## SANDON CAPITAL

#### Sandon Capital Investments Limited ABN 31 107 772 467

## Appendix 4D – HALF YEAR REPORT For the half year ended 31 December 2017

#### **Results For Announcement to the Market**

All comparisons to the half year ended 31 December 2016

	\$	Movement Up/(down)	Movement Up/(down) %
Revenue from ordinary activities	4,092,754	Down	(40%)
Profit from operating activities before tax attributable to members	2,898,666	Down	(43%)
Profit from operating activities after tax attributable to members	2,521,349	Down	(30%)
Total comprehensive income attributable to members	2,521,349	Down	(30%)
Interim Dividend	Cents per share	Franked amount per share	Tax rate of franking
2018 Interim dividend	3.5	3.5	27.5%
Ex-dividend date			8 May 2018
Record date			9 May 2018
Payment date			16 May 2018
Dividend Reinvestment Plan			
The Dividend Reinvestment Plan (DRP) will not apply to the	nis fully franked dividen	d.	
Dividends paid during the period	Cents per share	Franked amount per share	Tax rate for franking
2017 Final dividend cents per share paid 2 November 2017	3.50	3.50	27.5%
Net tangible Assets Per Share		31 December 2017 Cents	31 December 2016 Cents
Net tangible assets per share (before tax) Net tangible assets per share (after tax)		101.22 97.66	103.01 99.42

Dividends of 3.5 cents per share were paid during the period

This report is based on the Half Year Financial Report attached which has been subjected to independent review by the auditors, Pitcher Partners. All documents comprise the information required by Listing Rule 4.2A.

Interim Financial Report For the half year ended 31 December 2017

#### Interim Financial Report For the half year ended 31 December 2017

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#### Directors' Report to shareholders For the half year ended 31 December 2017

The Directors of Sandon Capital Investments Limited ("the Company") present their report together with the condensed interim financial statements of the Company for the half year ended 31 December 2017.

Sandon Capital Investments Limited is a company limited by shares and is incorporated in Australia.

#### **Directors**

The following persons were Directors of the Company during the half year and up to the date of this report:

Gabriel Radzyminski – Chairman Peter Velez – Independent Non-Executive Director Matthew Kidman – Independent Non-Executive Director

#### Company secretary

Mark Licciardo and Adam Sutherland were joint Company Secretaries up to the date of this report. Chris Lobb retired as joint Company Secretary as at 19<sup>th</sup> December 2017.

#### **Principal activities**

The Company's principal activity is investing for profit. It is a listed investment company whose assets are managed by an external investment manager, Sandon Capital Pty Ltd ("Sandon Capital" or "the Manager").

Sandon Capital is an activist value manager. It seeks to buy investments at prices the Manager considers are below the intrinsic value of those investments. It looks for investments with high levels of tangible assets, marketable securities or cash, although investments may not always have these characteristics. The Manager deploys a range of activist strategies aimed at realising or improving the intrinsic value of those investments. The Manager may also take advantage of other market opportunities where it considers there are reasonable prospects for a satisfactory return.

The Company may invest in cash, term deposits, unlisted and listed securities and debt instruments. As at 31 December 2017, approximately 96% (June 17: 95%) of the portfolio was invested in listed securities, with the remainder invested in unlisted securities, cash and term deposits.

#### **Operating Results**

Net profit before tax of \$2,898,666 (2016: \$5,062,774) was largely the result of an increase in the market value of investments as at 31 December 2017.

The Company's net profit after tax was \$2,521,349 (2016: \$3,597,977). This result was 30% lower than the prior comparable period.

During the current financial year, the Company reduced its cash holdings from \$2.4m in June to \$1.1m at half year end. This is as a result of the company paying a dividend of 3.5 cents per share and increasing its financial assets from \$46.1m in June 2017 to \$48.1m in December 2017.

The return to shareholders for the 6 months period (the change in the Net Tangible Assets/share plus dividends paid) was 8.62%

#### **Dividends**

Subsequent to 31 December 2017, the Company declared an ordinary fully franked dividend of 3.5 cents per share. This dividend will be paid to shareholders on 16 May 2018.

