

SANDON CAPITAL

Sandon Capital Investments Limited Annual General Meeting

25 November 2021

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Welcome to the Annual General Meeting of Sandon Capital Investments Ltd

The Company Secretary will contact you via the
Chat icon  to register your attendance

Following the AGM there will be an investment
update

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Questions

Please raise your digital “hand”  **Raise Hand** using the Zoom Function to ask questions

This can be found under the “reactions” icon or through the “participants” icon on your smartphone, tablet or computer

AGM – ordinary business

Financial Statements and Reports

- To receive and consider the Company's annual financial report, including the directors' report and audit report for the year ended 30 June 2021

FY2021 Financial Statement Highlights

- \$56.5 million revenue, up 837%
- \$37.3 million net profit after tax, up 531%
- Ordinary Fully Franked Final Dividend 2.75 cps, up 10%
- Special Fully Franked Dividend 1.00cps

Strong Dividend Capacity

- 28.9 cps Profits Reserves¹
- 7.7 cps Franking Credits¹



1. as at 31 October 2021 and before payment of announced special dividend

AGM – ordinary business

Resolution 1 – Adoption of the Remuneration Report

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

“That , for the purpose of Section 250R(2) of the Corporations Act, approval is given for the adoption of the Remuneration Report as contained in the Company’s annual report for the financial year ended 30 June 2021.”

Proxy voting results – Resolution 1

	Number	% ²
FOR	5,424,146	50.38%
AGAINST	677,747	6.29%
OPEN – Nominated Chair ¹	4,665,572	43.33%
– Other Nomination	-	-
ABSTAIN	50,770	-

- To be voted in favour of the resolution
- Of proxies cast



AGM – ordinary business

Resolution 2 – Re-election of Peter Velez as a Director

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

“That Peter Velez, who retires in accordance with clause 6.1(e) of the Company’s constitution and, being eligible for re-election, be re-elected as a Director.”

Proxy voting results – Resolution 2

	Number	% ²
FOR	7,093,501	59.83%
AGAINST	73,170	0.62%
OPEN – Nominated Chair ¹	4,688,474	39.55%
– Other Nomination	-	-
ABSTAIN	32,539	-

- 1. To be voted in favour of the resolution
- 2. Of proxies cast



AGM – ordinary business

Resolution 3 – Approval of Additional 10% Placement Capacity

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

“That, for the purpose of Listing Rule 7.1A and for all other purposes, approval is given for the issue of equity securities up to 10% of the issued share capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in Listing Rule 7.1A.2 and on the terms and conditions set out in the Explanatory Memorandum.”

Proxy voting results – Resolution 3

	Number	% ²
FOR	6,673,482	56.55%
AGAINST	438,060	3.71%
OPEN – Nominated Chair ¹	4,690,392	39.74%
– Other Nomination	-	-
ABSTAIN	85,750	-

- To be voted in favour of the resolution
- Of proxies cast



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For those shareholders that have NOT voted on today's proceedings, please email the Company Secretary, sushmak@mertons.com.au.

Upon receipt of your email, you will be forwarded a poll card for your completion and return to the Company Secretary.

Thank You For Your Attendance

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Any quoted performance is post fees and expenses but before tax and assumes distributions were reinvested. Dollars are AUD, unless otherwise stated. We are not responsible for the statements made by or attributed to others in this presentation. Past performance is no guarantee, nor does it provide any indication, of future returns.

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Looking back on FY21

REVENUE

\$56.5 million

NET PROFIT AFTER TAX

\$37.3 million

DIVIDENDS ANNOUNCED

2.75 cps Final

1.00 cps Special

Exceptional Investment Returns

- 68.3% gross portfolio return in FY21
- Significant outperformance of broader market indices
- Reporting Season very positive overall for SNC portfolio companies

SNC has grown

- Through investment returns
- A successful, equitable entitlement offer raised \$22.4 million
- SNC has more than 2,800 shareholders, an increase of more than 10% from a year ago

10% Increase in Dividends

- Ordinary Fully Franked Final Dividend 2.75 cps, up 10%
- Board expects to pay a similar FY22 interim dividend
- Special Fully Franked Dividend 1.00cps

