in connection with the Company's Initial Public Offer;
- ii. issued pursuant to an employee gift offer in connection with the Company's Initial Public Offer and subject to trading restrictions and a holding lock;
- iii. issued pursuant to an employee share scheme and subject to a holding lock until the shareholder loan attached to the relevant share is repaid

4.0 Information required under s 671B(3)

The Deed Poll requires the Company and NIL to include the details set out in subsection 671B(3) of the Act. The information is set out in this section 4.0 to the extent relevant and not disclosed elsewhere in this document

4.1 Details of relevant interests

Holder of relevant interest	Nature of relevant interest	Class and number of securities
Netwealth Group Limited	The Company is the holding company of NIL, and is able to control voting or disposal of shares held by NIL in its capacity as trustee of the Netwealth Superannuation Master Fund.	2,854,983 ordinary shares
Netwealth Investments Limited	NIL is the trustee of the Netwealth Superannuation Master Fund, and is the registered holder of shares in the Company that are held in the Fund.	2,854,983 ordinary shares

4.2 Details of present registered holders

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Class and number of securities
Netwealth Group Limited	Netwealth Investments Limited in its capacity as trustee of the Netwealth Superannuation Master Fund	Netwealth Investments Limited	2,854,983 ordinary shares
Netwealth Investments Limited	Netwealth Investments Limited in its capacity as trustee of the Netwealth Superannuation Master Fund	Netwealth Investments Limited	2,854,983 ordinary shares

4.3 Associates

The Company and NIL are “associates” within the meaning of the *Corporations Act 2001* (Cth). NIL is a wholly owned subsidiary of the Company.

4.4 Addresses

The names and addresses of people named in this document are as follows:

Name	Address
Netwealth Group Limited	Level 8, 52 Collins Street, Melbourne VIC 3000
Netwealth Investments Limited	Level 8, 52 Collins Street, Melbourne VIC 3000