A fully franked final dividend of 3.5 cents per share for the financial year ending 30 June 2017 was paid on 2 November 2017. Total dividends paid during the 6 month period was \$1,684,677. The dividend re-investment plan is not open for this dividend.

## Directors' Report to shareholders For the half year ended 31 December 2017

#### **Director's Report (continued)**

#### Rounding of amounts to the nearest dollar

In accordance with the ASIC (rounding in Financial/Directors' Reports) Instruments 2016/191, the amounts in the Directors' Report and in the financial report has been rounded to the nearest dollar (where indicated).

#### Events occurring after the reporting period

The Board has declared an interim fully franked dividend of 3.5 cents per share, payable on 16 May 2018.

Apart from the above, no other events have occurred subsequent to the balance sheet date that would require adjustment to, or disclosure in, the financial report.

#### Auditor's independence declaration

A copy of the Auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 3.

This report is made in accordance with a resolution of Directors, pursuant to section 306(3)(a) of the *Corporations Act 2001.* 

On behalf of the Directors,

Gabriel Radzyminski Chairman

Sydney 23 February 2018



Auditor's Independence Declaration
To the Directors of Sandon Capital Investments Limited
ABN 31 107 772 467

In relation to the independent auditor's review for the half-year ended 31 December 2017, to the best of my knowledge and belief there have been:

- (i) no contraventions of the auditor independence requirements of the *Corporations Act* 2001; and
- (ii) no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Sandon Capital Investments Limited during the period.

**Scott Whiddett** 

Shhiddet

Partner

**Pitcher Partners** 

Sydney

23 February 2018

## Statement of Profit or Loss and Other Comprehensive Income For the half year ended 31 December 2017

	Notes	31 December 2017	31 December 2016 \$
Net realised and unrealised gains on financial assets		2,961,363	6,459,956
Other revenue from operating activities	2	1,131,391	335,630
Total Revenue		4,092,754	6,795,586
Management fees		(317,498)	(298,627)
Performance fees		(663,987)	(1,157,281)
Directors' fees		(30,000)	(31,250)
Brokerage expense		(20,169)	(49,223)
Company secretarial fees		(11,590)	(18,257)
Custody fees		(10,345)	(10,477)
ASX listing and CHESS fees		(23,649)	(20,777)
Share registry fees		(23,408)	(14,435)
Legal fees		(898)	(13,481)
Accounting fees		(23,928)	(22,332)
Audit fees		(29,500)	(30,439)
Taxation fees		(20,909)	(37,632)
Other operating expenses	_	(18,207)	(28,601)
Total expenses		(1,194,088)	(1,732,812)
Profit before Income Tax		2,898,666	5,062,774
Income expense		(377,317)	(1,464,797)
Profit attributable to members of the Company	6	2,521,349	3,597,977
Total comprehensive income for the year	_	2,521,349	3,597,977
Basic Weighted Average Earnings per share (cents per share)	=	5.25	8.13
Diluted Weighted Average Earnings per share (cents per share)	_	5.25	8.13

#### Statement of Financial Position As at 31 December 2017

	Notes	31 December 2017	30 June 2017
		\$	\$
Assets			
Current Assets		4.44.004	0.074.050
Cash and cash equivalents		1,141,624	2,374,356
Trade and other receivables		208,355	151,973
Prepayments Current tax asset		17,922 120,673	8,527
Financial assets	7	48,071,589	46,147,267
Total Current Assets	-	49,560,163	48,682,123
Total Gullent Assets	=	49,300,103	40,002,123
Non-Current Assets			
Deferred tax assets		95,807	148,489
Total Non-Current assets	_	95,807	148,489
	<del>-</del>		. 10, 100
Total Assets	<del>-</del>	49,655,970	48,830,612
Liabilities			
Current Liabilities			
Trade and other payables		839,223	1,327,374
Total Current Liabilities	_	839,223	1,327,374
Non-Current Liabilities			
Deferred tax liabilities		1,809,963	1,472,189
Total Non- Current Liabilities	-	1,809,963	1,472,189
Total Non- Guirent Liabilities	<del>-</del>	1,009,900	1,472,103
Total Liabilities	_	2,649,186	2,799,563
Net Assets		47,006,784	46,031,049
	-		
Equity			
Issued capital	4	46,427,558	46,288,495
Profit appropriation reserve	5	3,677,763	2,841,091
Accumulated losses	6	(3,098,537)	(3,098,537)
Total equity	_	47,006,784	46,031,049

