



# CPS 511 Annual Remuneration Disclosures

For the year ended  
30 June 2025

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Netwealth  
Superannuation  
Services Pty Ltd

# 1. Remuneration governance

This disclosure, made pursuant to paragraphs 63 to 73 of the Australian Prudential Regulation Authority (APRA) Prudential Standard CPS 511 Remuneration (CPS 511), provides an overview of the remuneration framework, practices and governance for Netwealth Superannuation Services Pty Ltd (NSS or the **Company**) for the year ended 30 June 2025 (FY25).

NSS is a Registrable Superannuation Entity (RSE) licensee and trustee of the Netwealth Superannuation Master Fund (Fund), and a subsidiary of Netwealth Group Limited (NWL or **Netwealth**).

## i) Remuneration framework and policy

NSS has adopted Netwealth's group remuneration framework (which includes the Remuneration Policy) (**Remuneration Framework**) and utilises the group Remuneration Committee (**Remuneration Committee**). The Chair of NSS holds an open invitation to attend all Remuneration Committee meetings as a guest. This invitation facilitates oversight and alignment between the NSS Board (**NSS Board**) and the Remuneration Committee.

The Remuneration Framework (including the Remuneration Policy) applies to all NSS directors and employees.

## ii) Roles and responsibilities of the Board and committees

The NSS Board and the Remuneration Committee are the primary bodies responsible for overseeing the Remuneration Framework, including its design, operation and ongoing monitoring. The Remuneration Committee is responsible for:

- reviewing the Remuneration Policy annually, with changes subject to NSS Board approval; and
- reviewing and recommending to the Board the remuneration arrangements for a range of individuals, including assessing the remuneration outcomes of individuals in a specified role and making a recommendation to the NSS Board.

In undertaking its role and responsibilities, both the NSS Board and Remuneration Committee will consult with, and are supported by, the NWL Chief Risk, Legal and Governance Officer (**CRLGO**), and NSS's Audit, Risk and Compliance Committee (**ARCC**). A summary of FY25 membership and meetings is outlined below.

- **NSS Board:** comprised of 5 Directors (as at 30 June 2025) and met 20 times during FY25.
- **Remuneration Committee:** comprised of 5 Members (as at 30 June 2025) and met 9 times during FY25.
- **ARCC:** comprised of 5 Members (as at 30 June 2025) and met 9 times during FY25.

The Remuneration Committee consults with these bodies to enable risk outcomes to be reflected in remuneration outcomes and decisions. Recommendations for risk adjustments are reviewed and endorsed by both the ARCC and Remuneration Committee before final approval by the NSS Board. Further detail on these processes is provided in Section 1(iii).

Where the Remuneration Committee Chair considers it appropriate, advice may be sought from external remuneration consultants and advisers on the Remuneration Framework, including the remuneration outcomes for specified roles.<sup>1</sup>

## iii) Board oversight of the input provided by the CRLGO and committees on risk in remuneration outcomes

The Remuneration Committee consults with the ARCC and the CRLGO to enable risk outcomes to be appropriately reflected into the Remuneration Framework for all specified roles. For these roles, the Remuneration Committee must inform the NWL Board (**NWL Board**) and recommend for approval by the NSS Board, the remuneration arrangements and variable remuneration outcomes for Senior Managers on an individual basis and highly paid

