COMPUTERSHARE LIMITED (ASX:CPU)

FINANCIAL RESULTS
FOR THE FULL YEAR ENDED 30 JUNE 2015

12 August 2015

NOTE: All figures (including comparatives) are presented in US Dollars (unless otherwise stated).

The non-IFRS financial information contained within this document has not been reviewed or audited in accordance with Australian Auditing Standards.

Copies of the FY15 Results Presentation are available for download at:
http://www.computershare.com/au/about/ir/financials/Pages/results.aspx

Melbourne, 12 August 2015 – Computershare Limited (ASX:CPU) today reported Statutory Basic Earnings per Share (EPS) of 27.61 cents for the twelve months ended 30 June 2015, a decrease of 38.9% on FY14.

Management Earnings per Share were 59.82 cents in FY15, a decrease of 0.7% over the prior corresponding period (pcp). On a constant currency basis Management Earnings per Share were 61.39 cents, 1.9% higher than FY14.

A final dividend of AU 16 cents per share, 25% franked, has been declared, an increase of AU 1 cent from the final dividend in FY14.

Headline Statutory Results (see Appendix 4E) for FY15 were as follows:

	FY15	FY14	FY15 versus FY14
Earnings per Share (post NCI)	**27.61 cents**	45.20 cents	**Down 38.9%**
Total Revenues & other income	**$1,984.0m**	$2,048.6m	**Down 3.2%**
Total Expenses	**$1,738.5m**	$1,721.9m	**Up 1.0%**
Statutory Net Profit (post NCI)	**$153.6m**	$251.4m	**Down 38.9%**

Headline Management Results for FY15 were as follows:

	FY15	FY14	FY15 versus FY14	FY15 at FY14 exchange rates	FY15 at FY14 exchange rates versus FY14
Management Earnings per Share (post NCI)	**59.82 cents**	60.24 cents	**Down 0.7%**	61.39 cents	**Up 1.9%**
Total Operating Revenues	**$1,976.1m**	$2,022.6m	**Down 2.3%**	$2,051.8m	**Up 1.4%**
Operating Costs	**$1,419.7m**	$1,480.9m	**Down 4.1%**	$1,480.3m	**Down 0.04%**
Management Earnings before Interest, Tax, Depreciation and Amortisation (EBITDA)	**$554.1m**	$540.6m	**Up 2.5%**	$569.1m	**Up 5.3%**
EBITDA margin	**28.0%**	26.7%	**Up 130bps**	27.7%	**Up 100bps**
Management Net Profit (post NCI)	**$332.7m**	$335.0m	**Down 0.7%**	$341.4m	**Up 1.9%**
Cash Flow from Operations	**$372.1m**	$409.3m	**Down 9.1%**		
Free Cash Flow	**$343.7m**	$392.8m	**Down 12.5%**		
Days Sales Outstanding	**48 days**	45 days	**Up 3 days**		
Capital Expenditure	**$38.6m**	$19.8m	**Up 94.9%**		
Net Debt to EBITDA ratio	**2.10 times**	2.13 times	**Down 0.03 times**		
Final Dividend	**AU 16 cents**	AU 15 cents	**Up 1 cent**		
Final Dividend franking amount	**25%**	20%	**Up from 20%**		

Reconciliation of Statutory Results to Management Results

FY15	USD 000's
Net profit after tax as per Statutory Results	153,576
Management Adjustments (after tax)	
Amortisation	
Intangible assets amortisation	58,520
Acquisitions and disposals	
Gain on disposal	(7,631)
Acquisitions and disposals accounting adjustments	(6,583)
Acquisition and disposal related restructuring costs	6,014
Asset write-down	5,241
Acquisition and disposal related costs	3,552
Gain on bargain purchase	(670)
Other	
Voucher services impairment	109,536
Put option liability re-measurement	7,749
Marked to market adjustments on derivatives	2,204
Major restructuring costs	1,226
Total Management Adjustments	179,158
Net profit after tax as per Management Results	332,734

Management Adjustments

Management Results are used, along with other measures, to assess operating business performance. The Company believes that exclusion of certain items permits better analysis of the Company's performance on a comparative basis and provides a better measure of underlying operating performance. The items excluded from the Management Results in FY15 were as follows:

Amortisation

- Customer contracts and other intangible assets that are recognised on business combinations or major asset acquisitions are amortised over their useful life in the statutory results but excluded from management earnings. The amortisation of these intangibles for FY15 was $58.5 million. Amortisation of intangibles purchased outside of business combinations (eg, mortgage servicing rights) is included as a charge against management earnings.

