



## **AGM speech FY2009 Neil Broekhuizen – Interim Chairman**

I would like to begin today by first acknowledging the support of our shareholders and customers, as well as the effort of all our employees over the past year, which has proved to be difficult. However, I am pleased with the positive note that we started this financial year on and am confident that we have built a platform for performance and growth in 2010 and beyond.

### **[2009 financial review]**

Against the backdrop of the global financial crisis, Bravura performed creditably and delivered a result comparable to last year. Revenue was \$133.5 million, a decrease of two per cent and EBITDA was \$16.1 million, a decrease of 13 per cent. Net profit after tax was \$1.6 million and in line with FY2008.

Over the past twelve months, much of the Board and senior management focus has been on restoring our Company to sound financial footing. Despite the challenging operating environment, your Board believe that Bravura will now deliver long-term sustainable shareholder value over the coming years.

### **[2009 Dividends]**

Due to the current economic climate, a dividend was not distributed for the year ended FY2009.

The Board will consider the dividend policy in light of the many growth opportunities available to the Company in the future. Our priority use of cash until the end of this year is to use cash flow to pay an outstanding amount of US\$7.8 million to Citigroup for the purchase of the Warsaw transfer agency business.

### **[Corporate Governance]**

The global events over the past eighteen months have heightened the importance of sound corporate governance, transparency and stringent financial controls.

Bravura recognises the importance of good corporate governance and is committed to complying with its established code of conduct and other appropriate corporate governance policies. The corporate governance framework for Bravura is based on ASX Corporate Governance Principles and Recommendations and has regard to the circumstances of Bravura.

### **[Board structure]**

There have been a number of changes to the composition of the Board over the last 12 months. These changes are indicative of our commitment to ensuring that we have a Board which consists of members with the appropriate knowledge, experience and skills in areas critical to understanding our Company and its business. We are also working towards a Board composition whereby a majority of the members are independent. With those objectives in mind, we welcomed three non-executive directors to Board during this year.

We appointed Mr Trevor Perry on 11 March 2009. Trevor brings a wealth of experience, particularly in the IT and financial services sectors, gained throughout his 30 year tenure in senior positions across Australia, New Zealand and Asia.

Following the successful completion of the recapitalisation, Mr Matthew McLellan and I were delighted to join the Board on 8 September 2009.

Former Chairman, Mr Chris Ryan resigned from the Board and his role as Chairman and Director on 28 September 2009. The Board would like to thank

him for his contribution as both a founding member and Board participant over the years and wish him well.

Following the resignation of Chris, I was appointed as Interim Chairman and will continue to perform this role until such time as a new Chairman is appointed.

### **[Recapitalisation Proposal and Rights Issue]**

We were extremely pleased that earlier this year, the Recapitalisation Proposal that we put forward to our shareholders was approved with very strong support. We were even more pleased with the numbers of shareholders that took up their entitlements.

Since the recapitalisation this year, we have seen a steady increase in share price from 15c to 21c at the close of the market yesterday, with a high this year of 31c. We see our increasing share price as a promising sign and your Board are confident that we will continue to grow your investment with us.

### **[Lift Capital]**

The completion of the recapitalisation has also resolved a long-standing issue resulting from the insolvency of Lift Capital affecting the margin lending loans of Iain Dunstan and Simon Woodfull, and the uncertainty regarding the control of their parcel of shares. We are extremely pleased that Iain and Simon have regained full control of their shares.

### **[Banking covenants]**

Bravura monitors its compliance with banking covenants regularly, and throughout the 2009 financial year, has remained within all its banking covenants.

### **[Debt management]**

It is important to manage our business actively and prudently to ensure a continued stream of recurring revenue and a reduction in operating costs. Although as mentioned, Bravura continues to trade within its banking covenants, we are still taking measures to reduce net debt and balance sheet gearing. Net debt as at the end of October was \$30.9 million.

### **[Foreign exchange management]**

The global economic environment has also caused significant volatility in foreign exchanges rates, important, because approximately 70 per cent of our revenue and earnings are generated by overseas subsidiaries. This places Bravura's revenue and earnings under significant foreign exchange translation risk.

The Company is developing policies and procedures to mitigate or reduce the impact of foreign currency risk on underlying earnings. Our intention is to develop an appropriate approach that complements our revenue and earnings profile, as well as providing the necessary flexibility in a complex and uncertain operating environment.

### **[Conclusion]**

In conclusion, I would like to once again thank our employees for their commitment to the Company over the past year. I would also like to thank past and present Board members that have served Bravura well during a challenging year.

As we move forward into FY2010, we will remain focused on profitable growth, developing and nurturing a strong pipeline of sales opportunities, improving operating margins and cash generation, and prudently managing our costs.

We look forward to the recovery of global financial markets and feel we are well placed to benefit from the recovery when it occurs.

Thank you. I will now return to the formal business at hand.



