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**Vision Group Holdings Limited**  
**Annual General Meeting**  
**October 26, 2007**

## **CHAIRMAN'S ADDRESS**

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- **MR SHANE TANNER**

**Vision Group Holdings Limited  
Annual General Meeting  
October 26, 2007**

# VGH – AGM 2007: Financial Highlights

Strong year on year growth...

## FINANCIAL HIGHLIGHTS FOR 2007 INCLUDE:

Revenue \$99.1M



30%

EBITDA \$32.9M



26%

EBIT \$28.9M



23%

Net Profit after Tax \$14.2M



19%

Free Cash Flow \$14.9M



86%

Full year Dividend 12 cents (fully franked)  
(Final Dividend 6.5 cents)



14%

## **OPPORTUNITIES AND OUTLOOK**

- **CONTINUED EXPANSION WITHIN EASTERN STATES.**
- **OPPORTUNITIES:**
  - WORKING WITH OPTOMETRY
  - EXPANDING RETINAL SERVICES
  - SELECTIVE ACQUISITIONS
- **FIRST QUARTER'S PERFORMANCE.**
- **REVIEW AT HALF YEAR.**

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- **DR HARRY UNGER**

**Vision Group Holdings Limited**  
**Annual General Meeting**  
**October 26, 2007**

VGH – AGM 2007:

