Flanagan:

Good morning, everybody. We'll get started. Here we go. Yeah. Thank you.

Good morning to our stockholders, employees and friends.

I am Matt Flanagan, Board Chair of Jack Henry and Associates, and it is my pleasure to welcome all of you. In accordance with the notice of this meeting, I call to order the 49th Annual Meeting of Stockholders of Jack Henry and Associates.

In the materials given to you as you entered the meeting, you will find a copy of the agenda and the rules of conduct by which we will facilitate this meeting. In the official part, we need to elect nine directors to serve for the next year, and there are two other items of official business. Then we will have our annual presentations and time at the end for questions and answers.

Before proceeding to the business meeting, I would like to make certain introductions. I first present the Board of Directors. Please stand when I read your name.

Thomas H Wilson Junior, Thomas A Wimsett, Shruti S Miyashiro, Wesley A Brown, Curtis A Campbell, Tammy S LoCascio, Lisa M Nelson, Richard N Preece, Gregory R Adelson, and me, Matthew C Flanagan. Each director is in attendance at this meeting other than Rich Preece, who was excused due to a pre-existing one time commitment that was acknowledged upon his invitation to join the Jack Henry board.

Each director other than Mr. Brown is a candidate for re-election at this meeting.

Speaking of Mr. Brown, I feel very compelled to remind you that Wes has nearly 20 years of board service to Jack Henry. He started in 2005 and other than a year and a half when he was unable to serve as director due to an employment agreement as part of a merger of his prior firm, Wes has been a constant fixture in the Jack Henry boardroom.

But his service to Jack Henry goes much further back than 2005 because Wes assisted Jack and Jerry as an outside financial advisor in taking the company public in 1985.

The board and this company are much better because of Wes's many contributions, keen insights and commitment to doing the right thing. He has been a very, very special friend to me and all of our board members for many years and will be missed by each one of us.

Thank you, Wes.

In attendance are the following executive officers of the company: Greg Adelson, Chief Executive Officer and President; Mimi Carsley, Chief Financial Officer and Treasurer; Shanon McLachlan, Senior Vice President and Chief Operating Officer; Craig Morgan, Chief

Legal Officer and Corporate Secretary; and Renee Swearingen, Senior Vice President, Chief Accounting Officer and Assistant Treasurer.

At this time, I want to recognize the recent retirement of our longtime assistant corporate secretary, Mary Stluka. Where are you, Mary? For many, many years, everyone in the company knew that Mary was the one you go to if you want to get something done.

Sounds kind of like a Shawshank Redemption movie line.

She epitomized Jack Henry's value of doing whatever it takes and is responsible for the smooth operations of countless board and committee meetings over the years. We'll miss you very much, Mary. Congratulations on your very well-deserved retirement.

Also in attendance today are representatives of our independent registered accounting firm, PriceWaterhouseCoopers, Caroline Galliardi, lead partner, and Ernie McGee, Associate. They will be available to answer any questions you may have during the Q and A portion of the meeting.

Erin Crosby, Representative of ComputerShare, our transfer agent, is in attendance as well to assist in the tabulation of proxies and balance and will act as Inspector of Election. Miss Crosby has delivered her oath of office to the company. Erin, as Inspector of Election, will now report on the mailing of the notice of this meeting in the presence of a quorum.

Crosby:

The meeting is held pursuant to printed notice mailed with proxy statement on or about October 7th, 2026 to each stockholder of record as the close of business September 21st, 2026, who is entitled to vote. A list of stockholders entitled to vote at this meeting has been available at the Company headquarters for the past 10 days. All documents concerning the call and notice of the meeting will be filed with the records of the meeting. Thank you.

Flanagan:

Thank you, Erin.

I hereby declare a quorum present at the meeting and on behalf of the Board of Directors, I would like to express my appreciation to all stockholders who return their proxies.

The formal business of the meeting will now proceed.

