

9 December 2020

Attention: Company Announcements

ASX Limited

By E-Lodgement

BUY BACK OF EMPLOYEE SHARE OWNERSHIP PLAN SHARES AND LONG TERM INCENTIVE PLAN SHARES – APPENDIX 3F

InvestSMART Group Limited (**Company**) announces that it has today bought back shares (**Buy Back**) that were previously allotted to certain employees and management under the Company's:

- Employee Share Ownership Plan (**ESOP**); and
- Long Term Incentive Plan (**LTIP**).

The Buy Back was approved by shareholders at the Company's 2020 Annual General Meeting.

All shares bought back have been cancelled. In accordance with ASX Listing Rule 3.8A, a copy of the notice of cancellation of shares lodged with ASIC (Form 484) is attached.

For further information or comment, please contact Mr Paul Clitheroe (Chairman) or Mr Ron Hodge (Managing Director and CEO) at InvestSMART Group on (02) 8305 6000.



Catherine Teo
Company Secretary

Appendix 3F

Final share buy-back notice (*except* minimum holding buy-back)

Introduced 1/9/99. Origin: Appendices 7D and 7E. Amended 30/9/2001, 11/01/10

Information and documents given to ASX become ASX's property and may be made public.

Name of entity	ABN/ARSN
InvestSMART Group Limited (Company)	62 111 772 359

We (the entity) give ASX the following information.

Description of buy-back

1	Type of buy-back	Employee Share Scheme Buy Back
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Details of all shares/units bought back

2	Number of shares/units bought back	4,205,000 ESOP fully paid ordinary shares that were issued under the Company's ESOP 20,499,998 fully paid ordinary shares that were issued under the Company's LTIP
3	Total consideration paid or payable for the shares/units	Full satisfaction of non-recourse loans of \$1,223,250 owed to the Company under the ESOP and \$5,125,000 owed to the Company under the LTIP.
4	If buy-back is an on-market buy-back - highest and lowest price paid	highest price: date: lowest price: date:

+ See chapter 19 for defined terms.

Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

or, for trusts only:

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here:


.....
(Director/Company secretary)

Date: 9 December 2020

Print name:

CATHERINE TEO

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Change to company details

Company details

Company name

INVESTSMART GROUP LIMITED

Australian Company Number (ACN)

111 772 359

Lodgement details

Who should ASIC contact if there is a query about this form?

Name

Catherine SUEN

Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this form is true and complete

Name

Catherine SUEN

Capacity

Secretary

Signature

Date signed

09-12-2020

C1 Cancellation of shares

Reason for cancellation

Shares cancellation details

Reason for cancellation

ss.257H(3) Share buyback - Other buy-back type. A form 280 or 281 must be lodged at least 14 days, and no more than 1 year before the share buy-back can take place

The cancelled shares are listed below:

Share class code	Number of shares cancelled	Amount paid (cash or otherwise)	
ORD	24704998	6348250	

Earliest Date of
cancellation

09-12-2020

C3 Change to share structure

The updated details for this changed share class are shown in the table below.

Share class code	Full title if not standard	Total number of shares	Total amount paid on these shares	Total amount unpaid on these shares
ORD	ORDINARY SHARES	110507537	59343170.39	0.00

Earliest date of
change

09-12-2020