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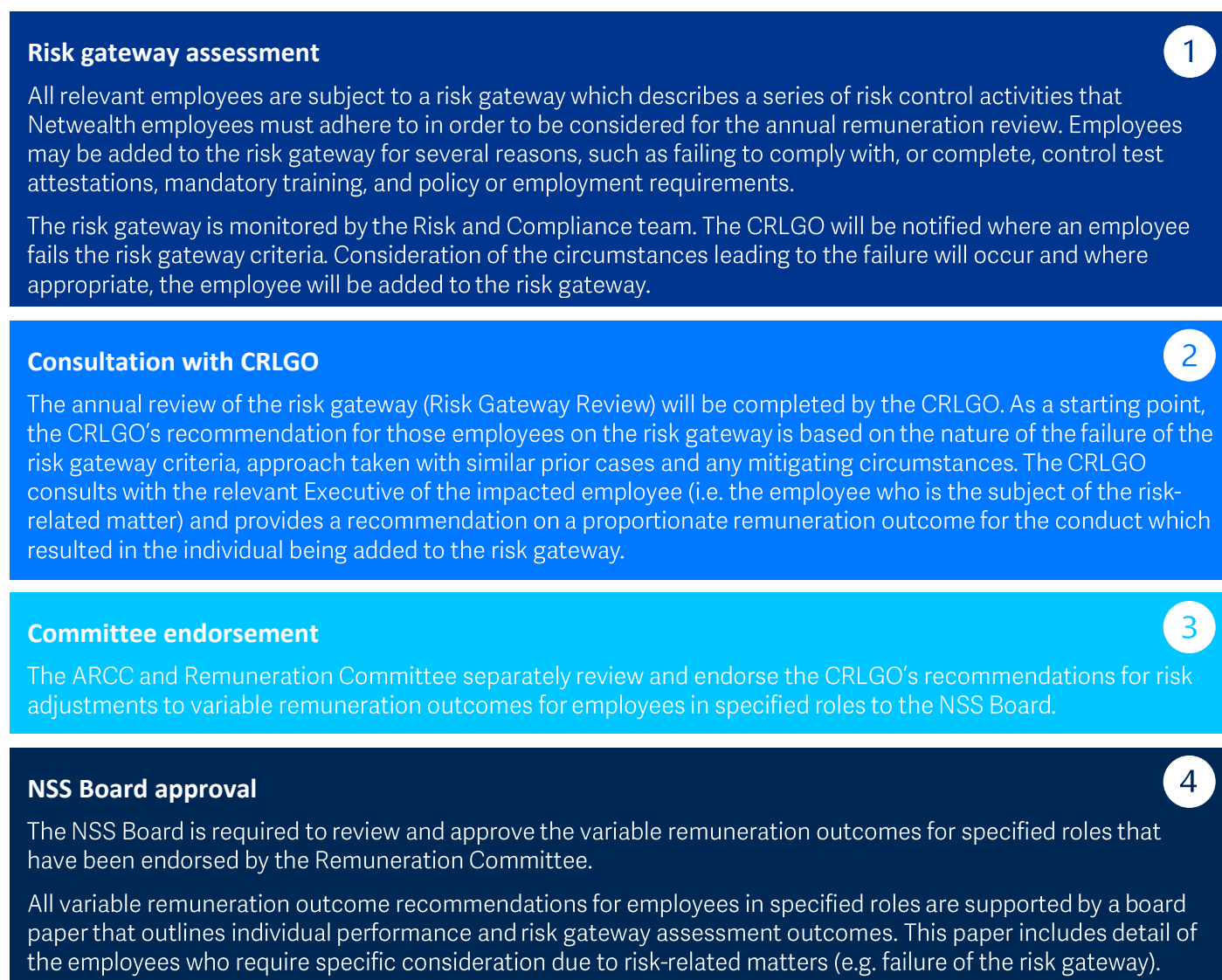
<sup>1</sup> Netwealth advises that no such advice was received from external remuneration consultants in relation to a specified role during FY25. The Board and the Remuneration Committee continued to rely on internal resources and market benchmarking data to inform remuneration decisions during the year.

material risk takers (**HPMRT**), material risk takers (**MRT**) and risk and financial control personnel (**RFCP**) on a cohort basis.

An overview of the interaction between the committees and the CRLGO that enables risk outcomes to be reflected into remuneration outcomes for specified roles is outlined on the following page.

To promote transparency and support the flow of information, all NSS directors receive a standing invitation to attend Remuneration Committee meetings (where end-of-year variable remuneration outcomes for specified roles are discussed).

Diagram 1: Interactions between committees and incorporation of risk outcomes into remuneration outcomes



#### iv) Remuneration Framework reviews

The Remuneration Framework is reviewed at least annually by the Netwealth Board and the NSS Board (together **the Boards**) with the objective of maintaining alignment with industry practice, Netwealth's risk management practices and strategic business activities.

The Boards also monitor changing market conditions as well as any regulatory and corporate governance developments and alter remuneration arrangements if appropriate to respond to changing conditions. The Remuneration Framework is structured to use fixed remuneration and variable remuneration, such as short-term and long-term incentives, to promote the effective management of both financial and non-financial strategies and risk management.

During FY25, the Remuneration Framework was reviewed and enhanced to support continued compliance with CPS 511 and the Financial Accountability Regime (**FAR**) which included strengthening Netwealth's malus and clawback provisions. The key changes following this review support the alignment of remuneration and risk and are detailed in Netwealth's Annual Report (Section D and Section E of the Remuneration Report).

## 2. Specified roles

A description of the types of roles which were considered specified roles for the purposes of CPS 511 in FY25 is set out below.

