

Continued Market Leadership through Execution and Innovation

Sandler O'Neill Global Exchange and Brokerage Conference



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June 6, 2013

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Non-GAAP Financial Measures

In certain circumstances, results have been presented that are not generally accepted accounting principles measures (“Non-GAAP”) and should be viewed in addition to, and not as a substitute for, the Company’s reported results. Net earnings, diluted earnings per share and pre-tax earnings margins excluding Acquisition Amortization and Other Costs and Restructuring and Impairment Charges are Non-GAAP measures. These measures are adjusted to exclude costs incurred by the Company in connection with amortization and other charges associated with the Company’s acquisitions, and the termination of the Penson outsourcing services agreement, as Broadridge believes this information helps investors understand the effect of these items on reported results and provides a better representation of our actual performance. Free cash flow is a Non-GAAP measure and is defined as cash flow from operating activities, less capital expenditures and purchases of intangibles. Management believes this Non-GAAP measure provides investors with a more complete understanding of Broadridge’s underlying operational results. These Non-GAAP measures are indicators that management uses to provide additional meaningful comparisons between current results and prior reported results, and as a basis for planning and forecasting for future periods. Accompanying this presentation is a reconciliation of Non-GAAP measures to the comparable GAAP measures.

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Broadridge is a strong, resilient business with significant growth potential

■ History of market leadership

- Proven ability to address increasingly complex customer needs through technology
- Innovation and thought leader in industry for >50 years

■ Strong position in large and attractive markets

- Leader in investor communications and global securities processing
- Resilient through financial crisis due to mission-critical nature of services
- Deeply respected by industry and regulators
- Room for expansion into naturally adjacent markets
- Leading the digital transformation of financial communications through *Broadridge FluentSM*, the next meaningful step forward in client engagement

■ Excellent team

- Results-driven and deeply experienced management team aligned with long-term interests of shareholders
- Highly engaged associates - one of the best large companies to work for in NY¹ for 6th consecutive year

1. As recognized by the NY Society of Human Resources in 2008-2013

Our market position is differentiated and sustainable

Investor Communication Solutions



ProxyEdge®

- Proxy services for **~85%** of outstanding shares in US
- Processed **>600 billion** shares in 2012
- Used by **>5,500** institutional investors globally
- Eliminates **>50%** of physical mailings
- **~450K** votes through mobile apps during 2012 proxy season

Securities Processing Solutions



Processes **>\$4.5 trillion** (average) in equity and fixed income trades per day



Enable clients to process in **>50** countries

New businesses

Tuck-in acquisitions

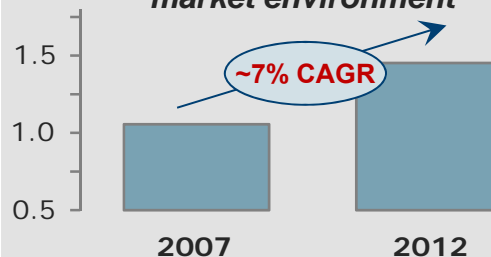


City Networks



Recurring Fee Revenue

\$B Growth through difficult market environment



Broadridge is well positioned to accelerate growth and continue driving strong free cash flow

We are the leader in several markets

Investor Communication Solutions

Securities Processing Solutions

<i>Market</i>	<i>Rank¹</i>
Bank/Broker-Dealer Regulatory Communications	#1
Broker-Dealer Transactional Communications	#1
Corporate Issuer Regulatory Communications	#1
Mutual Fund Proxy Mail and Tabulation	#1

<i>Market</i>	<i>Rank¹</i>
US Brokerage Processing	#1
US Fixed Income Processing	#1
Canadian Brokerage Processing	#1