THINGS CHANGE

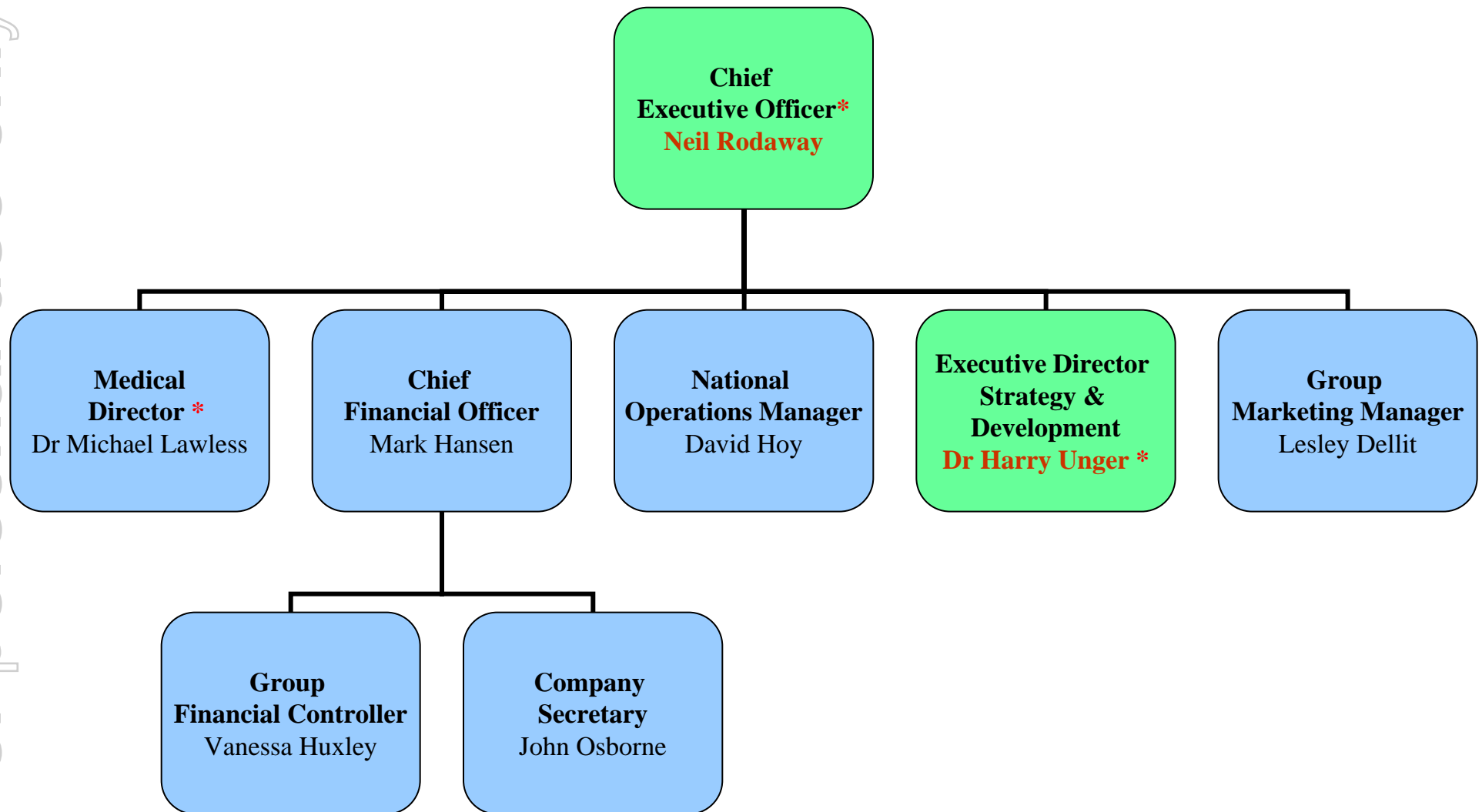
\***PEACOCK**

or

\***FEATHER DUSTER**



# VGH – AGM 2007: Executive Structure



\* - VGH Board Member

# VGH – AGM 2007: Executive Structure...

Focus on growing the business:

- **Chief Executive Officer: Neil Rodaway**
  - Healthcare, corporate, financial and operational experience
  - Will continue to be directly responsible for operations
  - Focus on improved business performance
- **Executive Director Strategy & Development: Dr Harry Unger**
  - Vision Group Founder and inaugural CEO
  - Continued **Full Time** commitment to the company
  - Focus on areas of strength: Relationships, New Business, New Developments
- **Group Marketing Manager: Lesley Dellit**
  - 24 Years Healthcare (10 in Alcon) Marketing and Sales experience
  - Opportunities to leverage Vision Group strengths - Service focussed
  - All areas of business – **more than** Refractive



# **CHIEF EXECUTIVE OFFICER**

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- **MR NEIL RODAWAY**

**Vision Group Holdings Limited  
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# Delivering our Strategy

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- **Deliver strong financial performance both short and long-term**
- Lead the market in a growing industry
- Continue to expand our business model

# VGH – AGM 2007: Financial Results 3 Year Summary

Good growth metrics over 3 years

	FY2007	Growth	FY2006	Growth	FY2005
Revenue (\$m)	99.1	30%	76.2	43%	53.3
EBITDA (\$m)	32.9	26%	26.1	32%	19.8
EBIT (\$m)	28.9	23%	23.4	30%	18.0
NPAT (\$m)	14.2	19%	12.0	19%	10.1
Gearing (%)	50%		52%		46%
Free Cash Flow (\$m)	14.9		8.0		9.1
ROCE# (%)	13.6%		11.5%		13.5%
EPS* (cents)	18.8c	12%	16.8c		N/A
DPS* (cents)	12.0c	14%	10.5c		N/A