Acquisitions and disposals

- The disposal of ConnectNow, part of the Serviceworks Group, in June 2015 realised a gain of $7.6 million.
- Acquisition accounting adjustments related to Registrar and Transfer Company, Shareowner Services, Specialized Loan Servicing and SG Vestia Systems Inc totalled $6.6 million.
- Acquisition and disposal restructuring costs of $6.0 million were incurred. These costs related to Registrar and Transfer Company, Homeloan Management Limited (HML), Olympia Corporate and Shareholder Services assets, SG Vestia Systems Inc, Valiant Trust Company assets and the Serviceworks Group.
- The assets of the Russian business were written down to fair value less costs of disposal on classification as 'held for sale' resulting in a loss of $5.2 million.
- Acquisition and disposal related expenses of $3.6 million were incurred associated with Olympia Corporate and Shareholder Services assets, Registrar and Transfer Company, HML, SG Vestia Systems Inc, Valiant Trust Company assets, European Global Stock Plan Services, VEM, the Russian business and Helios Switzerland.
- A gain of $0.7 million was recorded related to the bargain purchase of Topaz Finance Limited in the UK.

Other

- An impairment charge of $109.5 million was booked against the carrying value related to the voucher services business. For further information refer to note 11 of the 4E and the Company's market announcement dated 30 July 2014.
- The put option liability re-measurement resulted in an expense of $7.7 million related to the Karvy joint venture arrangement in India.
- Derivatives that have not received hedge designation are marked to market at the reporting date and taken to profit and loss in the statutory results. The marked to market valuation resulted in a loss of $2.2 million.
- Costs of $1.2 million were incurred in relation to the major operations rationalisation underway in Louisville, USA.

Commentary (based on Management Results)

Computershare delivered Management EPS of 59.82 cents in FY15, modestly down 0.7% on FY14. Total revenues fell 2.3% versus FY14 to $1,976.1 million, impacted by the strengthening US dollar. EBITDA margins improved 130bps on FY14 to 28.0%. Management EBITDA grew 2.5% to $554.1 million, however Management Net Profit post NCI decreased marginally, 0.7% lower at $332.7 million. Operating costs were down 4.1% on FY14 to $1,419.7 million, benefiting in part from the stronger US dollar. On a constant currency basis, total revenues grew 1.4% and operating costs were flat. Cash flow from operations fell 9.1% to $372.1 million.

Register maintenance revenues were down 2.8% year on year in actual USD terms. In local currency terms, Hong Kong, Canada, Russia, Germany and India all recorded growth, whilst the US and UCIA both saw revenue fall versus FY14. Australian register maintenance revenues were flat. Corporate Actions' revenues fell 6.5% in USD terms. In local currency terms, Corporate Actions' revenues were higher in Australia, Canada and Germany. In contrast, revenues fell year on year in Hong Kong, UCIA and India. The US also had lower Corporate Action revenue, impacted by the deposit facility maturity at the end of 1H14.

Employee plans' revenues, in USD terms, fell 4.6% on FY14. Hong Kong and Canada achieved revenue growth year on year in local currency terms, whilst UCIA, the US and Australia recorded lower revenues versus FY14. Lower margin income contribution and weaker transactional volumes impacted the segment. Stakeholder relationship management revenues fell significantly on the prior corresponding period, driven largely by the sale of the Pepper Group in June 2014. Communication Services' revenues were down 7.7% on FY14 in USD terms, severely impacted by currency translation due to the significant AUD revenues in this segment. In local currency, Communication Services' Australian revenue fell while Canadian, US and UK revenues were higher than last year.

The business services segment experienced a 6.4% increase in revenue in USD terms year on year. Australian revenues were materially lower than FY14 as a result of the loss of Serviceworks' largest client due to takeover. The UCIA region witnessed a significant increase year on year due to the HML acquisition in November 2014 and a pick-up in the voucher services business in the lead-up to changes in the eligibility criteria. The Indian mutual funds business had a very strong second half during FY15. In the US, the class actions administration business grew substantially, however this was more than offset by weaker revenues in the bankruptcy administration business. The US mortgage servicing business grew marginally year on year, despite the revenue losses from the sale of Highlands Insurance LLC in June 2014 and the loss of a material subservicing contract in 2014.