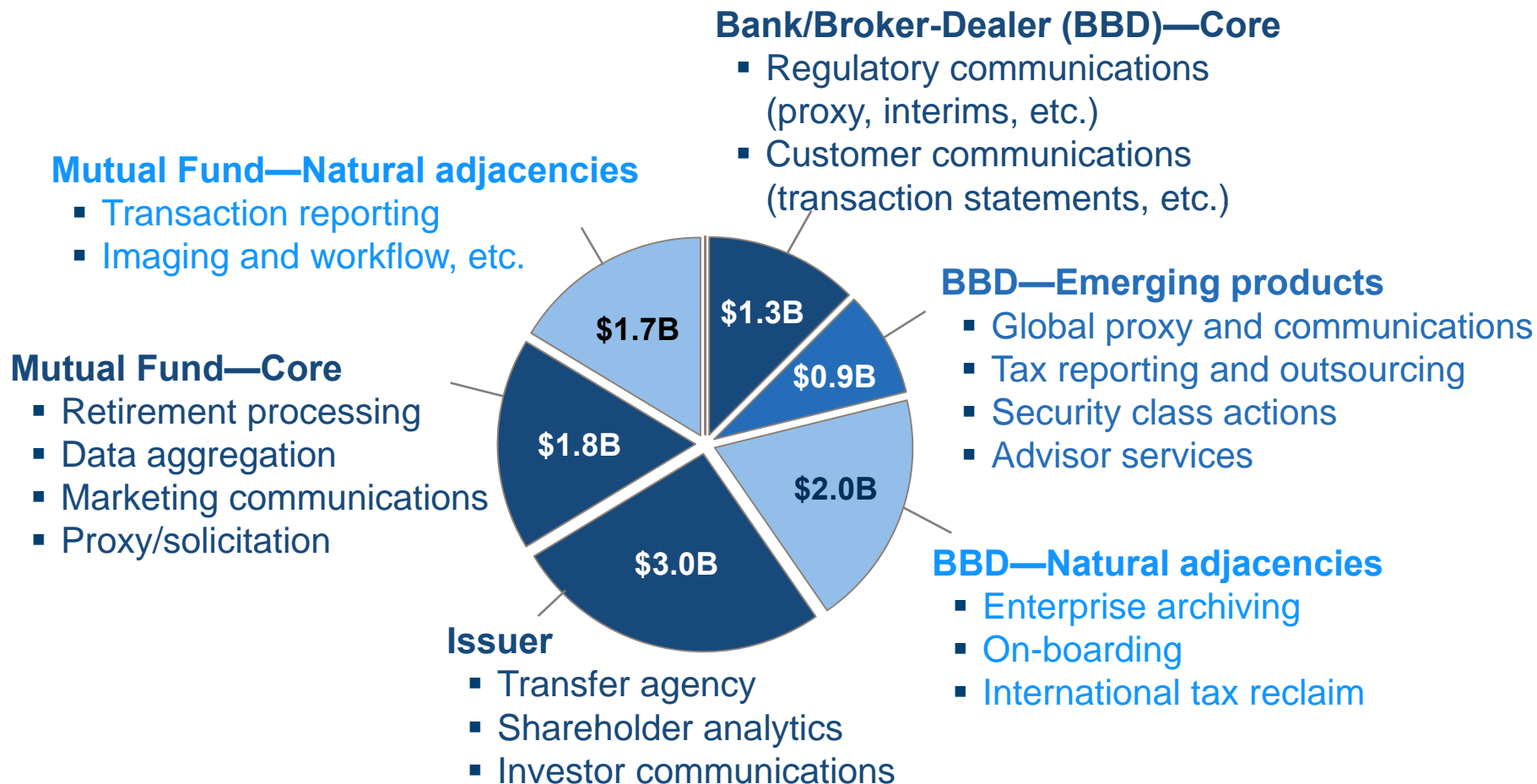
1. Marketshare based on Broadridge estimates



