

May 5, 2016

Earnings Webcast & Conference Call

Third Quarter FY 2016



Forward-Looking Statements

This presentation and other written or oral statements made from time to time by representatives of Broadridge may contain “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Statements that are not historical in nature, and which may be identified by the use of words such as “expects,” “assumes,” “projects,” “anticipates,” “estimates,” “we believe,” “could be” and other words of similar meaning, are forward-looking statements. In particular, information referred to as “Fiscal Year 2016 Financial Guidance” or our three-year performance objectives and outlook are forward-looking statements.

These statements are based on management’s expectations and assumptions and are subject to risks and uncertainties that may cause actual results to differ materially from those expressed. These risks and uncertainties include those risk factors discussed in Part I, “Item 1A. Risk Factors” of our Annual Report on Form 10-K for the fiscal year ended June 30, 2015 (the “2015 Annual Report”), as they may be updated in any future reports filed with the Securities and Exchange Commission. All forward-looking statements speak only as of the date of this presentation and are expressly qualified in their entirety by reference to the factors discussed in the 2015 Annual Report.

These risks include: the success of Broadridge in retaining and selling additional services to its existing clients and in obtaining new clients; Broadridge’s reliance on a relatively small number of clients, the continued financial health of those clients, and the continued use by such clients of Broadridge’s services with favorable pricing terms; changes in laws and regulations affecting Broadridge’s clients or the services provided by Broadridge; declines in participation and activity in the securities markets; any material breach of Broadridge security affecting its clients’ customer information; the failure of Broadridge’s outsourced data center services provider to provide the anticipated levels of service; a disaster or other significant slowdown or failure of Broadridge’s systems or error in the performance of Broadridge’s services; overall market and economic conditions and their impact on the securities markets; Broadridge’s failure to keep pace with changes in technology and demands of its clients; Broadridge’s ability to attract and retain key personnel; the impact of new acquisitions and divestitures; and competitive conditions. Broadridge disclaims any obligation to update or revise forward-looking statements that may be made to reflect events or circumstances that arise after the date made or to reflect the occurrence of unanticipated events, other than as required by law.

Explanation and Reconciliation of the Company's Use of Non-GAAP Financial Measures

The Company's results in this presentation are presented in accordance with generally accepted accounting principles in the United States ("GAAP") except where otherwise noted. In certain circumstances, results have been presented on an adjusted basis and are not generally accepted accounting principles measures ("Non-GAAP"). These Non-GAAP financial measures should be viewed in addition to, and not as a substitute for, the Company's reported results.

With regard to statements in this presentation that include certain Non-GAAP financial measures, the adjusted operating income and adjusted earnings measures are adjusted to exclude the impact of certain costs, expenses, gains and losses and other specified items that management believes are not indicative of our ongoing performance. These adjusted measures exclude the impact of Acquisition Amortization and Other Costs which represent the amortization charges associated with intangible asset values as well as other deal costs associated with the Company's acquisition activities.

The Adjusted Operating income, Adjusted Operating income margin, Adjusted Net earnings and Adjusted Diluted earnings per share fiscal year 2016 guidance provided in this presentation is adjusted to exclude the projected impact of Acquisition Amortization and Other Costs.

We also provide information on our Free cash flows because we believe this helps investors understand the amount of cash available for dividends, share repurchases, acquisitions and other discretionary investments. Free cash flows is a Non-GAAP measure and is defined by the Company as Net cash flows provided by operating activities less capital expenditures, software purchases and capitalized internal use software.

The Company believes Non-GAAP financial information helps investors understand the effect of these items on our reported results and provides a better representation of our operating performance. These Non-GAAP measures are indicators that management uses to provide additional meaningful comparisons between our current results and prior reported results, and as a basis for planning and forecasting for future periods.

Reconciliations of such Non-GAAP measures to the most directly comparable financial measures presented in accordance with GAAP can be found in the attached Appendix.

