

29 February 2024

Attention: Company Announcements
ASX Limited

By E-Lodgment

APPENDIX 3C - INVESTSMART GROUP ANNOUNCES ON-MARKET SHARE BUYBACK

InvestSMART Group Limited (ASX: INV) (**InvestSMART**) announces that it will commence an on-market share buyback of up to 5% of its issued share capital.

The Board believes the current share price of InvestSMART at times does not reflect fair value for its shares.

The maximum number of shares which InvestSMART Group proposes to acquire under the on-market buyback is up to approximately 7 million shares, or up to 5% of the lowest number of ordinary shares on issue during the previous 12 months. The buyback does not require shareholder approval. InvestSMART Group intends to conduct the buyback taking into account the prevailing share price, market conditions and the capital requirements of the business. As such the use of cash to purchase shares will be evaluated from time to time against alternative uses of cash.

InvestSMART Group reserves the right to vary, suspend or terminate the buyback at any time and to buy back less than the maximum possible. InvestSMART Group proposes to fund the buyback from cash on hand.

InvestSMART Group continues to be focused on its stated aims of enhancing shareholder returns and capital efficiency and maintaining balance sheet flexibility to pursue growth opportunities. An Appendix 3C in respect of the on-market buyback 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.

By order of the Board

Appendix 3C

Announcement of buy-back (except minimum holding buy-back)

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

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

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

We (the entity) give ASX the following information.

Information about buy-back

1	Type of buy-back	On Market
2	⁺ Class of shares/units which is the subject of the buy-back (eg, ordinary/preference)	Ordinary Shares
3	Voting rights (eg, one for one)	One for one
4	Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)	Fully paid
5	Number of shares/units in the ⁺ class on issue	142,680,484
6	Whether shareholder/unitholder approval is required for buy-back	Shareholder approval is not required as the buyback is to be conducted within the 10/12 limit.
7	Reason for buy-back	Capital management

⁺ See chapter 19 for defined terms.

8	Any other information material to a shareholder's/unitholder's decision whether to accept the offer (<i>eg, details of any proposed takeover bid</i>)	Nil
---	---	-----

On-market buy-back

9	Name of broker who will act on the company's behalf	FinClear Execution Ltd
10	Deleted 30/9/2001.	
11	If the company/trust intends to buy back a maximum number of shares - that number Note: This requires a figure to be included, not a percentage.	7,000,000 INV reserves the right to vary, suspend or terminate the buyback at any time or to buy back less than the maximum shares stated.
12	If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention	Buy back to commence no earlier than 18 March 2024 and cease no later than 17 March 2025. The buy back may cease earlier if the maximum number of securities is bought back prior to the period end date. INV reserves the right to vary, suspend or terminate the buy back at any time and to buy back less than the maximum shares stated.
13	If the company/trust intends to buy back shares/units if conditions are met - those conditions	Not applicable

Employee share scheme buy-back

14	Number of shares proposed to be bought back	Not applicable
15	Price to be offered for shares	Not applicable

Selective buy-back

- | | | |
|----|--|----------------|
| 16 | Name of person or description of class of person whose shares are proposed to be bought back | Not applicable |
| 17 | Number of shares proposed to be bought back | Not applicable |
| 18 | Price to be offered for shares | Not applicable |

Equal access scheme

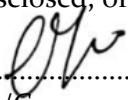
- | | | |
|----|---|----------------|
| 19 | Percentage of shares proposed to be bought back | Not applicable |
| 20 | Total number of shares proposed to be bought back if all offers are accepted | Not applicable |
| 21 | Price to be offered for shares | Not applicable |
| 22 | +Record date for participation in offer
<small>Cross reference: Appendix 7A, clause 9.</small> | Not applicable |

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:  Date: 29 February 2024
(Director/Company secretary)

Print name: Catherine Teo
Company Secretary

⁺ See chapter 19 for defined terms.