Diagram 2: FY25 specified roles

	Senior Managers <sup>2</sup>	Material Risk Takers	Highly Paid Material Risk Takers	Risk and Financial Control Personnel
Types of roles	A person who can influence major business decisions, has the capacity to materially impact NSS's operations or financial standing, or holds responsibility for enforcing Board-approved policies, implementing risk management systems, or monitoring the effectiveness of risk frameworks.	A person whose activities have a material potential impact on NSS's risk profile, performance, long term soundness or on it performing its duties and exercising its powers in the best financial interests of members and beneficiaries of the Fund.	A MRT whose total fixed remuneration (which includes salary, superannuation, allowances and benefits) plus variable remuneration is nearing, equal to, or exceeding a value more than 1 million AUD in a financial year.	A person whose primary role is in risk management, compliance, internal audit, financial control or actuarial control.
NSS Roles	Chief Executive Officer and Managing Director, Chief Financial Officer and CRLGO.	CRLGO, Chief Operating Officer – OTT, and General Manager NSS.	Chief Executive Officer and Managing Director, and Chief Financial Officer.	Including (but not limited to) Heads of, Senior Manager roles in risk management, compliance, internal audit, financial control or actuarial control.
Deferral policy as required by CPS 511	<p><b>Chief Executive Officer and Managing Director:</b> 60% of variable remuneration deferred for a minimum period of 6 years</p> <p><b>Chief Financial Officer and CRLGO:</b> 40% of variable remuneration deferred for a minimum period of 5 years</p>	<p>CPS 511 does not require deferral for material risk takers' variable reward.</p> <p>The CRLGO is subject to deferral as a result of their 'Senior Manager' status.</p>	All NSS's highly paid material risk-takers are Senior Managers. <sup>3</sup> Accordingly, the longer 'Deferral' period for a Senior Manager will apply.	Deferral not applicable to risk and financial control personnel.

<sup>2</sup> Where a Senior Manager is also a material risk taker or highly paid material risk taker, they have been considered as part of the Senior Manager cohorts (in later sections) to avoid duplication.

<sup>3</sup> For highly paid material risk takers who are not Senior Managers, at least 40% of variable remuneration would be deferred over a minimum of 4 years, vesting on a pro-rata basis and no faster than after 2 years.

### 3. Remuneration Framework (overview)

Set out below is an overview of the key features and objectives of the Remuneration Framework in FY25. Employees in specified roles participate in either the Executive STI and LTI, or the High Performance Incentive Plan. The variable reward plans may be subject to in-year adjustments, malus and clawback (refer section 6) and are designed to directly support the achievement of Netwealth's business strategy and promote effective risk management. Further details of the respective incentive plans are outlined in section 5.

Diagram 3: FY25 Remuneration Framework

Netwealth's purpose is to enable people to see wealth differently and discover a brighter future.				
Netwealth achieves this through the focused delivery of its strategic initiatives				
Supported by the Remuneration Framework objectives				
Align remuneration outcomes with long-term sustainable performance	Award fair, reasonable and consistent remuneration to attract, motivate and retain the best	Maintain compliance with applicable legal and regulatory requirements	Achieve effective governance and management of risks having regard to the interests of Netwealth's stakeholders	Promote behaviours in line with Netwealth's values
By embedding and rewarding achievements and behaviours that align to Netwealth's strategic objectives through both fixed and variable remuneration				
Component	Purpose	Alignment with strategic objectives and business plan		Mechanism and delivery
Fixed Remuneration	Set to attract and retain high-quality employees, who will enable achievement of strategic objectives.	Reviewed at least annually having regard to individual responsibilities, skills and experience and market parities of roles in comparable companies.		Mix of base salary, superannuation and salary sacrificed items including non-monetary benefits.
Executive STI	Rewards Executives for annual performance against financial and non-financial metrics.	Awarded based on achievement of earnings growth, execution of Netwealth's short-term strategic initiatives and performance and behaviours aligned with Netwealth's values.		Cash bonus paid in two equal instalments – 50% at the end of the 12-month performance period with the remaining 50% at the end of the following year.
Executive LTI	Rewards Executives for achievement of longer term strategic objectives.	Awarded based on achievement of earnings growth and longer-term strategy execution enabling alignment with the Boards' risk appetites and the protection of the interests of Netwealth's stakeholders.		Performance Rights with 3 year performance period and applicable deferrals for specified roles.
High Performance Plan	Rewards employees for high performance.	Where Netwealth exceeds its financial objectives, awards may be made on a case-by-case basis to eligible employees based on performance (which includes an assessment of performance against individual goals and values).		Cash bonus paid after the end of financial year.
Sales Bonus	Rewards sales and distribution employees for net sales performance.	Awarded typically on achievement of fee-paying funds under administration and funds under management targets and longer-term execution enabling alignment with the Boards' risk appetites and the protection of the interests of Netwealth's stakeholders.		Cash bonus paid in two tranches with a portion payable after mid-year and the remaining portion payable after the end of financial year.
Share Gift Plan	Offer of \$1,000 worth of shares to eligible employees.	Awarded based on minimum tenure to support employees becoming Netwealth shareholders.		Restricted shares typically released 3 years after grant.