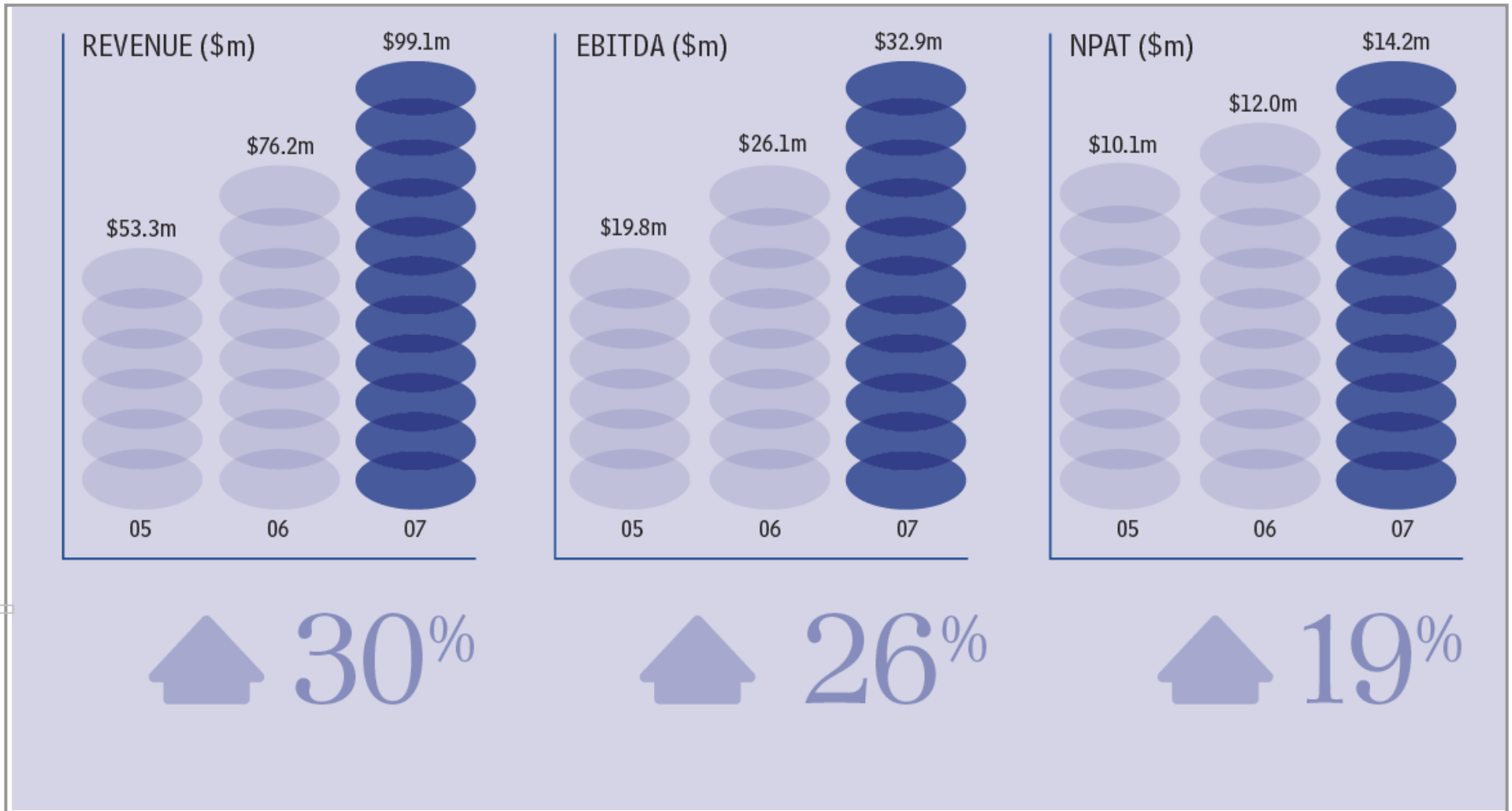
# ROCE = EBIT/Capital Employed

\* Fully Diluted

N/A = Not Applicable – IPO Dec 04

# VGH – AGM 2007: Financial Results 3 Year Summary

Results reinforce that the Vision model continues to work...



# VGH – AGM 2007: FY07: Performance...

FY07 was about consolidating the existing practices

## ■ Organic

- 5 New Partners (FY08: 4 signed, 7 in process)
- H1 Laser downturn (NSW) halted, H2 recovery (yet to reach historic levels)
- Queensland continued growth, Victoria recovered from loss of 2 partners (doctor due to illness & CEO), NSW non-discretionary growth
- Early success with improved optometry relationships
- Growth evident in Retina work
- Reshaped Executive Team whilst maintaining business performance

## ■ Investments

- RiverCity (Brisbane) – ahead of plan
- Equipment spend of \$5m – maintaining high quality base

## ■ Acquisitions

- Southline – growth in non-discretionary, suffered with H1 laser downturn
- CQEC – 3 major doctor changes by end June, 4 more doctor partners in pipeline, redeveloped Hervey Bay site. Growth in FY08