Overall actual operating costs were down 4.1% year on year, primarily driven by the benefit of FX translation. Pleasingly, in constant currency terms, costs were flat on FY14 despite the net negative impact of acquisitions and disposals and increased regulatory costs in a number of businesses.

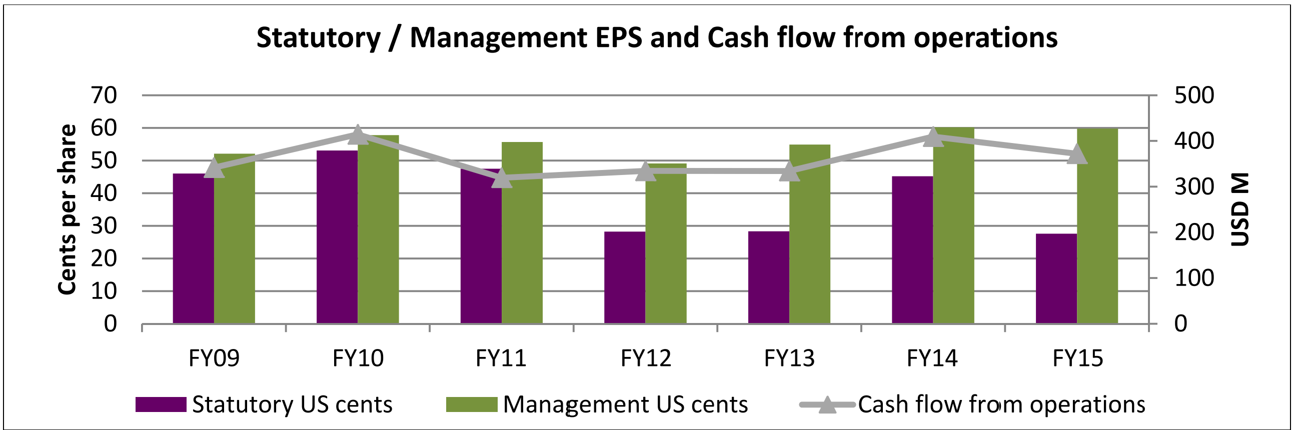
ConnectNow was sold in June 2015 following the completion of a strategic review by the CEO. Post balance date the sale of the Russian business was completed in July 2015, as was the sale of the German business, VEM, which had been awaiting final regulatory approval. The Russian exit was undertaken due to the increasingly difficult environment faced by foreign owned companies and the increased likelihood of regulatory change that would require Russian companies to use a domestic owned registrar. Consistent with past practice, the profits and losses associated with these transactions are reflected in the Company's statutory accounts but not management earnings per share.

Computershare's CEO, Stuart Irving said, "FY15 management EBITDA growth of 5.3% in constant currency terms was quite pleasing. This was delivered in the context of a range of previously identified headwinds including the ongoing challenges presented by low yields on client balances. Strong cost outcomes again underpinned the results with top line growth remaining challenging.

Further progress was made on strengthening our overall asset portfolio with the acquisitions of both HML and Valiant. VEM, ConnectNow and our Russian business have all recently been sold following ongoing reviews. We are prioritising increased investments in innovation, product and efficiency initiatives to best position us for future growth despite continued headwinds.

Looking to the year ahead, we expect underlying business performance to be broadly similar to FY15, however, the translation impact of the stronger USD and the anticipated lower yields on client balances are again expected to be significant earnings headwinds. We are also anticipating some increased costs including those associated with investments in product development and efficiency initiatives. Taking all factors into account we expect Management EPS for FY16 to be around 7.5% lower than FY15."

Below is a summary of annual Statutory and Management Earnings per Share performance and cash flow from operations since FY09:



Regional Summary

Australia and New Zealand

In local currency terms, lower revenues versus FY14 were largely driven by the loss of a major Serviceworks' client, weaker sales in the communication services business and some client loss in employee plans. A reduction in Australian interest rates and maturing hedges also negatively impacted revenue and earnings. Corporate Actions' revenue grew year on year whilst register maintenance revenues were flat. Operating costs also fell materially as the Serviceworks business was rightsized. New Zealand saw revenues fall year on year as corporate action activity did not match the levels seen in FY14.

In USD reported terms, revenues in Australia and New Zealand decreased 17.7% on FY14 to $309.6 million and EBITDA was down 26.0% to $51.7 million.