## i) How the Remuneration Framework Aligns with Risk Management

The Remuneration Framework is designed to align with Netwealth's risk management framework through several mechanisms as detailed in Section 1 and Section 6 of this disclosure. These processes as summarised below facilitate remuneration outcomes that support prudent risk-taking and effective management of financial and non-financial risks:

- The Remuneration Committee consults with the ARCC and the CRLGO to enable risk outcomes to be reflected in remuneration decisions.
- All variable remuneration arrangements are subject to risk gateways which require employees to meet conduct and compliance standards before receiving awards. Risk gateways are designed to assist in managing the:
  - risk of failing to comply with law, regulations and standards;
  - risk of reputational damage resulting from Netwealth actions or employee conduct;
  - risk of failing to create an environment where senior management and employees are actively engaged with risk management processes and outcomes; and
  - risk of unethical, inappropriate or unlawful behaviour by the business or employees.
- Annual reviews, and adjustment mechanisms (including in-period adjustments, malus and clawback) may be applied to variable remuneration arrangements to reinforce prudent risk-taking and sound risk management and address any breaches or misconduct.
- Non-financial measures, including risk management and values-based behaviours, carry material weight in performance assessments for variable remuneration.
- The NSS Board reviews and approves remuneration outcomes for specified roles, taking into account risk assessments and recommendations from relevant committees and the CRLGO.

## ii) How the Remuneration Framework aligns with Netwealth's business strategy

The Remuneration Framework is also designed to align with, and support the achievement of Netwealth's business strategy, by:

- Structuring incentive plans (STI, LTI, High Performance Incentive Plan) to reward employees for delivering on Netwealth's strategic objectives, including financial performance, growth initiatives, and member outcomes.
- Setting performance measures for variable remuneration based on both financial metrics (e.g., annual corporate earnings growth, total shareholder return) and non-financial metrics (e.g. customer satisfaction rating, contribution to strategic and long-term initiatives, values-based behaviours).

Additionally, the Board reviews and approves all variable remuneration outcomes for specified roles to enable alignment with Netwealth's long-term goals and stakeholder (including Fund member) interests.

## iii) How the Remuneration Framework Promotes RSE Licensee Duties under BFID

The Remuneration Framework promotes the RSE licensee performing its duties and exercising its powers in accordance with the Best Financial Interests Duty (BFID) by:

- Structuring remuneration to align with long-term member interests and regulatory obligations.
- Embedding non-financial measures, including conduct and risk management, into performance assessments and incentive plans.
- All remuneration outcomes for employees in specified roles being subject to NSS Board oversight and are made with reference to the interests of Fund members and beneficiaries.



## 4. Remuneration Framework (in detail)

### i) Executive STI & LTI

The Executive STI is designed to reward participants for their role in the effective execution of Netwealth's business plan and achievement of corporate financial and non-financial targets, consistent with the promotion of Netwealth's values and effective risk management. In FY25, all of NSS's Senior Managers were eligible to participate in Netwealth's Executive STI and LTI. Opportunity levels for both incentive plans are based on the nature of their role, as well as their ability to impact performance against Netwealth's short and long-term strategic priorities.

Further details of the respective incentive plans are set out below.