# Delivering our Strategy

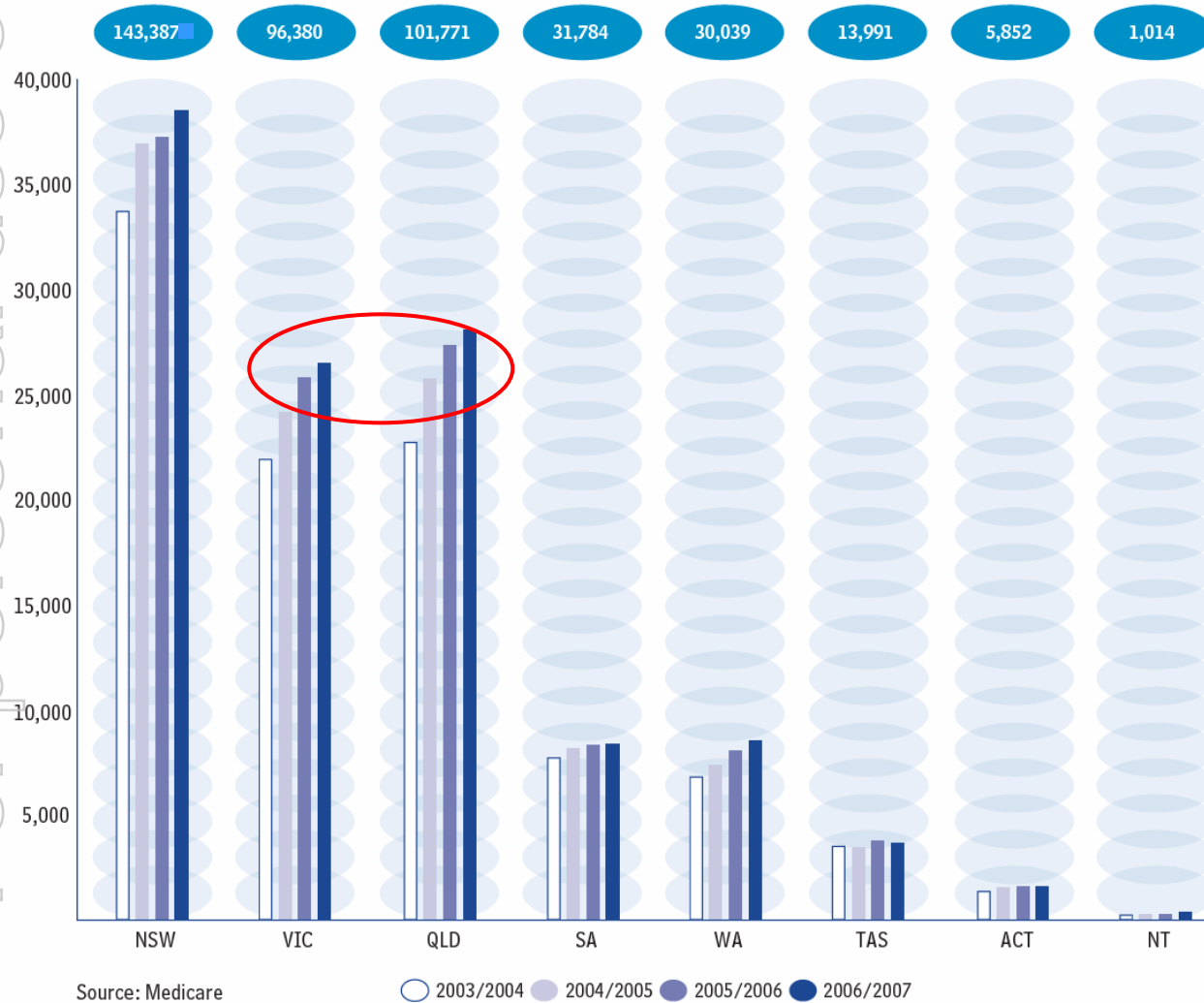
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- Deliver strong financial performance both short and long-term
- **Lead the market in a growing industry**
- Continue to expand our business model

# VGH – AGM 2007: Industry is Growing

Target growth sectors in ageing demographics...

CATARACT SURGERY TRENDS IN AUSTRALIA



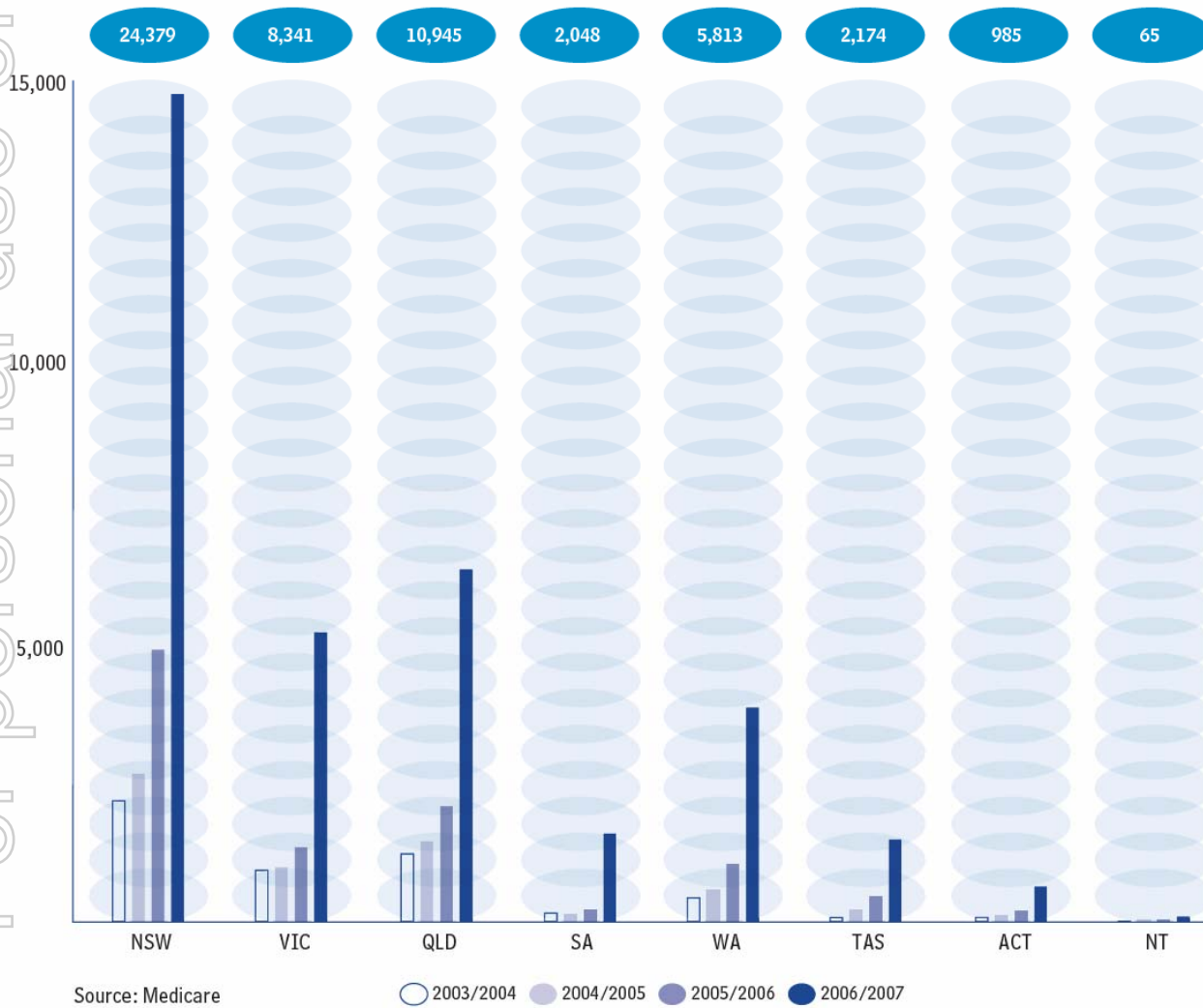
NET INTERSTATE MIGRATION  
states and territories year ended 31 Dec 2005



