

28 June 2019

APPENDIX 3Y – MATTHEW HEINE

Please find attached Appendix 3Y for Mr Matthew Alexander Max Heine in relation to his shareholding of securities in Netwealth Group Limited (ASX Code: NWL) or the "Company".

We wish to advise that Mr Heine has transferred a portion of his holding in the Company from an account in his personal name into an account in the Netwealth Wrap Service, also in his personal name. The total number of securities held by Mr Heine has not changed.

We wish to further advise that there has been no change in the beneficial ownership of these securities.

Netwealth Group Ltd
ABN 84 620 145 404

Level 8/52 Collins Street
Melbourne VIC 3000

PO Box 336
South Melbourne VIC 3205

For further information please contact:

Michael Heine
Joint Managing Director
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Matt Heine
Joint Managing Director
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Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity: NETWEALTH GROUP LIMITED
ABN: 84 620 145 404

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Matthew Alexander Max Heine
Date of last notice	22 November 2017

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (j) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Interest in ordinary shares held by Netwealth Investments Ltd as operator and custodian of Netwealth Wrap Service <account Matthew Alexander Max Heine>. Nature of interest: Matthew Alexander Max Heine through this account is able to control the exercise of voting rights and disposal of the securities.
Direct or indirect interest	Direct
Nature of Direct interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Interest in ordinary shares held by Matthew Alexander Max Heine. Nature of interest: Matthew Alexander Max Heine is able to control the exercise of voting rights and disposal of the securities.
Date of change	25 June 2019

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

No. of securities held prior to change	<p>Direct interest in 1,658,461 ordinary shares held by Matthew Alexander Max Heine. Nature of interest: Matthew Alexander Max Heine is able to control the exercise of voting rights and disposal of the securities.</p> <p>Indirect interest in 616,336 ordinary shares held by Netwealth Investments Ltd as operator and custodian of Netwealth Wrap Service <account Matthew Alexander Max Heine>. Nature of interest: Matthew Alexander Max Heine through this account is able to control the exercise of voting rights and disposal of the securities.</p> <p>Indirect interest in 935,258 ordinary shares held by Netwealth Investments Ltd as operator and custodian of Netwealth Wrap Service <account Heine Sight Investments Pty Ltd ATF MAM Heine Investment Trust>. Nature of interest: Heine Sight Investments Pty Ltd through this account is able to control the exercise of voting rights and disposal of the securities. Matthew Alexander Max Heine controls Heine Sight Investment Pty Ltd.</p> <p>Indirect interest in 1,350 ordinary shares held by Netwealth Investments Ltd ATF Netwealth Superannuation Master Fund <account Matthew Alexander Max Heine>. Nature of interest: Matthew Alexander Max Heine is a member of the Fund through this account he has a relevant interest in these securities.</p> <p>Indirect interest in 125,904,990 ordinary shares held by Heine Brothers Pty Ltd ATF The MMH Trust. Nature of interest: Matthew Alexander Max Heine owns 25% of the shares in Heine Brothers Pty Ltd and therefore has a relevant interest in any securities in which that company has a relevant interest.</p>
Class	Ordinary shares
Number acquired	829,230
Number disposed	829,230
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$ nil

+ See chapter 19 for defined terms.

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No. of securities held after change	<p>Direct interest in 829,231 ordinary shares held by Matthew Alexander Max Heine. Nature of interest: Matthew Alexander Max Heine is able to control the exercise of voting rights and disposal of the securities.</p> <p>Indirect interest in 1,445,566 ordinary shares held by Netwealth Investments Ltd as operator and custodian of Netwealth Wrap Service <account Matthew Alexander Max Heine>. Nature of interest: Matthew Alexander Max Heine through this account is able to control the exercise of voting rights and disposal of the securities.</p> <p>Indirect interest in 935,258 ordinary shares held by Netwealth Investments Ltd as operator and custodian of Netwealth Wrap Service <account Heine Sight Investments Pty Ltd ATF MAM Heine Investment Trust>. Nature of interest: Heine Sight Investments Pty Ltd through this account is able to control the exercise of voting rights and disposal of the securities. Matthew Alexander Max Heine controls Heine Sight Investment Pty Ltd.</p> <p>Indirect interest in 1,350 ordinary shares held by Netwealth Investments Ltd ATF Netwealth Superannuation Master Fund <account Matthew Alexander Max Heine>. Nature of interest: Matthew Alexander Max Heine is a member of the Fund through this account he has a relevant interest in these securities.</p> <p>Indirect interest in 125,904,990 ordinary shares held by Heine Brothers Pty Ltd ATF The MMH Trust. Nature of interest: Matthew Alexander Max Heine owns 25% of the shares in Heine Brothers Pty Ltd and therefore has a relevant interest in any securities in which that company has a relevant interest.</p>
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Off market transfer

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	<i>Not applicable</i>
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+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	
Interest after change	

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	Yes
If so, was prior written clearance provided to allow the trade to proceed during this period?	Yes
If prior written clearance was provided, on what date was this provided?	20 June 2019

+ See chapter 19 for defined terms.