Asia

In local currency terms, Hong Kong experienced revenue growth in the employee plans, registry maintenance and stakeholder relationship management segments. Corporate Actions' revenue fell with weaker IPO activity, especially in the second half. The Indian investor services business experienced growth in register maintenance revenues however this was more than offset by weaker Corporate Actions' revenue year on year. The Indian mutual funds business saw significant revenue growth over the prior year, underpinned by increased assets under management due to local equity market strength.

In USD reported terms, revenues in the Asian region increased 11.4% on pcp to $124.6 million and EBITDA grew 14.9% to $42.2 million.

United Kingdom, Channel Islands, Ireland & Africa (UCIA)

In local currency terms, revenues were positively impacted due to the HML acquisition in November 2014, growth in voucher services, the deposit protection scheme business and communication services. The UK investor services business revenues fell year on year. The employee plan businesses also experienced lower revenues, impacted by lower margin income, weaker transactional activity as well as the reclassification of material revenue and EBITDA to the Continental Europe region. Excluding HML's contributions, overall UCIA revenues fell, and EBITDA was lower year on year. This was due to the non-recurrence of significant corporate action activity and lower margins associated with acquired revenue during the year. South African revenues fell in FY15 however the Irish business experienced strong revenue growth year on year.

In USD reported terms, revenues in the UCIA region grew 10.7% on pcp to $358.6 million although EBITDA fell 1.2% to $119.0 million.

Continental Europe

In local currency, Russia saw significant uplift in revenue year on year and Italian revenues also increased. Reclassification of employee plan revenues related to Continental Europe clients (from Sweden, the Netherlands, Belgium, Finland, Switzerland and others) previously reported under the UCIA region resulted in a significant revenue and earnings contribution to the region. Offsetting this uplift, German revenue fell versus FY14, significantly impacted by the sale of the Pepper Group in June 2014.

In USD reported terms, revenues in the region fell 1.6% on pcp to $113.3 million while EBITDA rose 56.3% to $22.2 million.

United States

USA revenues fell 2.2% on FY14 to $870.5 million but EBITDA increased 2.3% to $213.5 million.

Register maintenance and Corporate Actions' revenues were lower year on year, despite the contribution from the Registrar and Transfer Company acquisition in May 2014. The fall in revenue was in part due to the maturity of the large USD deposit facility in December 2013 but also as a result of weaker shareholder activity. Employee plans' revenue was also weaker than FY14 as a result of lower margin income and large projects in FY14 not repeated in FY15. Stakeholder relationship management revenues were lower than FY14, impacted by the sale of the Pepper Group in June 2014 and less mutual fund solicitation jobs. Within the business services segment, revenues were higher than FY14 in mortgage servicing, despite the loss of a significant subservicing contract and the sale of Highlands Insurance LLC. The class action administration business also experienced revenue growth. Revenues were materially lower year on year in the bankruptcy administration business as filings continued to decline.

Canada

In Canadian dollars, the business experienced year on year revenue growth across the board, assisted by the acquisition of Olympia in December 2013, SG Vestia Systems in March 2014 and the Valiant Trust assets in May 2015.

Corporate Actions' revenue were particularly strong in FY15, especially the first half, while employee plans' revenue was also higher. Revenue and earnings outcomes were adversely impacted by falling margin income as a result of lower Canadian cash rates and lower reinvestment yields on maturing deposits.

In USD reported terms, Canadian revenues fell 1.7% versus FY14 to $186.7 million, however, EBITDA increased 1.2% to $76.6 million.

Dividend

The Company announced a final dividend of AU 16 cents per share, 25% franked, payable on 15 September 2015 (dividend record date of 20 August 2015). This follows the interim dividend of AU 15 cents per share, 20% franked, paid in March 2015.

The dividend reinvestment plan (DRP) pricing period for the final dividend will be from 25 August to 7 September 2015 (inclusive). The Company will purchase the relevant number of shares under the DRP election on market. No discount will apply to the DRP price. DRP participation elections received after 5pm (AEST) on 21 August 2015 (day after dividend record date) will not be effective in respect of this final dividend payment but will apply to future dividend payments unless the Company elects to suspend or cancel its DRP.

Capital Management

The Company's issued capital was unchanged during FY15. There were 556,203,079 ordinary shares on issue as at 30 June 2015.

Balance Sheet Overview

Total assets decreased $6.7 million year on year to $3,801.5 million as at 30 June 2015 and shareholders' equity fell $89.6 million to $1,177.6 million over the same period, impacted by the impairment of the voucher services business.