# VGH – AGM 2007: Industry is Growing

Target growth sectors in ageing demographics...

## MACULAR DEGENERATION TRENDS: INTRAVITREAL INJECTIONS



## NET INTERSTATE MIGRATION states and territories year ended 31 Dec 2005



SOURCE: ABS



# Delivering our Strategy

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- Deliver strong financial performance both short and long-term
- Lead the market in a growing industry
- **Continue to expand our business model**

# VGH – AGM 2007: Strategic Development Implemented

We are expanding our Business Model...

STRATEGIC INTENT		JUNE 2004	JUNE 2007
Continue Consolidation →	Day Surgeries	6	10
	Refractive Laser Clinics	4	7
	Consulting Clinics	11	24
Develop Stronger Doctor Base →	Partners	17	34
	Associates & Visiting Surgeons	36	64
Grow the Practice Network →	in NSW	2	7
	in QLD	6	12
	in VIC	7	7
Continue Hub and Spoke Model →	Hubs in NSW	0	2
	Hubs in QLD	1	3
	Hubs in VIC	2	3

# VGH – AGM 2007: Strategic Development Implemented

Target demographic engaged and investment continues...

STRATEGIC INTENT		JUNE 2004	JUNE 2007
Target and Leverage the Ageing Demographic	Regional QLD Clinics	4	10
	New Co-located General Clinic NSW	0	1
	New Co-located Retina Clinic VIC	0	1
Maintain Technological Edge and Target growth segments	Excimer Refractive Lasers	4	8
	Intralase Refractive Lasers	0	6
	OCT for Retina	3	14
	SLT for Glaucoma	0	9
	Operating Theatres	9	17
Develop Greenfield Sites and re-locate growing practices	in NSW	0	1
	in QLD	0	4
	in VIC	0	1

# VGH – AGM 2007: Strategic Development Continuing

4 new partners since June 30, 2007.....3 with Retinal expertise

7 others with proposals

30 June	Doctor Partners			
	Pipeline	FY07	FY06	FY05
VIC	+ 3	8	7	9
NSW	+ 1 to 2	13	11	6
QLD	+ 4 to 6	13	11	7
	+ 8 to 11	34	29	22

← FY 07 → | FY08 →

## visiongroup Welcomes New Partners

Vision Group, the leaders in private Ophthalmic care and surgery in Australia, are pleased to announce that the following Ophthalmologists have been admitted as **Doctor Partners** in the 12 months to 31 August 2007

[www.visiongroupaustralia.com](http://www.visiongroupaustralia.com)



