2017 Annual General Meeting

8 November 2017
Sydney

Samuel Weiss
Chairman
Agenda

1. Welcome and Procedural Matters
   - Chairman’s Address

2. General Business
   - Item 1 – Presentation of Financial Statements and Reports
   - Item 2 – Remuneration Report
   - Item 3 – Election of Lynn Mickleburgh

3. Special Business
   - Item 4 – Grant of Performance Rights to Director FY18 – Aram Mirkazemi
   - Item 5 – Renewal of Proportional Takeover Provision – Special Resolution
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Altium sells the largest number of new licences annually (at over 5,500)

Altium’s subscriber pool is the largest and fastest growing in the industry (at over 34,500)

Altium has only the PCB design tool with a unified design data model

Altium is the only player in the industry that produces annual software updates

Altium’s revenue growth is 2-3 times the average growth for the industry
Fiscal 2017 Milestones

• Reached US$111 million in revenue (exceeding our revenue target of US$100 million set in 2014)

• Delivered our fifth annual upgrade to our flagship product, Altium Designer 17

• Expanded our direct presence in Europe acquiring long-time resellers in the UK and The Netherlands

• Our TASKING business achieved highly-sought industry accreditation to further drive the adoption of TASKING’s compiler in the automotive industry

• Post year-end we acquired Upverter, the developer of the world’s first fully web-based electronics design platform, securing Altium’s future in the cloud
### Fiscal 2017 – Key Financial Metrics

<table>
<thead>
<tr>
<th></th>
<th>Year ended 30 June 2017 (US’000)</th>
<th>Year ended 30 June 2016 (US’000)</th>
<th>% change</th>
</tr>
</thead>
<tbody>
<tr>
<td>Worldwide revenue</td>
<td>110,865</td>
<td>93,597</td>
<td>18%</td>
</tr>
<tr>
<td>Recurring revenue</td>
<td>53%</td>
<td>53%</td>
<td>-</td>
</tr>
<tr>
<td>EBITDA margin</td>
<td>30.0%</td>
<td>29.3%</td>
<td>-</td>
</tr>
<tr>
<td>EBITDA margin (underlying)*</td>
<td>32.3%</td>
<td>30.9%</td>
<td>-</td>
</tr>
<tr>
<td>EPS</td>
<td>21.7 cents</td>
<td>17.9 cents</td>
<td>21%</td>
</tr>
<tr>
<td>Profit before tax</td>
<td>29,472</td>
<td>24,610</td>
<td>20%</td>
</tr>
<tr>
<td>Net cash</td>
<td>44,273</td>
<td>38,139</td>
<td>16%</td>
</tr>
<tr>
<td>Dividend per share</td>
<td>AU 23 cents</td>
<td>AU 20 cents</td>
<td>15%</td>
</tr>
</tbody>
</table>

*One-off expenses include restructuring costs and contingent consideration for Octopart.*
Strategy for PCB Market Leadership & Beyond

• Continue to dominate the mainstream PCB market:
  o Superior design tools & price competitive
  o Unique transactional sales model
  o Connection to supply chain

• Drive adoption in the long tail:
  o Entry level PCB tools (& cloud offering)
  o Monetization through smart delivery of content

• Meaningful presence in the enterprise segment:
  o New agile enterprise tool focused on data & process for modern enterprises
Looking Ahead

- Concentrate on shareholder value
- Make and deliver electronic design tools that meet the needs of our customers
- Generate revenue growth at 10% or greater
- Expand our EBITDA margin
Focus Areas for Fiscal 2018

• Rolling-out our high-end PCB product Nexus and the introduction of solution selling at Altium

• Further systematizing our transactional sales model

• Expanding further our direct sales presence in key markets in EMEA

• Scaling our licence compliance operations in China to underpin growth of 20% plus each year

• Combining Octopart and Upverter’s leadership positions in search and electronic parts creation to leverage monetization opportunities
Board Leadership Changes

**Retirement**
- David Warren - will retire from the board on the 31 December 2017

**Appointments**
- Wendy Stops – appointed as a Non-Executive Independent Director effective 1 February 2018
- Sergiy Kostynsky – appointed as an Executive Director effective 1 January 2018
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- Questions for the auditors
- Questions for the Company
To receive, consider and to adopt the Remuneration Report of the Company for the year ended 30 June 2017, which forms part of the Director’s Report.