#### Statement of Changes in Equity For the half year ended 31 December 2017

	Notes	Issued Capital	Retained accumulated losses	Profit Reserve	Total Equity
		\$	\$	\$	\$
Balance at 1 July 2016		42,426,953	(1,071,506)	473,001	41,828,448
Profit for the year		-	3,597,977	-	3,597,977
Transfer to profits reserve		-	(4,486,958)	4,486,958	-
Dividends provided or paid		-	-	(1,327,806)	(1,327,806)
Balance at 31 December 2016		42,426,953	(1,960,487)	3,632,153	44,098,619
Balance at 1 July 2017		46,288,495	(3,098,537)	2,841,091	46,031,049
Profit for the year attributable to the owners of the Company		-	2,521,349	-	2,521,349
Transfer to profits reserve	6	-	(2,521,349)	2,521,349	-
Shares issued via exercise of options		139,063	-	-	139,063
Dividends provided or paid	3	-	-	(1,684,677)	(1,684,677)
Balance at 31 December 2017		46,427,558	(3,098,537)	3,677,763	47,006,784

## Statement of Cash Flows For the half year ended 31 December 2017

	31 December 2017 \$	31 December 2016 \$
Cash flows from operating activities	•	•
Proceeds from sale of investments Payments for investments Dividends and capital return received Interest received Other income received Management fees (GST inclusive) Performance fee (GST inclusive) Brokerage expense (GST inclusive) Payment of other operating expenses	2,472,951 (1,411,648) 1,063,589 16,799 36,222 (316,555) (1,158,041) (11,590) (378,845)	15,145,120 (13,821,769) 328,321 30,958 7,012 (347,457) (699,415) (49,223) (209,639)
Net cash inflow from operating activities	312,882	383,908
Cash flows from financing activities Proceeds from issue of new shares - options exercised Dividends paid net of re-investment  Net cash (outflow) by financing activities	139,063 (1,684,677) (1,545,614)	(1,327,806) (1,327,806)
Net decrease in cash and cash equivalents	(1,232,732)	(943,898)
Cash and cash equivalents at the 1 July 2017	2,374,356	2,291,453
Cash and cash equivalents at end of the year	1,141,624	1,347,555

## Notes to the Interim Financial Report For the half year ended 31 December 2017

#### 1. Summary of significant accounting policies

These financial statements and notes for the half year represents those of Sandon Capital Investments Limited ("the Company").

The condensed interim financial report was authorised for issue on 23 February 2018 by the Board of Directors.

#### **Basis of preparation**

2. Other revenue

The half year financial statements are condensed interim financial statements that have been prepared in accordance with the requirements of the *Corporations Act 2001*, *Australian Accounting Standard AASB 134: Interim Financial Reporting.* 

The half year report does not include full disclosures of the type normally included in an annual financial report. It is recommended that the half year financial report be read in conjunction with the Annual Financial Report for the year ended 30 June 2017 and any public announcements made by the Company during the half year in accordance with continuous disclosure requirements arising under the *Corporations Act 2001*.

Except for cash flow information, the financial statements have been prepared on an accruals basis and are based on historical cost with the exception of financial assets and certain other financial assets and liabilities which have been measured at fair value.

There are no new and revised accounting requirements significantly affecting the half year financial statements. The accounting policies have been consistently applied by the Company throughout the period and are consistent with those applied in the 30 June 2017 Annual Financial Report.

#### Rounding of amounts to the nearest dollar

In accordance with the ASIC (rounding in Financial/Directors' Reports) Instruments 2016/191, the amounts in the Directors' report and in the financial report has been rounded to the nearest dollar (where indicated).