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Key Messages

- Strong Q3 financial results
- Reaffirming FY16 guidance and narrowing full year Revenue and Adjusted EPS ranges
- Results aligned with Investor Day 3-year objectives
- Solid sales performance in Q3 and YTD keeping us well positioned to deliver full year sales guidance
- Both segments contributing with significant activity across Broadridge

Q3FY16 and YTD Financial Highlights

- Recurring revenues growth of 12% and 10% in Q3 and YTD, respectively
- Adjusted Diluted earnings per share (EPS) growth of 23% and 17% in Q3 and YTD, respectively
- Reaffirming full year 2016 guidance, including:
 - Recurring fee revenue growth of 10-12%, towards lower end of range
 - Total revenue growth of 8-10%, towards lower end of range
 - Adjusted Diluted EPS growth of 8-12%, around the midpoint of range
 - Closed sales in the range of \$120M-\$160M
- Share repurchases were \$75 million in Q3, net of proceeds from option exercises

Note: Our guidance does not take into consideration the effect of any future acquisitions, additional debt or share repurchases.



Q3FY16 Business Update

- Closed Sales of \$29M in Q3 and \$94M Year To Date
 - Pipeline remains robust
- Industry Update
 - Industry cost pressures driving both opportunities and challenges
 - Department of Labor - Current Industry hot topic
 - Product innovation expanding across both segments
- Regulatory Update

Key Financial Drivers

	3Q FY16 Actual	3Q YTD FY16 Actual
<i>Growth Drivers as a % of Recurring Fee Revenues</i>		
Closed Sales	8%	6%
Client Losses	<u>(2)%</u>	<u>(2)%</u>
Net New Business	6%	5%
Internal Growth	<u>2%</u>	<u>1%</u>
Organic Growth	8%	6%
Acquisitions	4%	4%
Total Recurring Fee Revenue Growth	12%	10%
<i>Growth Drivers as a % of Total Revenues</i>		
Recurring Fee Revenues	8%	6%
Event-Driven	0%	1%
Distribution	2%	3%
FX/Other	<u>(1)%</u>	<u>(2)%</u>
Total Revenue Growth	9%	9%
Adjusted Operating income margin (Non-GAAP)	15.9%	13.4%

Note: Net New Business is defined as recurring revenue from closed sales less recurring revenue from client losses.

Note: Amounts may not sum due to rounding.

Segment Results

(\$ in millions)

Investor Communication Solutions (ICS)

	3Q15	3Q16	<i>Versus Prior Year</i>	3Q15 YTD	3Q16 YTD	<i>Versus Prior Year</i>
Recurring Fee Revenues	\$228	\$263	15%	\$620	\$698	13%
Total Revenues	\$466	\$515	11%	\$1,264	\$1,417	12%
Earnings before income taxes	\$63	\$67	7%	\$135	\$147	9%
Pre-tax Margins	13.5%	13.0%	(50) bps	10.7%	10.4%	(30) bps

Global Technology and Operations (GTO)

	3Q15	3Q16	<i>Versus Prior Year</i>	3Q15 YTD	3Q16 YTD	<i>Versus Prior Year</i>
Total Revenues	\$178	\$191	7%	\$515	\$548	6%
Earnings before income taxes	\$34	\$40	20%	\$92	\$100	9%
Pre-tax Margins	18.9%	21.0%	210 bps	17.8%	18.2%	40 bps

FY16 Guidance

Broadridge Financial Solutions, Inc.

Recurring fee revenue growth	10 - 12%
Total revenue growth	8 - 10%
Adjusted Operating income margins	~18.4%
Effective tax rate	~34.8%
Adjusted Diluted earnings per share growth	8 - 12%
Diluted earnings per share growth	7 - 12%
Free cash flows	\$350M - \$400M
Closed sales	\$120M - \$160M

Segments

ICS Total revenue growth	10 - 12%
ICS Pre-tax margin	~18.9%
GTO Total revenue growth	4 - 6%
GTO Pre-tax margins	~17.3%

Note: Current guidance remains unchanged from FY2016 guidance issued in August 7, 2015 webcast.

