

26 August 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”.

The accompanying Appendix 3Y for the share transfer is lodged outside the time prescribed by the ASX listing rules. The Company is aware of the requirements under ASX Listing Rules 3.19A and 3.19B.

Mr Heine’s holding in the Company was transferred from an account in the Netwealth Superannuation Master Fund (NSMF) for his benefit to his Self-Managed Superannuation Fund which has an account in the Netwealth Wrap Service. The total number of securities held by Mr Heine has not changed. Although there has been a change in the beneficial ownership of these securities, there has been no change in Mr Heine’s economic interest in the same securities.

The late lodgement is due to an administrative oversight whereby Mr Heine’s shareholding was transferred in error when Mr Heine was consolidating his superannuation accounts and the NWL shares were part of a bulk transfer of Mr Heine’s NSMF investments.

This isolated instance of late lodgement has not affected the Company’s current arrangements for ensuring timely notification in accordance with the listing rules.

Netwealth Group Ltd
ABN 84 620 145 404

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For further information please contact:

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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	28 June 2019

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>	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.
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>	Indirect interest in 1,350 ordinary shares held by Netwealth Investments Ltd as operator and custodian of Netwealth Wrap Service <account Heine Sight Superannuation Pty Ltd ATF Heine Sight Superannuation Fund>. Nature of interest: Heine Sight Superannuation 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 Superannuation Pty Ltd.
Date of change	6 August 2019

+ See chapter 19 for defined terms.

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<p>No. of securities held prior to change</p>	<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>
<p>Class</p>	<p>Ordinary shares</p>
<p>Number acquired</p>	<p>1,350</p>
<p>Number disposed</p>	<p>1,350</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$10,004</p>

+ See chapter 19 for defined terms.

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<p>No. of securities held after change</p>	<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 as operator and custodian of Netwealth Wrap Service <account Heine Sight Superannuation Pty Ltd ATF Heine Sight Superannuation Fund>. Nature of interest: Heine Sight Superannuation 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 Superannuation Pty Ltd.</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>
<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</p>	<p>Off market transfer</p>

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.

+ See chapter 19 for defined terms.

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Change of Director's Interest Notice

Detail of contract	<i>Not applicable</i>
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?	No – refer covering letter
If prior written clearance was provided, on what date was this provided?	<i>Not applicable</i>

⁺ See chapter 19 for defined terms.