



Client Communication

Dear Client

You may have noticed Count Financial Limited's announcement on 30 August 2011 that it has entered into a Scheme Implementation Deed with Commonwealth Bank of Australia. Under the proposal, CBA proposes to acquire all the ordinary shares in Count under a Scheme of Arrangement ("Scheme") subject to the absence of a superior proposal.

The Count Board has unanimously recommended that Count shareholders vote in favour of the offer in the absence of a superior proposal emerging and subject to an independent expert concluding the offer is fair and reasonable and in the interests of Count shareholders.

What will this mean for you as a Count client if the proposal is accepted?

The bottom line is your financial planning firm ownership will **not** change. Their licensee, Count Financial Limited, will have CBA as its owner, Australia's biggest bank. CBA is one of the safest banks in the world with more than 800,000 shareholders, 52,000 staff and some 11 million customers.

And, as a client, you can expect continuity of quality service from your local financial adviser and firm, while eventually being able to access an even wider range of products and services.

CBA has also had a long-standing relationship with Count, as both a corporate lender and administration service provider, so it is well aware of Count's history and culture.

A key reason why many of you have chosen Count is because it is an accountancy-based financial advisory network. That will not change. You should therefore feel reassured by the fact the ownership of your accountant and adviser will not change. The CBA intends to operate Count, your adviser's licensee, as an autonomous, stand-alone business in its wealth management division.

Importantly, Count will control its separate Approved Product List (APL), consistent with its current business model based on independent research. This means we are committed to Count advisers being able to offer you a wide range of product platform services and fund manager choices, which are consistent with your financial objectives and risk profile.

There will also be management continuity.

If the Scheme proposal is approved by shareholders, Count will operate as a standalone business within CBA. Barry Lambert, founder and current Executive Chairman of Count, will remain as Non-Executive Chairman.

With the help of CBA, Count Wealth Accountants will become a major force in the financial advice space and you as a client, can expect to be a key beneficiary of this.

A handwritten signature in black ink, appearing to read "Barry Lambert".

Barry Lambert
Executive Chairman

A handwritten signature in black ink, appearing to read "Andrew Gale".

Andrew Gale
CEO & Managing Director