Those stockholders who have returned their proxy and do not wish to change their vote need not vote as your proxy has been counted. Stockholders who did not return a proxy or who wish to change your vote, please go to the registration desk now and mark your ballots

as we will declare the polls to be closed and voting will conclude upon completion of the following review of items to be voted upon.

I now declare the polls officially open at 11:08 a.m. Central Time for each of the matters to be voted upon today.

The first item of business is the election of nine directors to serve until the 2027 Annual Meeting of Stockholders or until their successors are duly elected and qualified.

As indicated in the company's proxy statement and notice of this meeting, the Board of Directors has nominated the following nine persons whom I presented earlier. There's no need to stand now when your name is read.

Thomas H Wilson Junior, Thomas A Wimsett, Shruti S Miyashiro, Curtis A Campbell, Tammy S LoCascio, Lisa M Nelson, Richard N Preece, Gregory R Adelson, and Matthew C Flanagan.

Mr. Morgan, Chief Legal Officer and Corporate Secretary, has informed me that there were no stockholder nominations for this meeting timely filed with a secretary prior to this meeting.

The next item of business will be to approve on an advisory basis the compensation of our named executive officers. This vote is commonly referred to as the “Say on Pay” vote.

Specifically, the Board of Directors has recommended that you vote on an advisory basis to approve the following resolution.

RESOLVED - that the compensation paid to the named executives as disclosed in the Company's proxy statement for the 2026 annual medium stockholders pursuant to the compensation disclosure rules of the Securities and Exchange Commission, including the compensation discussion, analysis, the compensation tables and related narrative disclosure, is hereby approved.

For your information, the named executives for fiscal year 2026, which ended on June 30, 2026, were Greg Adelson, President, Chief Executive Officer; Mimi Carsley, Chief Financial Officer and Treasurer; Craig Morgan, Chief Legal Officer and Secretary; Shanon McLachlan, Chief Operating Officer; and Renee Swearingen, Chief Accounting Officer.

The next item of business will be to vote on ratification of the selection of PriceWaterhouseCoopers as the company's independent registered public accounting firm for the fiscal year ending June 30, 2027. Our board is recommending that you vote for this ratification.

Stockholders voting in person, we respectfully ask you to please mark your balance and take them to the registration desk now. All proposals are formally before the meeting and we will pause briefly to allow voting to conclude.

I'm pausing.

I hereby declare the polls officially closed at 11:10 a.m. Central Standard Time. The Inspector of Election will now report the tabulation results of all balloting for the election of directors and the other matters presented to the stockholders. Erin?

Crosby:

The voting results have been taken, tabulated, and each of the nine nominees for Director has been elected by a majority of the votes cast.

The compensation of named executive officers has been approved by the majority of the votes cast.

The ratification of PriceWaterhouseCoopers LLP as the company's independent registered public accounting firm has been approved by a majority of the votes cast. Thank you.

Flanagan:

Thank you, Erin. The final vote tally will be disclosed on a Form 8-K that we will file with the SEC.

Now, this concludes the official business of the meeting. Therefore, I hereby declare that the 49th annual meeting of stockholders is adjourned.

And now it is time for the informal part of our annual meeting with the presentations by Greg and Mimi following this brief video.

VIDEO

Adelson:

Well, good morning, everybody. Thank you for being here in person.

So as this film little clip accurately depicts is that we are in our 50th year. No prouder moment in my career to be the CEO of this company during this point in time. And we've had a lot of great activities throughout the year, some of which I'll talk about here in my presentation.

But before I get started, I do want to give my thanks to Wes and all the years, not just for the time that I've been the CEO, but the time I've been at the company and the amount of

guidance that you've given me through the years. So you will be missed and we appreciate everything you've done.

And to Mary as well. So Mary, we spent a lot of time through the years. I really appreciate all the work you've done at this company and how you've been able to help us keep the philosophy of doing the right thing and doing whatever it takes moving us forward. So thanks for all that.