Investor Communication Solutions (ICS)
A Leader in Financial Communications

Large and attractive markets – Investor Communications is a \$10B+ market

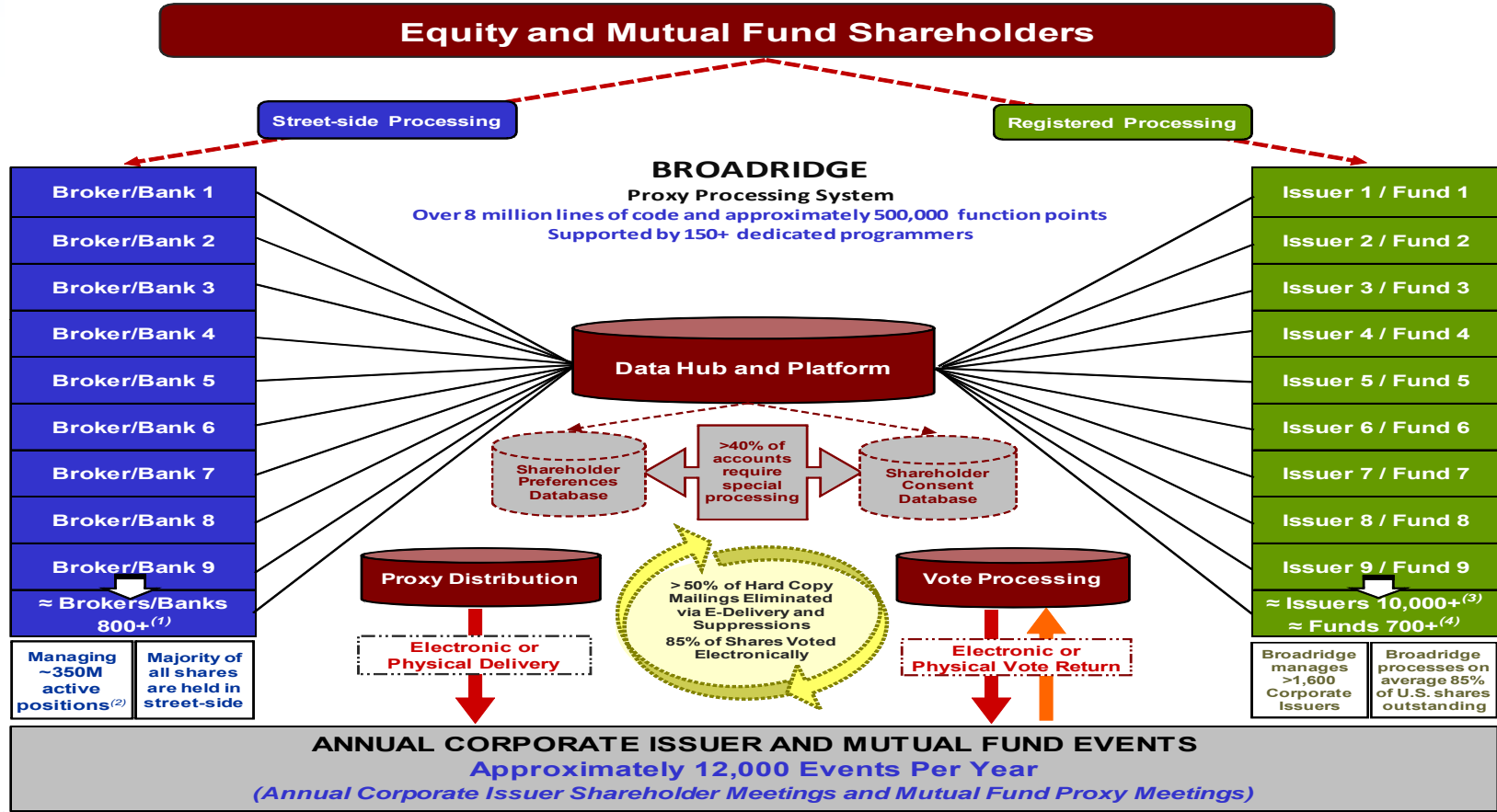
Total addressable market \$10B+ fee revenue



Sources: BCG, Bain, Patpatia, Broadridge estimates

ICS Unique Business Systems Processing Model

PROXY & INTERIMS PROCESSING OVERVIEW "THE PLUMBING"



Proxy and Interim processing system is the “plumbing” supporting the voting process for corporate governance

- (1) Represents Broadridge’s estimated total number of brokerage firms and banks in the U.S. and international markets
- (2) Represents Broadridge’s estimated total number of positions managed by U.S. brokers and banks
- (3) Represents Broadridge’s estimated total number of corporate issuers in the U.S.
- (4) Represents total number of Fund Sponsors in the U.S. who manage over 16,000 funds including Mutual Funds, Closed-end Funds, ETFs and UITs, according to the Investment Company Institute’s 2009 Investment Company Year Book