Note: Guidance does not take into consideration the effect of any future acquisitions, additional debt and/or share repurchases.

Closing Summary

- Solid Q3 and YTD financial and closed sales performance reflects our trusted brand and strong value proposition
- Reaffirming FY16 guidance and narrowing full year Revenue and Adjusted EPS ranges
- Expect full-year results to be aligned with three-year objectives
 - Drive sales performance to deliver strong recurring revenue growth
 - Build-out acquisitions portfolio via tuck-ins with disciplined execution
 - Committed to capital stewardship that enhances Total Shareholder Return
- Remain on path to generate sustainable top quartile Total Shareholder Return over any multi-year period



Q&A and Closing Comments

There are no slides during this portion of the presentation

Appendix

Reconciliation of Non-GAAP to GAAP Measures

(Unaudited)

	Three Months Ended March 31,		Nine Months Ended March 31,	
	2016	2015	2016	2015
Adjusted Operating income (Non-GAAP)	\$ 109.8	\$ 96.3	\$ 257.9	\$ 226.7
Acquisition Amortization and Other Costs	(9.1)	(7.3)	(28.0)	(21.6)
Operating income (GAAP)	\$ 100.6	\$ 89.0	\$ 229.9	\$ 205.2
Adjusted Operating income margin (Non-GAAP)	15.9%	15.2%	13.4%	12.8%
Operating income margin (GAAP)	14.6%	14.0%	12.0%	11.6%

	Three Months Ended March 31,		Nine Months Ended March 31,	
	2016	2015	2016	2015
Adjusted Net earnings (Non-GAAP)	\$ 70.0	\$ 58.8	\$ 156.1	\$ 135.4
Acquisition Amortization and Other Costs, net of taxes	(6.3)	(4.8)	(18.7)	(14.2)
Net earnings (GAAP)	\$ 63.7	\$ 54.0	\$ 137.4	\$ 121.2

	Three Months Ended March 31,		Nine Months Ended March 31,	
	2016	2015	2016	2015
Adjusted Diluted earnings per share (Non-GAAP)	\$ 0.58	\$ 0.47	\$ 1.28	\$ 1.09
Acquisition Amortization and Other Costs, net of taxes	(0.05)	(0.04)	(0.15)	(0.11)
Diluted earnings per share (GAAP)	\$ 0.52	\$ 0.43	\$ 1.13	\$ 0.97

	Nine Months Ended March 31,	
	2016	2015
Free cash flows (Non-GAAP)	\$ 105.0	\$ 126.0
Capital expenditures, software purchases and capitalized internal use software	56.1	30.6
Net cash flows provided by operating activities (GAAP)	\$ 161.1	\$ 156.6

Note: Amounts may not sum due to rounding.

Reconciliation of Non-GAAP to GAAP Measures- FY16 Guidance

(Unaudited)

Earnings Per Share Growth Rate (1)

Adjusted Diluted earnings per share (Non-GAAP)

Diluted earnings per share (GAAP)

FY16 Guidance

8% - 12% growth

7% - 12% growth

Operating Income Margin (2)

Adjusted Operating income margin % (Non-GAAP)

Operating income margin % (GAAP)

FY16 Guidance

~18.4%

~17.3%

(1) Adjusted Diluted EPS growth (Non-GAAP) is adjusted to exclude the projected impact of Acquisition Amortization and Other Costs. Fiscal year 2016 Non-GAAP Adjusted Diluted EPS guidance estimates exclude estimated Acquisition Amortization and Other Costs, net of taxes, of \$0.18 per share.

(2) Adjusted Operating income margin % (Non-GAAP) is adjusted to exclude the projected impact of Acquisition Amortization and Other Costs. Fiscal year 2016 Non-GAAP Adjusted Operating income margin guidance estimates exclude estimated Acquisition Amortization and Other Costs of \$34 million.

Note: Guidance does not take into consideration the effect of any future acquisitions, additional debt, and/or share repurchases.