Strong Dividend Capacity

- 28.9 cps Profits Reserves¹
- 7.7 cps Franking Credits¹



1. Before payment of announced special dividend

Investment Performance

As at 31 October 2021

Gross Performance ^{1,2,3}	1 month	1 year	2 years % p.a.	3 years % p.a.	Since Inception (Annualised)
Sandon Capital Investments Limited	3.7%	57.2%	22.6%	18.9%	13.3%
All Ordinaries Accumulation Index	0.1%	29.0%	9.8%	12.9%	9.6%
Outperformance	3.5%	28.3%	12.8%	6.0%	3.7%

1. The SNC Gross Performance is after investment management fees and brokerage but before performance fees, corporate expenses and taxes. Index returns are before all fees and expenses and before any taxes. Dividends paid during the period are included when calculating SNC's gross investment performance.

2. Note: past performance is no indication of future returns.

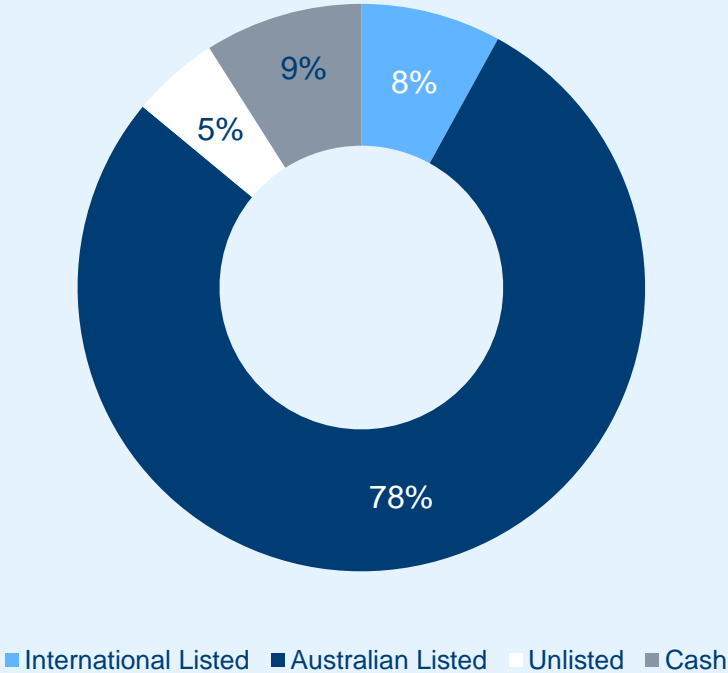
3. Numbers may not add due to rounding

Portfolio Snapshot

KEY POINTS

- Exposure to industrial economy and tailwinds from government stimulus
- Reporting season
 - Results overall positive
 - Embedded growth opportunities remain
- Despite increases, many share prices represent undemanding valuations
- Investment Manager sees attractive opportunities to deploy additional capital

Portfolio Composition



Gross Portfolio composition as at 31 October 2021. All figures are approximate.