The Remuneration Report of the Company for the financial year ended 30 June 2017 be adopted.

<table>
<thead>
<tr>
<th>Vote type</th>
<th>Voted</th>
<th>%</th>
</tr>
</thead>
<tbody>
<tr>
<td>For</td>
<td>50,835,766</td>
<td>39.04</td>
</tr>
<tr>
<td>Against</td>
<td>4,111,543</td>
<td>3.16</td>
</tr>
<tr>
<td>Open-Usable</td>
<td>573,316</td>
<td>0.44</td>
</tr>
<tr>
<td>Abstain</td>
<td>159,367</td>
<td>0.12</td>
</tr>
<tr>
<td>Excluded</td>
<td>12,209,894</td>
<td>9.38</td>
</tr>
</tbody>
</table>
To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

Lynn Mickleburgh, a director retiring from the office in accordance with Articles 7.5-7.6 of the Constitution of the Company, is re-elected as a director of the Company.

<table>
<thead>
<tr>
<th>Vote type</th>
<th>Voted</th>
<th>%</th>
</tr>
</thead>
<tbody>
<tr>
<td>For</td>
<td>66,757,807</td>
<td>51.27</td>
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<tr>
<td>Against</td>
<td>426,991</td>
<td>0.33</td>
</tr>
<tr>
<td>Open-Usable</td>
<td>582,010</td>
<td>0.45</td>
</tr>
<tr>
<td>Abstain</td>
<td>123,078</td>
<td>0.09</td>
</tr>
</tbody>
</table>
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To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That Shareholder approval be given for all purposes, including for the purposes of ASX Listing Rule 10.14 and section 200B of the Corporations Act, to approve the issue of up to **75,075 Performance Rights** (and the issue of Shares following the vesting of those Performance Rights) to Mr Aram Mirkazemi (or his nominee) in respect of Mr Mirkazemi’s FY18 long-term incentive award under the terms of the Altium Performance Rights Plan, as described in the Explanatory Memorandum."

<table>
<thead>
<tr>
<th>Vote type</th>
<th>Voted</th>
<th>%</th>
</tr>
</thead>
<tbody>
<tr>
<td>For</td>
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<td>42.46</td>
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<tr>
<td>Against</td>
<td>2,063,841</td>
<td>1.58</td>
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<tr>
<td>Open-Usable</td>
<td>580,910</td>
<td>0.45</td>
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<tr>
<td>Abstain</td>
<td>139,488</td>
<td>0.11</td>
</tr>
<tr>
<td>Excluded</td>
<td>9,813,543</td>
<td>7.54</td>
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</tbody>
</table>

*Note: A voting exclusion applies to this resolution.*
To consider and, if thought fit, to pass the following resolution as a **special resolution**:

That Articles 3.17 and 3.18 inclusive of the Company’s Constitution requiring prior shareholder approval for a proportional takeover of the Company, be re-adopted for a further period of three years from the date of this Meeting in accordance with Section 648G of the Corporations Act.

<table>
<thead>
<tr>
<th>Vote type</th>
<th>Voted</th>
<th>%</th>
</tr>
</thead>
<tbody>
<tr>
<td>For</td>
<td>67,127,083</td>
<td>51.55</td>
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<tr>
<td>Against</td>
<td>34,296</td>
<td>0.03</td>
</tr>
<tr>
<td>Open-Usable</td>
<td>574,510</td>
<td>0.44</td>
</tr>
<tr>
<td>Abstain</td>
<td>153,997</td>
<td>0.12</td>
</tr>
</tbody>
</table>
Poll Voting
Questions?
Thank You