So as I get started, as I mentioned, one of the things that was really important to me when I came into the seat was to make sure that we honored the legacy of Jack and Jerry and continued to do the things that made this company great. We've added some of our own, you know, kind of nuances to that to continue to make the company move in the direction with a lot of changes.

But some of the things that we haven't lost is the foundation on how we treat our associates and making sure that we maintain a people first mindset first and foremost in everything that we do.

The other part is, is that Jack and Jerry continued to make sure that we kept community and regional financial institutions thriving in the United States in particular, which is where we focus and that that mission continues today. So everything that we do is to make sure that we keep the Main Street of America moving forward by keeping the technology and the things that move those community institutions and helping them thrive.

The other part is our industry leading customer service. So we've been a big part of really driving a level of customer service like nobody in the industry. We continue to get validations with that throughout the surveys that we do with our customers. But now we get industry validations as well from outside publications and outside validations.

And you'll see that we had one of the best years, if not the best year in the history of the company as a byproduct by continuing to live with the culture and the service.

But we've also added a few other things through the years, which is enabling us to change the way that we lead at the company. And that’s the same way that we talk with prospects and customers as well.

And that's through a level of transparency where we believe that we need to tell our people what they need to hear and not what they want to hear. And it's the same approach we take with our customers.

Customers have much more of an ability to build a relationship with you and trust you when they know what you're saying is very transparent and very direct. And we've taken that to a whole other level.

We've also built on the level of consistency around the company. As most of you know, we're an amalgamation of 51 acquisitions. Those 51 acquisitions have brought a lot of different people into the organization and grown to what is now over 7,300 associates. We needed to build more consistency to look more like what we call One Jack Henry, a program that we started in 2020 that we continue to thrive on today.

But it's really about making sure that we look like a single entity to the customers and prospects.

There's a level of collaboration. So we are very remote environment at Jack Henry still today kind of post pandemic. We're able to make that work because of the level of collaboration that we have across the organization and the willingness of our associates to work together to solve problems. And that's a big focal point, a big focal point of ours as well.

And then ultimately, it ends in communication. So we believe that the root of all challenges come from lack of communication. And so we do a really good job, I think, on how we communicate within the organization and outside the organization.

So again, we live by these four tenets and add to the things that Jack and Jerry brought to the company.

The other thing that Jack and Jerry brought to the company is making sure that we honor the three constituents that we serve.

And again, in this order, making sure that we take care of our associates because we believe if we take care of our associates, they're going to take care of our clients. If our clients are happy, they buy more and then ultimately you are happy as shareholders.

So again, we've continued to exercise that mantra and really execute on that mantra.

We still have the lowest client attrition rate in the industry by far, whereby over 99% of our core clients have stayed with us, and many have been with us for 20 years. So we continue to maintain that mindset by taking care of our associates and then ultimately you.

So we've continued to try to drive stock performance and being very mindful of our capital allocations of which Mimi will cover here in a little bit on what we did this past year. But again, keeping you at the forefront of everything we do.

The other thing that we've done is we've added three other components that we think are key differentiators to our success.

So culture and service have been a foundational part of our company all the way back to Jack and Jerry, even a level of innovation because if you think about what Jack and Jerry did

in the 70s was very innovative about building technology for banks and the credit unions down the road that wasn't there before.

We've added a whole other layer of our kind of focus on innovation, how we spend our money, the products and services that we bring to the market.

We believe that our strategy is second to none for two reasons. One, we don't waver on our strategy. A lot of our competition has changed their strategy multiple times. We've been very direct in our strategy and we made it very simple, which is to ensure that our clients win in the markets that they serve. And the only way that they're going to win is by us delivering on the things that we said that we were going to do.

And that gets down to execution.

So we believe that, you know, if you have a great strategy and you've got a great level of innovation, it means nothing without a without the level of execution that we bring. And again, we have a whole host of metrics that we hold ourselves accountable to make sure that, that execution continues at a level not seen in the industry today.