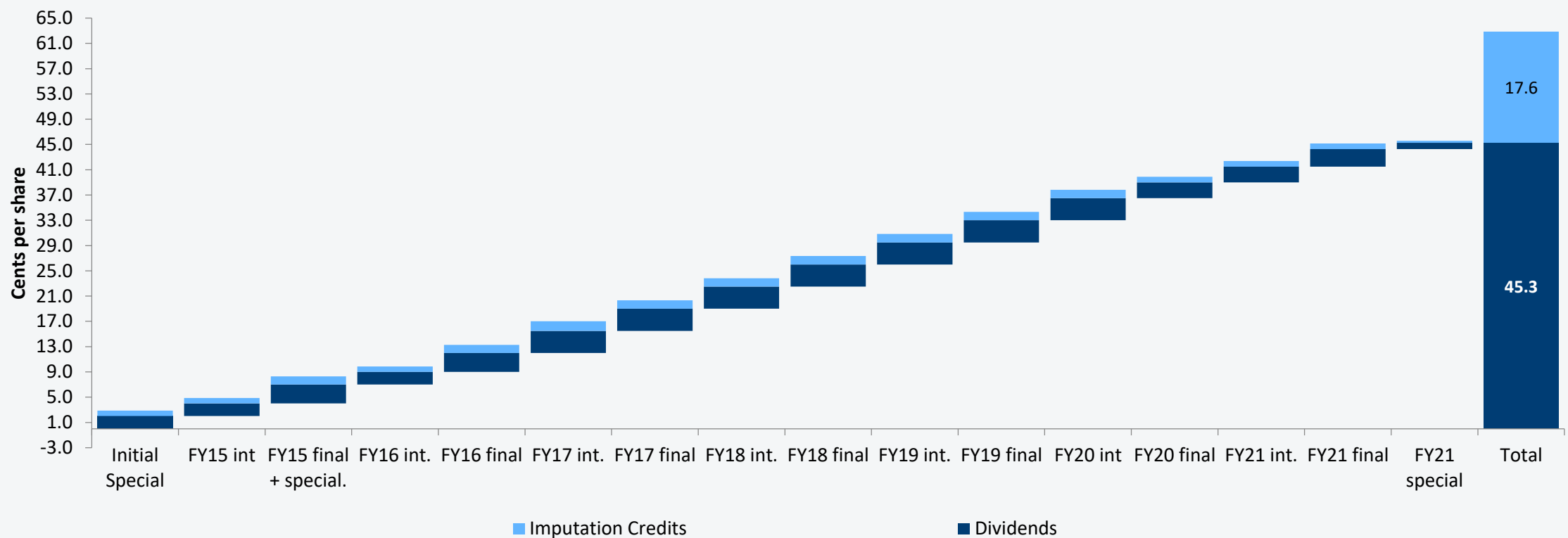
TOP 5 POSITIONS

- Fleetwood
- COG Financial Services
- City Chic Collective
- BCI Minerals
- IDT Australia