# 2009 Annual General Meeting Chairman's Address

Presented by Neil Broekhuizen

20 November 2009

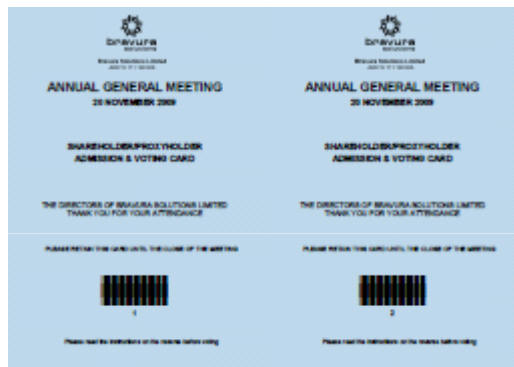


## Members of the Board and CFO

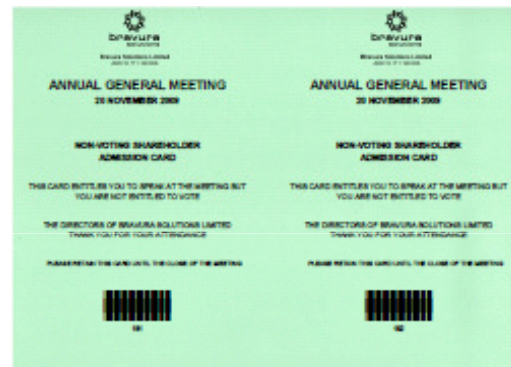


- **Neil Broekhuizen** Non-executive Director/Interim Chairman
- **Iain Dunstan** Group CEO and Managing Director
- **Simon Woodfull** Group CEO and Director – Operations
- **Trevor Perry** Non-executive Director
- **Matthew McLellan** Non-executive Director
- **Rebecca Norton** Chief Financial Officer

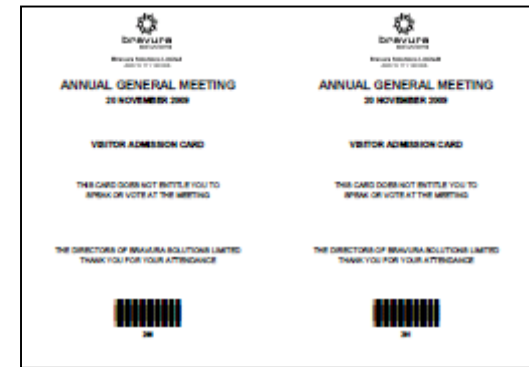
# Voting cards



Voting and speaking allowed



Speaking allowed only



No voting or speaking allowed

## 2009 financial review



- Bravura performed creditably and delivered a result comparable to last year
  - 2% decrease in revenue
  - 13% decrease in EBITDA
  - NPAT same as FY2008
- Focus on restoring Bravura to sound financial footing

# Dividends



- No dividend distributed for year ended FY2009
- Dividend policy being considered in light of growth opportunities available
- Priority use of cash to pay outstanding amount to Citigroup for purchase of Warsaw transfer agency business

# Corporate governance



- Heightened importance of sound corporate governance, transparency and stringent financial controls
- Bravura is committed to complying with established code of conduct and other corporate governance policies

# Board structure



- Ongoing process of Board renewal
  - Appointed Trevor Perry
  - Appointed Matthew McLellan
  - Appointed Neil Broekhuizen
- Chris Ryan resigned as Chairman of the Board
- Neil Broekhuizen appointed as Interim Chairman

# Recapitalisation Proposal and Rights Issue



- Recapitalisation Proposal approved with strong shareholder support
- Large number of shareholders took up their entitlements
- Share price increased from 15c at the time of the Rights Issue to 21 cents at the close of the market yesterday
- Increasing share price is a promising sign

# Lift Capital



- Issue has been completely resolved
- Parcels of shares returned to Iain Dunstan and Simon Woodfull

# Banking covenants



- Regular monitoring of banking covenants
- Remained within all covenants

# Debt and foreign exchange management



- Taking measures to reduce net debt and balance sheet gearing
- Net debt is currently \$30.9 million (end of October)
- Significant volatility in foreign exchange rates affecting approximately 70% of revenue generated overseas
  - Exposure to foreign exchange translation risk
- Developing procedures to mitigate or reduce the impact of foreign currency risk on underlying earnings

## Item 1 – Financial Statements and reports



- To receive and consider the Financial Report, Directors' Report and Auditor's Report of Bravura Solutions for the year ended 30 June 2009.



## Item 2 – Remuneration Report

- That the Remuneration Report for the Company (included in the Directors' Report on pages 42 to 52 of the 2009 Annual Report) for the year ended 30 June 2009 be adopted.

### Voting

For	Against	Undirected
188,239,191	10,556,045	1,491,295

The Chairman of the meeting was appointed to vote 1,455,695 of the undirected votes received at his discretion.

## Item 3 – Election of Director, Trevor Perry



- That Mr Trevor Perry, a Director appointed in accordance with Rule 58.1 of the Constitution, and being eligible for election pursuant to Rule 58.2 of the Constitution, is elected as a Director of Bravura Solutions.

### Voting

For	Against	Undirected
198,485,138	426,380	1,491,295

The Chairman of the meeting was appointed to vote 1,455,695 of the undirected votes received at his discretion.

## Item 4 – Election of Director, Matthew McLellan



- That Mr Matthew McLellan, a Director appointed in accordance with Rule 58.1 of the Constitution, and being eligible for election pursuant to Rule 58.2 of the Constitution, is elected as a Director of Bravura Solutions.

### Voting

For	Against	Undirected
189,445,209	9,466,309	1,491,295

The Chairman of the meeting was appointed to vote 1,455,695 of the undirected votes received at his discretion.



## Item 5 – Election of Director, Neil Broekhuizen

- That Mr Neil Broekhuizen, a Director appointed in accordance with Rule 58.1 of the Constitution, and being eligible for election pursuant to Rule 58.2 of the Constitution, is elected as a Director of Bravura Solutions.

### Voting

For	Against	Undirected
189,477,243	9,434,275	1,491,295

The Chairman of the meeting was appointed to vote 1,455,695 of the undirected votes received at his discretion.

## Item 6 – Other business brought before the meeting



- Further items



Thank you