So the other thing that we do is we reinvest at the top line much higher than our largest competitors. So at 14 to 15% over the last seven years has been really the driving force of ensuring that that innovation continues. And again, at a faster pace with things like AI and other things that we're utilizing to make sure that we do that.

But you can see on a growing revenue stream, we've continued to drive that level of increase and been able to bring a whole host of really cool product sets to our banks and credit unions again to enable them to win, to enable them to survive, enable them to grow deposits, build better efficiencies, all the things that make a bank or credit union successful.

And then speaking of AI and speaking of execution, we are about four years into our journey of utilizing AI. So we built as any good company would do is we built a foundation first on how we were going to govern AI. So we built what we called a responsibly bold and balanced approach to AI about four years ago through our strong governance program. And over the last couple years, as AI has really started to take off, we have been a heavy user inside the company and not only building efficiency for, for the company and, and for you as shareholders, but also for our clients in building AI into our products.

So across the screen, there's a whole host of things that I won't spend a ton of time on. I'll emphasize just a few of them, but you can see over here where we took things that used to take 40 days down to a matter of seconds utilizing AI.

And our mantra here at the company is doing more with the same. And that's a different mindset than a lot of folks that are out in the market today. So our message is that you don't have to over-fire if you don't over-hire.

And so we have done a great job of balancing when we hire, how we hire, how do we utilize resources and being able to do more with the same.

As a big part of that mantra, you get your associates to get behind the things that you are doing when they don't feel like they have to look over their shoulder every time they come up with a great idea. And again, that's also part of our culture and our way that we handle our associates.

The other part is, is that we've been spending a lot of time educating our associates.

So out of the 7,300 associates that we have at Jack Henry today, over 3,000 of them have gone through some type of AI training. And in fact, yesterday on this campus, we hosted a huge AI event where we had over 250 associates that were here going through additional AI training because again, we don't want anybody to be afraid of AI. We want them to embrace AI to make their jobs better, to make us more successful, to make us more efficient.

And then again, you can see some of the things that we've added. So just in the last year and a half, we've added over 30 different products that have AI built into the product. We have about another 20 that are coming. Some of those are enabling better adoption of our products or enabling us to be able to have a better penetration in general about how the number of the number of users at the bank or credit union.

But the other side of it is, again, there's certain products that we're going to be able to monetize. And so we're working through that level as well.

But the biggest point here is that we are very active in the utilization of AI. We will continue to be very active and we're taking a very responsibly bold and balanced approach in doing so.

And so kind of the round out my piece here, you know as I mentioned earlier, our fiscal year 26 was a milestone year, not only our 50th as a company, but it was a record for us in many, many areas.

So when you start off with the number of core wins, so we won 58 new logos from our competitors. Those are not customers moving from one Jack Henry platform to another. Those are 58 new logos that came to the company as a byproduct of the efforts of our sales team.

The level of innovation that we built, the level of service that we provide. And again, that was a record for our company.

And add to that this year Trifecta wins, which means that we sold not just core, the core processing system, but we were able to sell them our digital platform Banno or our card platform CPS and both if you sell all three of those, that's a much, you know, stronger kind of hold on the actual customer themself.

And for us it's a lot more revenue margin, other components, but it becomes a lot stickier and the overall aspect. So we put a big focus on that last year. So that number was 59% last year, it was 35% the year before. So again, when you look at the number of core wins, digital tied to them as well. And if you look at our first quarter performance, we actually hit 63% in the first quarter of the number of core wins that we had.

We also won our largest core banking win, so by the amount of assets and the number of accounts. So we won a bank called Woodforest Bank out of Houston, TX. They're in about 750 of the Walmarts. So they have roughly 1.5 million accounts and they're roughly a little less than 10 billion in assets, but they were the largest win in the history of our company.

Now, we have customers larger than that today, but we had never acquired a company, a bank at that particular size.