Diagram 4: Netwealth's FY25 Executive STI

Executive STI	
Type of award	<ul style="list-style-type: none"> <li>Delivered wholly in cash.</li> </ul>
Performance period	<ul style="list-style-type: none"> <li>Performance is assessed against a 12-month period.</li> </ul>
Payment and deferral	<ul style="list-style-type: none"> <li>50% within 30 days after the release of the FY25 Annual Report and the remaining 50% within 30 days after the release of the FY26 Annual Report.<sup>4</sup></li> <li>This payment and deferral mechanism aims to promote long-term sustainable decision making and provides the ability to apply in-year adjustments, malus and clawback where necessary having regard to any impact on Netwealth's long-term soundness.</li> </ul>
Gateways	<p>Eligibility to participate in the STI requires the satisfaction of the following gateways.</p> <ul style="list-style-type: none"> <li><b>Risk gateway:</b> requires no occurrences of serious misconduct, no material breaches of policy, no more than one failure (in the financial year) to complete control attestations or mandatory risk management training on time.</li> <li><b>Behaviours gateway:</b> based on the individual's behaviour and performance measured against Netwealth's values.</li> <li><b>Financial gateway:</b> subject to Netwealth achieving at least 95% of budget NPAT in FY25.</li> </ul> <p>If any or all of the gateway conditions are not met, the Boards may adjust variable components of remuneration downwards, to zero if appropriate, if such adjustments are necessary, and proportionate to the failure.</p>
Material weight on non-financial measures	<ul style="list-style-type: none"> <li>The STI assesses performance against a mix of financial and non-financial measures which align with Netwealth's short-term strategic priorities.</li> <li>The STI aligns with CPS 511 requirements of a material weight on non-financial measures via the incorporation of the individual risk and behaviours against Netwealth's values, as well as the assessment of participants' contribution to strategy and individual performance.</li> </ul>
Measures (CEO and CFO)	<p><b>Financial measures (65%):</b></p> <ul style="list-style-type: none"> <li>Based on Netwealth's NPAT relative to budget (65%)</li> </ul> <p><b>Non-financial measures (35%):</b></p> <ul style="list-style-type: none"> <li>Individual contribution to the effective execution of the NWL's FY25 strategic initiatives (25%)</li> <li>Based on individual values rating in FY25, incorporating performance and behaviour rating (10%)</li> </ul>
Measures (for the other Senior Manager who	<p><b>Financial measures (25%):</b></p> <ul style="list-style-type: none"> <li>Based on Netwealth's NPAT relative to budget (25%)</li> </ul> <p><b>Non-financial measures (75%):</b></p>

<sup>4</sup> Variable remuneration subject to deferral in accordance with CPS 511 will typically be covered through deferral of equity based LTI plans.



Executive STI	
participates in this plan)	<ul style="list-style-type: none"> <li>Individual contribution to the effective execution of NWL's FY25 strategic initiatives (65%)</li> <li>Based on individual values rating in FY25, incorporating performance and behaviour rating (10%)</li> </ul>

The Executive LTI seeks to incentivise employees who hold high levels of accountability for Netwealth's results by overseeing and driving delivery of initiatives and outcomes critical to the over-achievement of strategic results over the long-term. Further detail of this incentive program is set out below.

Diagram 5: Netwealth's FY25 Executive LTI

Executive LTI	
Delivery	<ul style="list-style-type: none"> <li>Performance rights converting into shares following satisfaction of the gateways and performance against Netwealth's measures. Deferral periods apply (see 'payment and deferral' below).</li> </ul>
Performance period	<ul style="list-style-type: none"> <li>Performance is assessed against a 3-year period (and at the end of each vesting period – refer 'payment and deferral' below) to encourage long-term decision making and drive long-term strategic outcomes.</li> </ul>
Performance period gateways	<ul style="list-style-type: none"> <li>The individual must satisfy the risk and behaviour gateways (as applicable to the Executive STI) during the performance period. If either or both of the gateway conditions are not met, the Board may adjust variable components of remuneration downwards, to zero if appropriate, if such adjustments are necessary, and proportionate to the failure.</li> </ul>
Payment and deferral <sup>5, 6</sup>	<ul style="list-style-type: none"> <li>CEO: <ul style="list-style-type: none"> <li>CPS 511 requires that 60% of variable remuneration for a CEO must be deferred for at least six years, with deferred rights vesting no earlier than 4 years. Performance rights are granted with a three-year performance period. From the 4<sup>th</sup> year onwards, the deferred rights vest in three equal annual instalments over the following three years, subject to annual behavioural gateway assessments.</li> </ul> </li> <li>Other Senior Manager who participates in this plan: <ul style="list-style-type: none"> <li>CPS 511 requires that 40% of the variable remuneration for any other Senior Manager be deferred for at least five years, with deferred rights vesting no earlier than 4 years. Performance rights are granted with a three-year performance period. From the 4<sup>th</sup> year onwards, the deferred rights vest in two equal annual instalments over the following two years, subject to annual behavioural gateway assessments.</li> </ul> </li> </ul>
Cessation of employment	<ul style="list-style-type: none"> <li>Unless the Board determines otherwise: <ul style="list-style-type: none"> <li>Where a participant resigns or is terminated for cause, their performance rights will lapse.</li> <li>In other scenarios, the performance rights may be left on foot subject to the original terms.</li> </ul> </li> </ul>
Material weight of non-financial measures	<ul style="list-style-type: none"> <li>The LTI aligns with the CPS 511's requirement of material weight on non-financial measures via the individual risk, values and behaviour gateway, and the assessment of participants' contribution to strategy.</li> </ul>

<sup>5</sup> While this CPS 511 disclosure reflects Netwealth's compliance with the deferral requirements under CPS 511, Netwealth also considers the deferral obligations under the Financial Accountability Regime (FAR). For each applicable role, the longer deferral period or higher quantum required under CPS 511 or FAR is applied.