As at 31 October 2021, ranked by value

Dividends

Dividend policy is to pay a growing stream of fully franked dividends

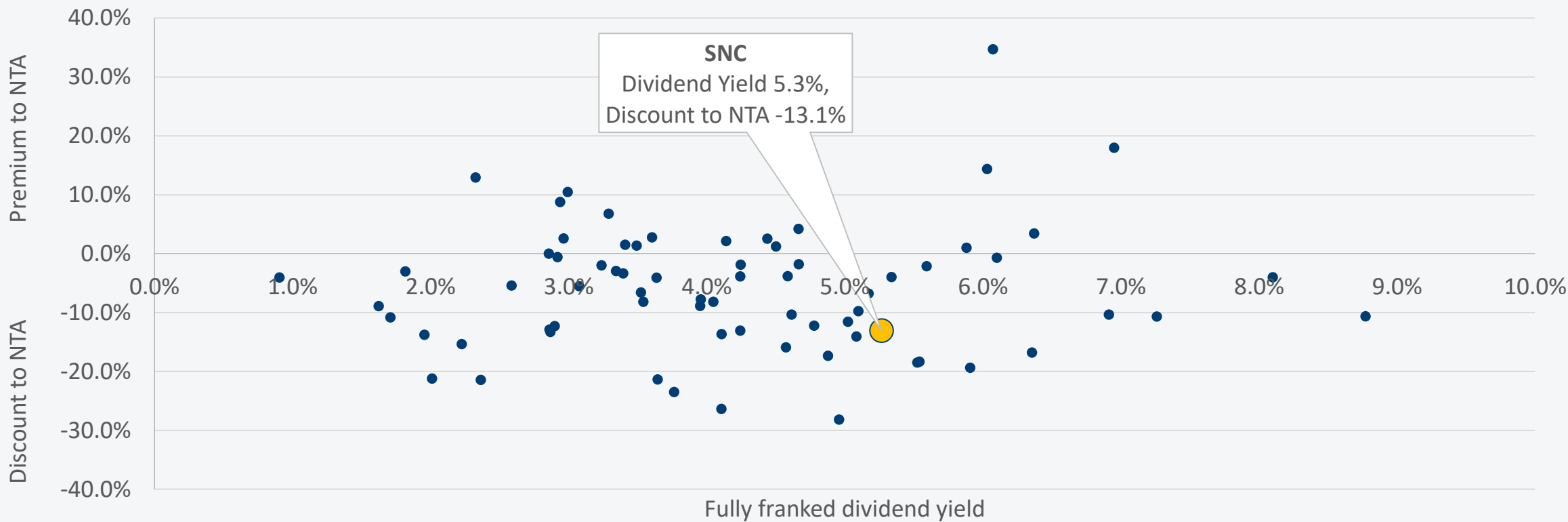


* The Board expects to pay dividends of a similar amount to the most recent final dividend, subject of course to prudent business practice and the availability of profits and franking credits.

SNC opportunity

SNC offers one of the highest fully franked yields

Current share price is an opportunity to buy 5.3% annualised fully franked yield at a 13.1% discount to NTA



Source: Bloomberg, Sandon Capital analysis. SNC data assumes share price of \$1.01 per share.

ACTIVISM IN ACTION

Sandon Capital and other shareholders campaigned against the Board at the recent AGM

50.3% votes against Remuneration Report

42.0% votes against re-election of Chairman

A2B is aiming to compete head-on with local and global giants in the payments market

We believe their strategy is naïve and optimistic

Property assets revalued by company to \$81m. We believe this value assumes current use

We believe these assets could be worth in excess of \$100m under alternate uses

Recovery of taxi industry, even if not to pre-COVID levels, offers significant earnings upside

Company announcements raise more questions than they answer

ABOUT

A2B describes itself as a “payment and mobility systems and services company”

A2B’s dominance of the taxi payments systems, through Cabcharge, has eroded over the years. Impact of global ride share platforms has been significant.

THE INVESTMENT OPPORTUNITY

- Although in decline for years, COVID-19 restrictions provided a compelling buying opportunity with significant recovery and operational potential
- A2B can become an attractive, albeit low-growth, cash generator
- Value underpinned by significant property holdings whose true worth is not reported in financial statements



INITIAL PURCHASE

August 2020

Fleetwood Corporation Ltd

(ASX:FWD)

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CASE STUDY: SMALL-MID CAP



INITIAL PURCHASE

June 2016

ABOUT

FWD operates across three divisions:

- Building Solutions – Australia's largest constructor of pre-fabricated buildings
- Accommodation Solutions – owner of Searipple village and operator of Osprey village
- Recreational Vehicle (RV) Solutions – caravan parts distributor

THE INVESTMENT OPPORTUNITY

- Strong end market tailwinds and remains materially undervalued
- Operational improvements have potential to yield significant improvements in financial performance

RECENT DEVELOPMENTS

FWD has won contracts to supply units for VIC and WA Centres of National Resilience (COVID quarantine facilities). Contracts so far total \$68 million.

The optimisation of the Building Solutions operational structure and footprint has the potential to deliver substantial earnings growth

Woodside's recently sanctioned Scarborough project will have significant indirect positive effects on Searipple

Cost inflation and supply chain issues may have short term effects

Market price is undemanding. FWD has ~\$55m in cash, a significant franking balance and a low EV/EBITDA multiple (~5X) on depressed earnings

Volatility and uncertainty in global financial markets have become the new normal

KEY THEMES DRIVING VOLATILITY

1

COVID-19

2

Global
monetary
and fiscal
policy

3

Geopolitics

Pandemic has continued to drive a deeper divide between market valuations



Eye-watering prices are being paid for companies seen as offering growth while many lower growth businesses are sold more cheaply.

Our fundamental approach will continue to uncover attractive opportunities



With shareholder activism
unlocking value

We are optimistic about opportunities

KEY THEMES AFFECTING AUSTRALIA

4

Resources and the industrial economy

6

Small & midcap companies to offer growth

5

M&A boom – corporates & investors

We look beyond the noise

Short-term volatility provides opportunities.

Fundamentals will prevail over medium to long term.



Market prices have scope to grow

Potential for top line growth in portfolio companies and multiple expansion as M&A prompts re-rating



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Thank you

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