We also have done a lot from the philanthropy side. So again, going back to Jack and Jerry and what they were about and doing things in the community. And so this was something that we put together and actually, I think Tara's in here, and Tara led that. So it was something that we decided that we were going to do, which was 50 days of service. The goal was to have 5,000 hours of community service by our associates.

But because of Tara’s work and many others around the organization, we had over 6,100 hours that were given in all communities around the United States. Because remember we are heavily remote. So we have folks living in all parts, literally we have folks in all 50 states. So we were very proud and pleased with that.

We also hosted the largest client conference in Jack Henry's history. So we just hosted that in Kansas City as part of our 50th. We wanted to do it in Missouri, so we did it in Kansas City, Missouri - and in my estimation, there is only one part of Kansas City, that is Missouri.

But with that being said, we had 3100 clients and customers that were there and prospects. We had the largest number of prospects that showed up 54. We had 281 folks at our fintech showcase. We had a whole host of people in our CEO forum that we hosted. All records. And again, this is a good strong indication of our continued success.

And then lastly, kind of rounding out the community service, we spent a lot of time, some of you actually it living in here in the community know that we host an annual golf tournament.

We always have a somebody that we sponsor as part of our fundraising. So for Children's Miracle Network. We actually raised $110,000 for this year at the golf tournament. That golf tournament has in the history of, of us running is now raised over $1,000,000 for various charities. Some of them are local ones here like Camp Barnabas and others.

But then we also did as part of our kind of our overall goal for the year, we wanted to do something to empower financial health. So we actually provided a donation of $107,000 to Junior Achievement that we presented live at our at our client conference. So something that again we continue to be proud of.

We hope Jack and Jerry are proud of the fact that we continue to honor their legacy by doing the things that they were very passionate about.

So that kind of rounds out my piece of what we were doing. I would like to bring Mimi Carsley to the stage, our CFO, and she'll talk a little bit more detail about our financial performance.

Carsley:

Thank you, Greg.

Welcome, everyone. Thank you for being here. I'll start.

I won't read any of the legalese, but I will just point out that we're covering some GAAP and non-GAAP metrics. If you go on our website, you can find our 10-Ks and 10-Qs and there'll be an appendix to this presentation with some of the reconciliation to some of those metrics.

Now that we've gotten the legal out of the way, I really wanted to say I'm pleased to share a simple message from fiscal 26, which is a clear strategy and discipline.

Execution delivered strong results for our clients and our shareholders.

We grew non-GAAP revenue 7 percent and margin by 92 basis points, exceeding initial guidance on both of those important guides.

This represents the third consecutive year of margin expansion, which is near and dear to our hearts and a really important part of the Jack Henry stock value proposition.

So just as important as those two metrics of top line revenue growth and margin expansion is cash flow and we did a great job of converting those earnings into cash.

Free cash flow conversion exceeded 100% excluding asset sales. And that financial strength gives us choices in how we allocate capital.

So our approach is balanced. We invest in the business to fuel future growth. We evaluate acquisitions with discipline. We return capital to shareholders while preserving financial flexibility.

Fiscal 2026 marked the 22nd consecutive annual dividend increase. We capitalized on our strong cash flow position to buy back Jack Henry shares, and our fiscal 26 share repurchase program reduced outstanding shares by over 4%.

I view those decisions through the same lens of our operating investments, thoughtful stewardship of your capital with a focus on long term value. As you saw on the previous slide, we're putting your capital to work effectively and efficiently.

Our return on invested capital, which is a key metric of how we look at the business, reached 23.2% in fiscal 26, an impressive result. That reflects the focus on creating long term shareholder value.

Our disciplined operating approach carries our view into fiscal 27 outlook. This is the guidance we provided as of November. Our operating priorities are straightforward, serve clients well, manage expenses thoughtfully and generate strong cash flow.

On November 4th at our earnings, we shared these updated numbers which reflected an improvement from the original annual guide, which is pretty impressive only being at quarter one of the fiscal year.