<sup>6</sup> Netwealth determines the required deferrals in accordance with CPS 511 based on the extent to which the employee is performing duties referable to NSS and the Fund within the performance period of the relevant plans. As no CPS 511 regulated variable remuneration entitlements have reached the conclusion of the performance period to date, no deferral apportionment has been calculated. For the purposes of this disclosure, the full amounts awarded have been reported as awarded and currently deferred.

Measures (CEO and CFO)	<b>Financial measures (70%):</b> <ul style="list-style-type: none"> <li>Earnings per NWL share compound annual growth rate (CAGR) (35%)</li> <li>Relative total shareholder return assessed against a comparator group of the ASX300 Diversified Financials Index (35%)</li> </ul>
	<b>Non-financial measures (30%):</b> <ul style="list-style-type: none"> <li>Individual contribution to the effective execution of the NWL Board's strategic initiatives (assessed at the end of FY2027) (30%)</li> </ul>
Measures (for the other Senior Manager who participates in this plan)	<b>Financial measures (30%):</b> <ul style="list-style-type: none"> <li>Earnings per NWL share compound annual growth rate (CAGR) (15%)</li> <li>Relative total shareholder return assessed against a comparator group of the ASX300 Diversified Financials Index (15%)</li> </ul>
	<b>Non-financial measures (70%):</b> <ul style="list-style-type: none"> <li>Individual contribution to the effective execution of the NWL Board's strategic initiatives (assessed at the end of FY2027) (70%)</li> </ul>

## ii) High Performance Incentive Plan

The High Performance Incentive Plan seeks to reward high performing employees who are not eligible to participate in Netwealth's other formal incentive programs. All risk and financial control personnel and MRT's who do not participate in the Executive short and long term incentive plans are eligible to participate in this plan.

This is a discretionary plan whereby awards may be made on a case-by-case basis to eligible employees based on their individual performance ratings where Netwealth exceeds its financial objectives. Individuals must achieve a performance rating of 'exceeds' or 'exceptional' to be eligible for an award and must satisfy the risk gateway. Bonuses are only paid if the employee is employed and deemed eligible at the time of payment. Further details on High Performance Incentive Plan are set out below.

Diagram 6: Netwealth's FY25 High-Performance Incentive Plan

High Performance Incentive Plan	
Incentive opportunity	<ul style="list-style-type: none"> <li>Variable remuneration opportunity is dependent on the individual's performance rating of 'exceeds' or 'exceptional'.</li> </ul>
Delivery	<ul style="list-style-type: none"> <li>Delivered wholly in cash.</li> </ul>
Performance period	<ul style="list-style-type: none"> <li>Performance is assessed against a 12-month period.</li> </ul>
Eligibility conditions and payment	<ul style="list-style-type: none"> <li>Awards under the High Performance Incentive Plan are subject to the NWL Board making a determination that a reasonable level of financial performance has been achieved over the financial year as well as the participant passing their individual risk gateway (that also applies to the Executive STI and LTI).</li> <li>Cash awards are paid after the end of the 12-month performance period as part of the annual remuneration review.</li> </ul>
Link to entity wide and individual performance	<ul style="list-style-type: none"> <li>Entity wide performance is incorporated via the NWL Board's consideration of financial performance outlined above, with the link to individual performance achieved via the assessment of individual performance goals and values as well as their individual risk gateway.</li> </ul>
Performance assessment (and the material weight of non-financial measures)	<ul style="list-style-type: none"> <li>Performance is assessed equally against individual goals (50%) and values (50%).</li> <li>All participants are required to set goals which must be aligned to Netwealth's and their department's objectives. Employee goals cascade from executive objectives (which have been set in line with Netwealth's strategic objectives and include a material weight on non-financial measures). Goals focus on outcomes and include both "what" is achieved and "how" it is achieved.</li> </ul>

## 5. Risk and financial control personnel

All risk and financial control personnel are eligible to participate in the High Performance Incentive Plan if they satisfy an individual risk gateway and meet individual performance targets, measured against particular behaviours and individual goals – refer to section 4(ii) for further detail. These incentives are designed to not unduly influence their performance of the business activities under their control.