December

December

2. Other revenue	2017	2016
	\$	\$
Dividend income	1,085,820	281,962
Trust distributions	36,222	7,012
Interest income	9,349	46,656
	1,131,391	335,630
3. Dividends		
a) Dividends paid during the year	Amount per security (cents)	Franked amount per security (cents)
The following dividends were paid or provided for during the half year:		(11.11)
Final fully franked dividend for the year ended 30 June 2017 paid		
on 2 November 2017.	3.5	3.5
	December 2017 \$	December 2016 \$
Final fully franked dividend of 3.5 cents per share paid on 2 November 2017 (2016: Final fully franked dividend of 3.0 cents per		
share paid on 2 November 2016).	1,684,677	1,327,806

## Notes to the Financial Statements For the half year ended 31 December 2017

#### 3. Dividends (continued)

#### b) Dividends not recognised at year end

In addition to the dividends paid during the reporting period, since the end of the half year, the Directors have declared a 3.5 cents per share fully franked dividend, which has not been recognised as a liability at the end of the financial year.

	December 2017	December 2016
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Interim fully franked dividend for 2017 of 3.5 cents (2016: Interim fully franked dividend of 3.5 cents)	1,684,677	1,549,107
	31 December 2017 \$	30 June 2017 \$
(c) Dividend franking account		
Balance at the beginning of the year	1,519,152	2,609,633
Franking credits on dividends received	392,163	198,597
Franked dividends paid	(639,016)	(1,289,078)
Balance available for subsequent reporting periods Franked dividend declared but not recognised as liability at 31 December 2017	1,272,299	1,519,152
franked at 27.5% (June 17: 27.5%)	(639,015)	(720,018)
Balance available for subsequent reporting periods	633,284	799,134
Franking credits (cents per share)	1.32	1.66

The franking balance of 1.32 cents per share supports the payment of fully franked dividends of 3.47 cents per share, should there be sufficient profit reserves available. Any declaration of dividend is at the discretion of the Board.

Total number of fully paid shares issued as at 31 December 2017 is 48,133,615.

#### 4. Issued Capital

(a) Share Capital	31 December 2017 \$	31 December 2017 Number	30 June 2017 \$	30 June 2017 Number
Fully paid ordinary shares	46,427,558	48,133,615	46,288,495	48,001,175
(b) Movements in shares on issue:				
Opening balance Shares issued – options exercised Cost of raising capital net of tax	46,288,495 139,063	48,001,175 132,440 -	42,426,953 3,928,017 (66,475)	44,260,206 3,740,969
Closing balance	46,427,558	48,133,615	42,288,495	48,001,175

There are 40,386,797 options remaining unexercised. The options will expire on 30 April 2018.

## Notes to the Financial Statements For the half year ended 31 December 2017

	31 December 2017	30 June 2017	
5. Profits reserve	\$	\$	
Movement in profit reserve Balance as at beginning of the period Transfer from retained earnings Dividend paid	2,841,091 2,521,349 (1,684,677) <b>3,677,763</b>	473,001 5,375,939 (3,007,849) <b>2,841,091</b>	
Profit reserve (cents per share)	7.64	5.92	
6. Accumulated losses			
Balance as at beginning of the period Profit for the period Transfer to profit reserve	(3,098,537) 2,521,349 (2,521,349) (3,098,537)	(1,071,506) 3,348,908 (5,375,939) (3,098,537)	

#### 7. Financial instruments measured at fair value

#### (a) Fair value hierarchy

AASB 13 requires disclosure of fair value measurements by level of the following fair value measurement hierarchy (consistent with the hierarchy applied to financial assets and financial liabilities):

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities

**Level 2**: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices)

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs)

Included in Level 1 of the hierarchy are listed investments. The fair value of these financial assets have been based on the closing quoted last prices at the end of the year, excluding transaction costs.

As at 31 December 2017, the Company has one unlisted investment classified at level 3. Its fair value has been determined at the Net Asset Value/unit based on the best available information as at 31 December 2017.

## Notes to the Financial Statements For the half year ended 31 December 2017

#### 7. Financial instruments measured at fair value (continued)

#### (a) Fair value hierarchy (continued)

The following table presents the Company's assets and liabilities measured and recognised at fair value at 31 December 2017.