**Dr John Glastonbury**  
Hyde Park Consulting  
Townsville, QLD



**Dr Ralph Higgins**  
The Eye Institute  
Bondi Junction, NSW



**Dr Raj Pathmaraj**  
Blackburn South Eye Clinic  
Blackburn, Coburg Eye Clinic, VIC



**Dr Thomas Eshun-Wilson**  
Central Queensland Eye Centre  
Hervey Bay & Maryborough, QLD



**Dr Colin Chan**  
The Eye Institute  
Chatswood & Bondi Junction, NSW



**Dr Devinder Chauhan**  
Eastern Retinal Service  
Box Hill, VIC



**Dr Matthew Russell**  
Eye Centre Southport & Mt Grawatt, Eye Centre Rivercity, QLD



**Dr Abi Tenen**  
Camberwell & Blackburn South Eye Clinic, St Kilda Road Laser Vision Centre, VIC



**Dr Nandor Jaross**  
Eye Clinic Footscray, Coburg Eye Clinic & Eastern Retinal Service, VIC

visiongroup *centres of excellence for eye surgery*

# VGH – AGM 2007: Strategic Development Continuing

## Target expansion to desired demographics...



### ■ Robina

- Demographic is attractive (ABS projects threefold increase in over 60's demographic on the Gold Coast in the next two decades)
- Consulting suites (12) and Theatres (up to 2) with a Retina focus – operational by end FY08
- Complements existing sites (upgrades existing small site)
- Attractive for existing and new Partners (2 Retinal surgeons recruited)

### ■ Rockhampton

- Dr David Kitchen has relocated to Rockhampton after establishing highly successful Mackay practice (2 Partners recruited to fill)
- Growth opportunities exist for full time doctors
- New premises (6 consulting suites, 8 testing rooms & 1 treatment room) to provide appropriate site for expansion and service level we wish to provide

### ■ Acquisitions

- Queensland focus will continue e.g. Sunshine Coast is attractive (buy or Greenfield)
- Considering all opportunities that have growth potential or immediate synergy

# Vision Group

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- FY07 - Delivering Strategy
- FY08 - Positioning for Growth

# VGH – AGM 2007: Financial Results

## Our Strategies have delivered growth

- **Revenue growth year on year**  
Revenue up **30%** (H1: 34%, H2: 26%)
- **EBITDA delivering good cash flow**  
EBITDA up **26%** (H1: 21%, H2: 31%)
- **EBIT growth – stabilise and grow margins (achieved in 2nd half)**  
EBIT up **23%** (H1: 17%, H2: 30%)
- **NPAT up 19%** (H1: 5%, H2: 32%)
- **Balance Sheet stability**  
Gearing at **50%**  
Strong Free Cashflow \$14.9m  
Improved ROCE at **13.6%**
- **Improving shareholder returns**  
EPS up **12%** to **18.8 cents**  
Dividends up **14%** to **12 cents (fully franked)**

		FY07	growth	FY06	growth	FY05
Revenue	\$'m	99.1	30%	76.2	43%	53.3
EBITDA	\$'m	32.9	26%	26.1	32%	19.8
EBIT	\$'m	28.9	23%	23.4	30%	18.0
NPAT	\$'m	14.2	19%	12.0	19%	10.1
Gearing	%	50%		52%		46%
Free Cash Flow	\$'m	14.9		8.0		9.1
ROCE#	%	13.6%		11.5%		13.5%
EPS*	cents	18.8 c	12%	16.8 c		N/A
DPS*	cents	12.0 c	14%	10.5 c		N/A

\* Fully Diluted, N/A Not Applicable-IPO Dec 04 , # ROCE =EBIT/Capital Employed

# VGH – AGM 2007: Strategy FY 08

Continue and accelerate our strong growth:

- **Leverage our position from investments already made**
  - Laser Refractive Surgery
  - Retinal treatments for Macular Degeneration
  - Recruit Doctors for our Central Queensland Clinics
  - Provide Sub-Specialty services to Central Queensland Clinics from existing doctor pool
- **Continue to Recruit Doctors with Sub-specialty Expertise**
  - Retinal Specialists: to cope with the growing market of Macular Degeneration
  - Glaucoma: new treatments available using Laser instead of eye-drops
- **Continue to enhance relationships with Optometry Referrers**
  - Co-ordinated Marketing of our comprehensive services and patient care
  - Continuing our Education Seminars and Conferences
  - Co-Management of appropriate patients and employment in our clinics
  - **Acquire practices with strong growth potential**