Goals for risk and financial control personnel are set to support their independence and authority, and eligibility for a high performance bonus is contingent on meeting these goals. For example, “The objective is to meet regulatory compliance and establish a proactive approach to risk management and compliance. This involves keeping up to date and complying with regulatory requirements, anticipating potential risks, implementing governance, controls and processes that meet industry expectations to safeguard Netwealth’s reputation”.

Remuneration packages for this cohort are also heavily weighted towards fixed remuneration, which helps mitigate the potential risk that variable incentives might conflict with the best interests of Fund members. To manage potential conflicts in the assessment of remediation outcomes for risk and financial control personnel Netwealth applies a structured process as outlined in Section 1(iii) and Diagram 1. Remediation outcomes are determined through consultation between the CRLGO and the Head of Reward, with recommendations subject to endorsement by the ARCC and the Remuneration Committee. This multi-layered approach provides independence and controls for conflicts of interest. Final oversight is maintained by the Boards, enabling all decisions to be made objectively and in accordance with Netwealth’s governance standards.

In FY25, 75% of risk and financial control personnel reporting to a Senior Manager received an incentive outcome equivalent to 3.5% of fixed remuneration. The remaining employees received fixed remuneration only. No downward risk remuneration adjustments were applied to risk and financial control personnel eligible for an award as no issues were identified that required consideration and no special payments were made.

## 6. Board discretion and consequence management

### i) Overview

Netwealth’s variable remuneration is designed to promote performance and support the prevention and mitigation of conduct risk while remaining aligned with prudent risk taking.

All variable remuneration for employees in specified roles is provided at the discretion of the Boards, subject to compliance with the applicable regulatory requirements. Set out below is the approach to preventing and mitigating conduct risk, along with detail on the remuneration adjustment mechanisms that are available to the Boards.

**Diagram 7:** *Approach to conduct risk and variable remuneration adjustment tools*

#### Conduct risk

The Remuneration Framework encourages employees to behave in a manner which aligns with Netwealth’s values and expectations via the following mechanisms:

- an individual risk gateway that is considered when determining all variable reward plans as well as fixed remuneration increases, enabling for conduct risk to be assessed before any award is made;
- individual performance assessments which consider employee behaviour against Netwealth’s values and factor in conduct risk; and
- variable remuneration adjustment mechanisms – including in-year adjustments, malus and clawback (refer below) – which are applied in response to conduct risk events such as misconduct, breaches of policy, or other behaviours inconsistent with Netwealth’s standards. These tools enable the Board to reduce, cancel, or recover variable remuneration where conduct risk issues are identified, which reinforces accountability and encourages desired behaviours.

## Variable remuneration adjustment tools

All of Netwealth's variable reward plans are subject to a range of adjustment mechanisms designed to reinforce sound decision-making and responsible conduct, and promote the effective management of both financial and non-financial risks.

These mechanisms include:

- in-period adjustments, which allow for reductions in vesting outcomes during the performance period;
- malus provisions, which enable the cancellation of awards before they vest and apply to deferred variable remuneration (including LTI and deferred STI); and
- clawback provisions apply to variable remuneration for Executives, which allow for the recovery of awards that have already vested and been paid.

Further details on the circumstances in which these tools may be applied, along with the considerations the NSS Board (supported by the Remuneration Committee, CRLGO and ARCC) may have regard to, are outlined below.

### ii) Circumstances in which remuneration adjustment tools may be applied

The Boards may adjust variable remuneration in a range of circumstances. This includes (but is not limited to) where there has been:

- misconduct leading to significant adverse outcomes;
- a significant failure of financial or non-financial risk management;
- a significant failure or breach of accountability (or in the case of an Accountable Person, their accountability obligations), fitness and propriety, or compliance obligations);
- a significant error or a significant misstatement of criteria on which the variable remuneration determination was based; and
- significant adverse outcomes for customers, beneficiaries, or counterparties.

### iii) Factors taken into account and process

The Boards' approach to discretion and applying consequences aims to promote fair and consistent treatment of employees, promptly address issues as they arise, comply with relevant legislative frameworks and maintain high standards of integrity and professionalism.

When making an adjustment to variable remuneration, the Boards must take the following into account:

- whether the matter falls in one of the above circumstances (refer ii); and
- apply the variable adjustment tools from in-period adjustment to malus to clawback.

Factors the Boards may also consider when applying consequences include (but are not limited to):

- the nature of the conduct (including its level of severity);
- the individual's work history and previous performance;
- the impact of the misconduct to Netwealth and its stakeholders (in particular, Fund members); and
- consequences applied from previous comparable incidents of misconduct to promote fairness and consistency.