31 December 2017	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
Financial assets held for trading:				
Listed investments	47,870,808	-	-	47,870,808
Unlisted investments	-	-	200,781	200,781
_	47,870,808	-	200,781	48,071,589

There were no transfers between levels for recurring fair value measurements during the period.

30 June 2017	Level 1 \$	Level 2 \$	Level 3 \$	Total \$
Financial assets held for trading:				
Listed investments	45,943,225	-	-	45,943,225
Unlisted investments	-	-	204,042	204,042
	45,943,225	-	-	46,147,267

#### 8. Contingencies and commitments

There are no contingent assets or liabilities as at 31 December 2017 (2016: Nil). As at 31 December 2017, the Company had nil commitments (2016: Nil).

#### 9. Capital commitments

There are no capital commitments entered into by the Company as at 31 December 2017 period end (2016: nil)

#### 10. Segment information

The Company currently engages in investing activities, including cash, term deposits, equity and debt instruments. It has no reportable business or geographic segments.

#### 11. Events occurring after the reporting period

The Board has declared a fully franked interim dividend of 3.5 cents per share, payable on 16 May 2018.

Apart from the above, no events have occurred subsequent to the balance sheet date that would require adjustment to, or disclosure in, the financial report.

## Directors' Declaration For the half year 31 December 2017

The Directors of Sandon Capital Investments Limited declare that:

- 1. The financial statements and notes, as set out on pages 4 to 11, are in accordance with the *Corporations Act 2001*, including:
  - a) Complying with Australian Accounting Standard AASB 134: *Interim Financial Reporting* and the *Corporations Regulations 2001*; and
  - b) Giving a true and fair view of the financial position of the Company as at 31 December 2017 and of its performance for the half year ended on that date.
- 2. In the Directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of Directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the Directors,

Gabriel Radzyminski Chairman

Sydney

23 February 2018



Independent Auditor's Review Report to the Members of Sandon Capital Investments Limited ABN 31 107 772 467

#### **Report on the Half-Year Financial Report**

We have reviewed the accompanying half-year financial report of Sandon Capital Investments Limited ("the company"), which comprises the statement of financial position as at 31 December 2017, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, a summary of significant accounting policies, other selected explanatory notes and the directors' declaration of the company.

#### Directors' Responsibility for the Half-Year Financial Report

The directors of the company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

#### **Auditor's Responsibility**

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410: "Review of a Financial Report Performed by the Independent Auditor of the Entity", in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the Corporation Act 2001 including: giving a true and fair view of the company's financial position as at 31 December 2017 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134: "Interim Financial Reporting" and the Corporations Regulations 2001. As the auditor of Sandon Capital Investments Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of the half-year financial report consists of making enquiries, primarily of persons responsible for the financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### Independent Auditor's Review Report to the Members of Sandon Capital Investments Limited ABN 31 107 772 467



#### Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

#### **Conclusion**

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Sandon Capital Investments Limited is not in accordance with the *Corporations Act 2001*, including:

- (i) giving a true and fair view of the company's financial position as at 31 December 2017 and of its performance for the half-year ended on that date; and
- (ii) complying with Accounting Standard AASB 134: *Interim Financial Reporting* and *Corporations Regulations 2001*.

**Scott Whiddett** 

Mhiddet

Partner

23 February 2018

**Pitcher Partners** 

Pitcher Partners

Sydney

#### **Company Particulars**

#### **Registered Office**

Level 5, 139 Macquarie Street Sydney NSW 2000 Telephone 02 8014 1188

#### Stock exchange listing

Sandon Capital investment Limited shares are listed on the Australian Securities Exchange (ASX code: SNC)

#### **Directors**

Gabriel Radzyminski – Chairman Peter Velez – Independent Non-Executive Director Matthew Kidman – Independent Non-Executive Director

#### **Company Secretary**

Mark Licciardo and Adam Sutherland Mertons Corporate Service Pty Ltd Level 7, 330 Collins Street Melbourne VIC 3000

#### **Auditor**

Pitcher Partners Level 22, MLC Centre 19 Martin Place Sydney NSW 2000

#### **Share Register**

Link Market Services Limited Level 12, 680 George Street, Sydney, NSW 2000 Telephone 1300 554 474 www.linkmarketservices.com.au