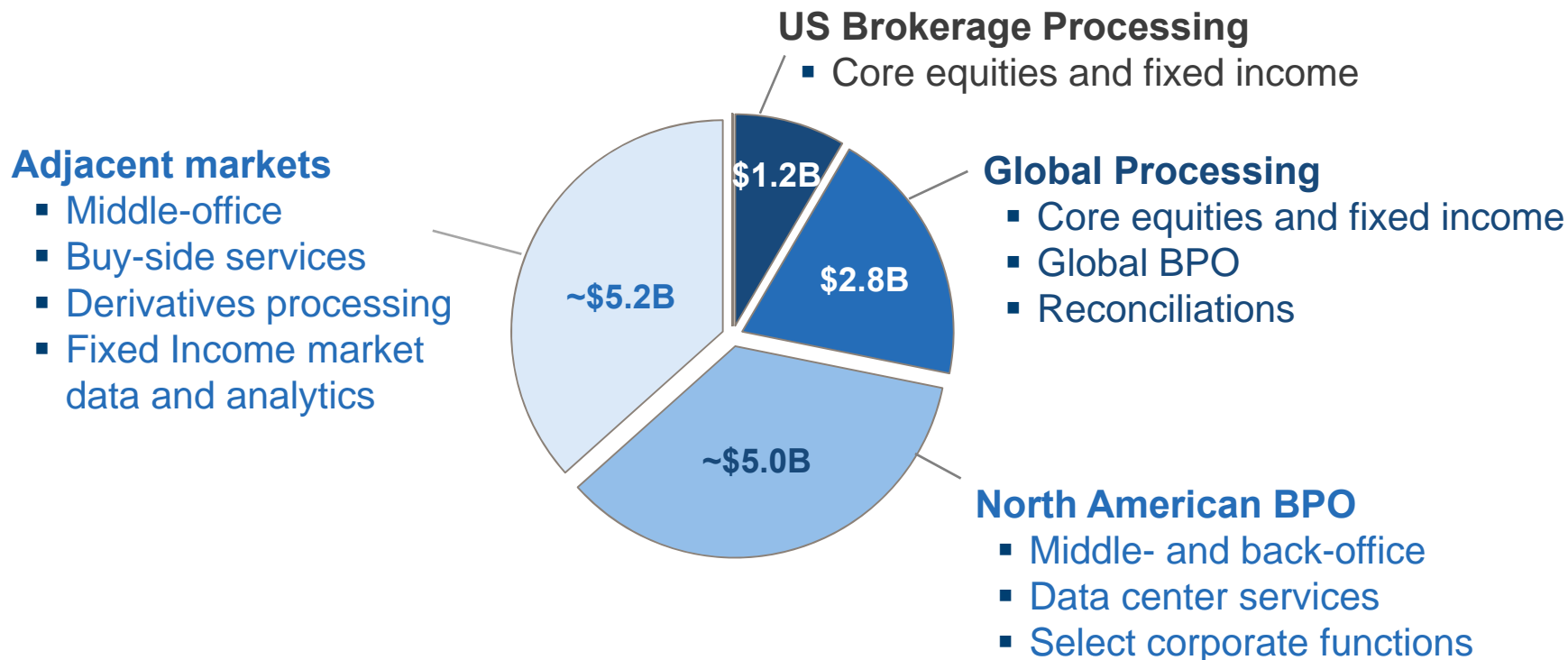


Securities Processing Solutions (SPS)
A Leader in Financial Processing

Technology and Operations spend adds ~\$14B to our SPS addressable market

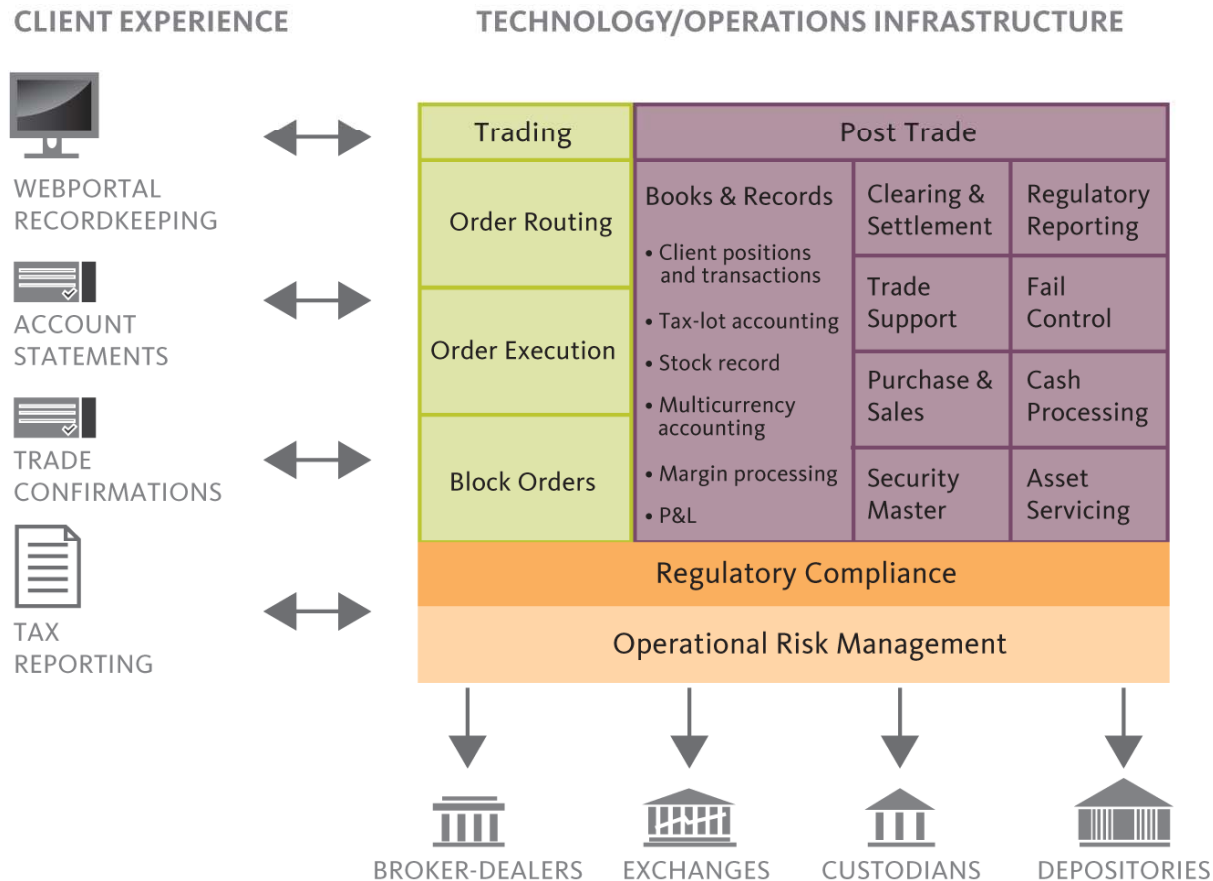
Securities and investment firms' overall technology and operations spend is over \$100 billion and growing at 5%

Total addressable market ~ \$14B fee revenue



Sources: Tower Group, Chartis, Aite, IM2, Broadridge internal estimates

Broadridge global processing behind the scenes



Broadridge simplifies complex processes

Our financial strategy is a key part of our value creation strategy

Priority

- **~40% dividend payout, but expect no less than 72 cents per share annually subject to Board approval**
- **Organic growth with limited financial risk**
 - Avoid significant balance sheet risk
 - Invest in projects delivering at least 20% IRR
 - Recurring closed sales averaged ~\$120M in each of the last 3 years. This includes large transactions (>\$5M) which are lumpy and therefore impact quarter over quarter comparisons
- **Tuck-in acquisitions with clear growth profile and returns**
 - Accretive to growth, margins, and earnings
 - >20% IRR in conservative business case
 - On track to generate ~\$185M fee revenue (~\$250M in total revenue) with ~\$50M in EBITDA or >25% margins in FY13
- **Long-term investment-grade debt rating**
 - Adjusted Debt/EBITDAR ratio¹ target is 2:1
- **Excess cash used opportunistically to offset dilution and reduce share count through buybacks**

1. Adjusted Debt/EBITDAR ratio calculated as (Debt + 8x Rent Expense) / (EBITDA + Rent Expense)