### iv) Consequences for employees not eligible for variable award

Where no variable remuneration is offered to an employee (for example, casuals or fixed term contractors), risk management outcomes are assessed through regular performance and conduct reviews, including monitoring for

material breaches or misconduct. If a risk-related issue is identified, management evaluates the severity and circumstances of the breach in line with company policies and procedures. Consequence management may then be applied, ranging from informal or formal warnings, implementation of a performance improvement plan, suspension of pay, demotion or transfer, to termination of employment. This approach ensures that risk management outcomes are consistently assessed and appropriate consequences are applied, even for employees not eligible for variable remuneration.

## 7. Quantitative disclosures

Quantitative disclosures prepared in accordance with the requirements of CPS 511 for the financial year ended 30 June 2025 are set out below. The tables below have been prepared on a different basis to the awarded pay disclosures set out on pages 48 -71 of the NWL Annual Report, which are prepared in accordance with Australian Accounting Standards.

### i) Remuneration outcomes for the financial year

A\$'000		CEO <sup>7</sup>
<b>Fixed remuneration</b>		
1	Number of employees paid fixed remuneration	1
2	<b>Total fixed remuneration</b>	<b>875.0</b>
3	of which: cash-based	875.0
4	of which: share-based awards	Nil
5	of which: other	Nil
6	Average percentage increase in total fixed remuneration (row 2) on previous financial year	3.2%
<b>Variable remuneration</b>		
7	Number of employees eligible for variable remuneration	1
8	Number of employees that received variable remuneration	1
9	<b>Total variable remuneration</b>	<b>2,369.2</b>
10	of which: cash-based <sup>8</sup>	663.6
11	of which: share-based awards <sup>9,10</sup>	1,705.6
12	of which: other	Nil
13	<b>Total variable remuneration (row 9) that has been deferred</b>	<b>1,381.8</b>
14	of which: cash-based <sup>11</sup>	331.8
15	of which: share-based awards	1,050.0
16	of which: other	Nil
17	Average percentage increase in total variable remuneration (row 9) on previous financial year	16.2%
18	<b>Total remuneration (sum of rows 2 + 9)</b>	<b>3,244.2</b>

<sup>7</sup> In accordance with CPS 511, quantitative disclosures for FY25 are provided only for the CEO, as all other specified role cohorts within NSS comprise fewer than five individuals and therefore do not require disclosure.

<sup>8</sup> The amount disclosed represents the total FY25 STI awarded, inclusive of both cash and deferred amounts.

<sup>9</sup> The amount disclosed represents the LTI Rights awarded in FY25, and prior years' award which vested in FY25. The value of the vested award has been calculated by multiplying the number of NWL Performance Rights by the closing NWL share price on the date they were converted to ordinary shares. The value of the granted awards is calculated based on the number of Performance Rights granted multiplied by the five-day volume weighted average price (VWAP) at grant date.

<sup>10</sup> Netwealth determines the required deferrals in accordance with CPS 511 based on the extent to which the employee is performing duties referable to NSS and the Fund within the performance period of the relevant plans. As no CPS 511 regulated variable remuneration entitlements have reached the conclusion of the performance period to date, no deferral apportionment has been calculated. For the purposes of this disclosure, the full amounts awarded have been reported as awarded and currently deferred.

<sup>11</sup> The STI awarded for FY25, half of it is deferred for one year.

## ii) Special payments

A\$'000		CEO
1	Number of employees paid a guaranteed bonus	Nil
2	<b>Total guaranteed bonuses</b>	<b>Nil</b>
3	Number of employees paid a sign-on award	Nil
4	<b>Total sign-on awards</b>	<b>Nil</b>
5	Number of employees paid a severance payment	Nil
6	<b>Total severance payments</b>	<b>Nil</b>

## iii) Deferred and adjusted variable remuneration

A\$'000		A Total amount of outstanding deferred variable remuneration post adjustments	B Total amount of variable remuneration not deferred post adjustments	C Total amount of downward adjustments to variable remuneration reported in columns A and B
1	<b>Total CEO</b>	<b>2,019.3</b>	<b>987.4</b>	<b>Nil</b>
2	of which: cash	331.8	331.8	Nil
3	of which: share-based awards <sup>12, 13</sup>	1,687.5	655.6	Nil
4	of which: other	Nil	Nil	Nil

<sup>12</sup> The total amount of outstanding deferred share-based awards is all FY24 and FY25 LTI Rights. No apportionment has been applied as the average portion of duties and responsibilities attributable to NSS and the Fund will be determined at the conclusion of the relevant performance periods.

<sup>13</sup> The total amount of share-based awards reflects awards that vested during FY25.