Net borrowings increased to $1,213.8 million (from $1,199.2 million at 30 June 2014). Gross borrowings at 30 June 2015 amounted to $1,769.1 million (up from $1,659.3 million at 30 June 2014), impacted by increased SLS Advance borrowings. The average maturity of debt facilities was 3.8 years at 30 June 2015.

The debt maturity profile **as at 30 June 2015** is detailed below:

Maturity Dates		Debt Drawn	Committed Debt Facilities		Loan Servicing Debt Facilities	Bank Debt Facility	Private Placement Facility
FY16	Dec-15	141.0m	150.0m		150.0m	nil	nil
	Apr-16	25.9m	50.0m		50.0m		
FY17	Mar-17	21.0m	21.0m				21.0m
FY18	Jul-17	445.0m	450.0m			450.0m	
	Feb-18	40.0m	40.0m				40.0m
FY19	Jul-18	235.0m	235.0m				235.0m
	Feb-19	70.0m	70.0m				70.0m
FY20	Jul-19	291.5m	450.0m			450.0m	
FY22	Feb-22	220.0m	220.0m				220.0m
FY24	Feb-24	220.0m	220.0m				220.0m
Total		**$1,709.4m***	**$1,906.0m**		**$200.0m**	**$900.0m**	**$806.0m**

***** Variance from gross debt represents finance leases ($40.4m) and fair value adjustment on USD senior notes plus amortised cost adjustment ($19.4m).

The Company's Net Debt to Management EBITDA ratio, the key gearing metric, fell modestly from 2.13 times at 30 June 2014 to 2.10 times at 30 June 2015. After excluding the non-recourse SLS Advance debt, the ratio falls from 2.10 times to 1.86 times. The SLS Advance debt is repaid via the collection of outstanding mortgagor arrears (principal, interest, tax and insurance funding) and does not rely on cash flow from operations to be repaid.

Capital expenditure for FY15 was $38.6 million, 94.9% higher than FY14. The spend in FY14 was abnormally low.

The Group's Days Sales Outstanding was 48 days at 30 June 2015, up 3 days from 30 June 2014.

Technology Costs

Total technology spend for FY15 was $236.1 million, 2.0% lower than FY14. Technology costs included $80.4 million (FY14: $74.2 million) in research and development expenditure that was expensed during the period. The technology cost to revenue ratio for FY15 was 11.9% (FY14: 11.9%).

Foreign Exchange Impact

Management EBITDA would have been $569.1 million, or 2.7% higher than actual FY15 Management EBITDA, had average exchange rates from FY14 applied. Management EPS would have been 61.39 cents, or 2.6% higher than actual FY15 Management EPS, had prior year average exchange rates applied.

Taxation

The Management effective tax rate for FY15 was 26.1% (FY14: 22.4%). The rate increase was driven by a number of factors, including the impact of profit mix on higher EBITDA year on year, some tax refund benefits in FY14, changes to thin capitalisation rules resulting in some non-deductible interest and the effect of higher royalties paid to Group from lower tax jurisdictions.

Outlook for Financial Year 2016

Looking to the year ahead, the Company expects underlying business performance to be broadly similar to FY15, however, the translation impact of the stronger USD and the anticipated lower yields on client balances are again expected to be significant earnings headwinds. The business is also anticipating some increased costs including those associated with investments in product development and efficiency initiatives. Taking all factors into account the Company expects Management EPS for FY16 to be around 7.5% lower than FY15.

This assessment of the outlook assumes that equity, foreign exchange and interest rate markets remain at current levels and that corporate action activity is similar to FY15.

Please refer to the 2015 Full Year Results Presentation for detailed financial data and the important notice on slide 65 regarding forward looking statements.

About Computershare Limited (CPU)

Computershare (ASX: CPU) is a global market leader in transfer agency and share registration, employee equity plans, proxy solicitation and stakeholder communications. We also specialise in corporate trust, mortgage, bankruptcy, class action and utility administration, and a range of other diversified financial and governance services.

Founded in 1978, Computershare is renowned for its expertise in high integrity data management, high volume transaction processing and reconciliations, payments and stakeholder engagement. Many of the world's leading organisations use us to streamline and maximise the value of relationships with their investors, employees, creditors and customers.

Computershare is represented in all major financial markets and has over 15,000 employees worldwide.

For more information, visit www.computershare.com

For further information:

Mr Darren Murphy
Head of Treasury and Investor Relations
Tel: +61 3 9415 5102
Mobile: +61 418 392 687