# VGH – AGM 2007: FY07- We are making progress

KEY AREA	PROGRESS
PARTNERS	<ul style="list-style-type: none"><li>◆ 4 new, 7 in Progress (3 VIC, 2 NSW, 6 QLD)</li><li>◆ Targeting subspecialties- 4 Retinal Specialists</li></ul>
MARKETING	<ul style="list-style-type: none"><li>◆ Group Marketing Manager appointed</li><li>◆ Brand repositioning underway</li></ul>
OPTOMETRIC	<ul style="list-style-type: none"><li>◆ Project Manager appointed</li><li>◆ Doctor buy in, recruiting optometrists</li></ul>
BENCHMARKING	<ul style="list-style-type: none"><li>◆ Refining data (more meaningful comparatives)</li><li>◆ Ideas sharing being effected by Marketing and Optometry projects</li></ul>
INVESTMENT	<ul style="list-style-type: none"><li>◆ Robina – On track, growth flowing up to Brisbane</li><li>◆ Rockhampton – growth, project ahead of plan</li><li>◆ Equipment – In line with expectations \$4M-\$6M pa</li></ul>
ACQUISITIONS	<ul style="list-style-type: none"><li>◆ Acquisition pipeline – refining targets,</li><li>◆ Re-establishing contact</li></ul>

## **CHAIRMAN**

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- **MR SHANE TANNER**

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# VGH – AGM 2007: Vision Group:

## **FY07 Results demonstrate a robust company...**

### **Short Term achievement without Long Term compromise:**

- We have proven that our business model is working
- We have demonstrated that we can deliver high margins in healthcare in a scenario of a weakened discretionary refractive market
- We have continued our investment and commitment for the long-term
- We have strengthened our Executive Team ready for future growth

**FY08: Performance in line with our expectations**

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# Resolutions for Consideration

## **Consideration of Financial Statements**

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- **To receive and consider the Financial Report, the Directors' Report and the Auditor's Report in respect of the financial year ended 30 June 2007**

**Vision Group Holdings Limited  
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## **Resolution 1: Adoption of Remuneration Report**

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- **To consider, and if thought fit, pass the following resolution as a non-binding ordinary resolution:**

*"That the Remuneration Report section for the Company for the year ended 30 June 2007 be adopted."*

**Vision Group Holdings Limited  
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## **Resolution 1: Adoption of Remuneration Report**

---

- **Valid proxy votes received: 22,255,333 (33.88%)**
- **Manner in which the security holders directed the proxy vote (as at proxy close):**

<b>VOTES FOR</b>	<b>OPEN</b>	<b>VOTES AGAINST</b>
<b>18,405,695</b>	<b>3,351,833</b>	<b>497,805</b>
<b>82.70%</b>	<b>15.06%</b>	<b>2.24%</b>

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## **Resolution 2: Re-election of Mr Shane Tanner**

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- **To consider, and if thought fit, pass the following resolution as an ordinary resolution:**

*"That Mr Shane Tanner, retiring by rotation in accordance with the Company's Constitution and being eligible, is re-elected as a Director of the Company"*

**Vision Group Holdings Limited  
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## **Resolution 2: Re-election of Mr Shane Tanner**

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- **Valid proxy votes received: 22,297,671 (33.95%)**
- **Manner in which the security holders directed the proxy vote (as at proxy close):**

<b>VOTES FOR</b>	<b>OPEN</b>	<b>VOTES AGAINST</b>
<b>18,585,611</b>	<b>3,349,045</b>	<b>363,015</b>
<b>83.35%</b>	<b>15.02%</b>	<b>1.63%</b>

**Vision Group Holdings Limited  
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## **Resolution 3: Re-election of Dr Harry Unger**

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- **To consider, and if thought fit, pass the following resolution as an ordinary resolution:**

*"That Dr Harry Unger, having retired as Chief Executive Officer and Managing Director of the Company and being nominated to become a Director in accordance with the Company's Constitution, and being eligible, is re-elected as a Director of the Company."*

**Vision Group Holdings Limited  
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## **Resolution 3: Re-election of Dr Harry Unger**

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- **Valid proxy votes received: 22,292,550 (33.94%)**
- **Manner in which the security holders directed the proxy vote (as at proxy close):**

<b>VOTES FOR</b>	<b>OPEN</b>	<b>VOTES AGAINST</b>
<b>18,840,570</b>	<b>3,349,045</b>	<b>102,935</b>
<b>84.52%</b>	<b>15.02%</b>	<b>0.46%</b>

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## **Resolution 4: Selective buy-back of ordinary Shares from former employees of the Company and the cancellation of such Shares**

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- **To consider, and if thought fit, pass the following resolution as a special resolution:**

*"That, in accordance with section 257D(1)(a) of the Corporations Act and as permitted by clause 10.4 of the Company's Constitution, the buy-back of 72,941 ordinary Shares from former employees of the Company for no consideration and the subsequent cancellation of those Shares as described in the Explanatory Memorandum, is approved."*

**Vision Group Holdings Limited  
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## **Resolution 4 : Selective buy-back of ordinary Shares from former employees of the Company and the cancellation of such Shares**