I'll focus on the overall direction rather than commenting on each of the individual metrics and their range. And that the story is our outlook calls for in continued revenue growth, further non-GAAP margin expansion alongside investments in our capabilities that our clients need. With Q1 results locked and reported, we feel increasingly upbeat regarding the prospects for another great fiscal year from our strong 26 to our optimistic 27 and beyond.

Jack Henry’s investment thesis remains consistent. Long standing client relationships and new product innovation continue to drive accelerating revenue growth. New and emerging solutions plus AI offer additional growth catalysts and opportunities for the company.

For me the connection is clear: client value focused investment, consistent executional rigor and thoughtful capital allocation support our work to build long term shareholder capital.

I'll close where we began and this is where our business really began, which was the heart of Jack and Jerry's message: trust.

Our goal is to enable our clients to win.

We thank our associates for their dedication and their delivery of these incredible results and for our clients for their partnership. And to you, our shareholders, thank you for your trust and Jack Henry and for joining us today.

Flanagan:

Don't go anywhere, Mimi. Greg, come on up. This is the time of the meeting where we want everybody to have a chance to ask any questions you may have, don't be shy. Here they are. They have all the answers. And so we'll open it up to the floor for anyone who has anything in the back to know more about or ask about. And we have mikes

Shareholder:

This is not an easy question. Can you help me understand what happened between 2022 and 2026 that your share price is down 41 dollars?

Carsley:

Yeah. So we continue to focus on what we control, which is execution, service delivery. Markets tend to fluctuate. You see different cycles based on economy and interest. There was a lot of growth capital in the marketplace going to things like AI and fast-moving technology.

There's a lot of talk of the Magnificent 7 stocks that really if you separate them as Magnificent 7 and now there's kind of 10 key stocks in most of the indexes, their performance really dominated the performance of the markets overall. And so that was a catalyst. You had a lot of investors running to those short-term big tech company names.

And while we think that durable shareholder value is created from consistency from predictable high quality earnings growth like Jack Henry has and bottom line value, right now there's a kind of “growth at all costs” mindset in the marketplace. And so part of that is just the rotation we see.

We don't view that as necessarily a message to Jack Henry. We have very long-term faithful shareholders that continue to be large shareholders of our stock. But sometimes that is a rotational play in the market.

And we think again value will come back to realizing and appreciating that consistent delivery that we offer.

Adelson:

I think excellent response. I do want to add one thing.

So the other part that's happened throughout that time frame is that our two largest competitors, their stock is actually taking significant dips to where their PEs were closer to 20, we were closer to 30. They are now down to 4 in one case, 7 in another.

And so in some cases, there were kind of “bathwater-type” aspects, where we were getting thrown out and being kind of put into the same realm even though we were performing at different levels than they were. The industry saw us as a unified group.

And so with all the things that Mimi just said, throwing that in there also was part of that as well. Good question. Other questions? Yes, sir.

Shareholder:

Just out of curiosity, do we deal with any financial institutions or anything that mainly deals in crypto?

Adelson:

So yes, I mean, we have some that are very interested.

So part of the technology spend that we're doing. We have an answer for both stablecoin and what's called tokenized deposits, which is actually an easier way for the banks to facilitate that type of transaction. We have some that have significant interest and actually are running proof of concepts with us now, and we have others that aren't, don't have any interest at all. But good question. And we do have a kind of a mix of both.

Carsley:

And I would say our role we believe as technologists is to enable choice. Then it is up to the risk profile of the financial institution, the demand they're seeing from their end account holders, whether they want to implement that or not. But we're going to provide the technology to enable them to offer it should they want to.

Flanagan:

Other questions? OK. That will conclude our meeting. Any final thoughts?

Adelson:

No, just thank you all for being here. Thank you for your trust, as Mimi said, in our relationship as a shareholder, and we will continue to persevere.