- **Valid proxy votes received: 22,272,345 (33.91%)**
- **Manner in which the security holders directed the proxy vote (as at proxy close):**

<b>VOTES FOR</b>	<b>OPEN</b>	<b>VOTES AGAINST</b>
<b>18,876,770</b>	<b>3,374,056</b>	<b>21,519</b>
<b>84.75%</b>	<b>15.15%</b>	<b>0.10%</b>

**Vision Group Holdings Limited  
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## Resolution 5: Approval of termination benefits payable to Dr Harry Unger

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- **To consider, and if thought fit, pass the following resolution as an ordinary resolution:**

*"That for the purposes of ASX Listing Rule 10.19, section 200E of the Corporations Act and all other purposes, the Company approves the benefits which may become payable to Dr Harry Unger on termination of employment under the terms of his employment agreement as described in the Explanatory Memorandum accompanying the Notice convening this meeting."*

**Vision Group Holdings Limited  
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## **Resolution 5: Approval of termination benefits payable to Dr Harry Unger**

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- **Valid proxy votes received: 21,655,101 (32.97%)**
- **Manner in which the security holders directed the proxy vote (as at proxy close):**

<b>VOTES FOR</b>	<b>OPEN</b>	<b>VOTES AGAINST</b>
<b>16,983,112</b>	<b>2,909,692</b>	<b>1,762,297</b>
<b>78.43%</b>	<b>13.44%</b>	<b>8.14%</b>

**Vision Group Holdings Limited  
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## Resolution 6: Approval of termination benefits payable to Mr Neil Rodaway

---

- **To consider, and if thought fit, pass the following resolution as an ordinary resolution:**

*"That for the purposes of ASX Listing Rule 10.19, section 200E of the Corporations Act and all other purposes, the Company approves the benefits which may become payable to Mr Neil Rodaway on termination of employment under the terms of his employment agreement as described in the Explanatory Memorandum accompanying the Notice convening this meeting."*

**Vision Group Holdings Limited  
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## **Resolution 6: Approval of termination benefits payable to Mr Neil Rodaway**

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- **Valid proxy votes received: 21,660,348 (32.98%)**
- **Manner in which the security holders directed the proxy vote (as at proxy close):**

<b>VOTES FOR</b>	<b>OPEN</b>	<b>VOTES AGAINST</b>
<b>16,840,249</b>	<b>2,910,952</b>	<b>1,909,147</b>
<b>77.75%</b>	<b>13.44%</b>	<b>8.81%</b>

**Vision Group Holdings Limited  
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## **Resolution 7: Approval of grants of options under the Vision Group Option Plan**

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Resolution 7 as presented in the notice of meeting  
has been withdrawn

**Vision Group Holdings Limited  
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## **Resolution 8: Approval of grant of options to Dr Unger under the Vision Group Option Plan**

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- **To consider, and if thought fit, pass the following resolution as an ordinary resolution:**

*"That for the purpose of ASX Listing Rule 10.14 and for all other purposes, the Company approves the grant under the Vision Group Option Plan of 1,200,000 options to Dr Harry Unger as described in the Explanatory Memorandum accompanying the Notice convening this meeting."*

**Vision Group Holdings Limited  
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## **Resolution 8: Approval of grant of options to Dr Unger under the Vision Group Option Plan**

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- **Valid proxy votes received: 16,641,915 (25.34%)**
- **Manner in which the security holders directed the proxy vote (as at proxy close):**

<b>VOTES FOR</b>	<b>OPEN</b>	<b>VOTES AGAINST</b>
<b>8,553,278</b>	<b>121,187</b>	<b>7,967,450</b>
<b>51.40%</b>	<b>0.73%</b>	<b>47.88%</b>

**Vision Group Holdings Limited  
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## **Resolution 9: Renewal of clause 13 of the Constitution relating to Proportional Takeovers Bids**

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- **To consider, and if thought fit, pass the following resolution as a special resolution:**

*"That the proportional takeover approval provisions contained in clause 13 of the Company's Constitution be renewed for a further 3 years from the date of this meeting."*

**Vision Group Holdings Limited  
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## **Resolution 9: Renewal of clause 13 of the Constitution relating to Proportional Takeovers Bids**

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- **Valid proxy votes received: 22,270,323 (33.91%)**
- **Manner in which the security holders directed the proxy vote (as at proxy close):**

<b>VOTES FOR</b>	<b>OPEN</b>	<b>VOTES AGAINST</b>
<b>18,640,347</b>	<b>3,372,718</b>	<b>257,258</b>
<b>83.70%</b>	<b>15.14%</b>	<b>1.16%</b>

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# MEETING CLOSED



**THANK YOU**

**Vision Group Holdings Limited  
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