

SANDON CAPITAL

Sandon Capital Investments Limited

ACN 107 772 467

Level 11, 139 Macquarie Street

Sydney NSW 2000

T: 02 8014 1188

F: 02 8084 9984

4 July 2014

The Manager

ASX Market Announcements

Sandon Capital Investments Limited (ASX:SNC)

Unmarketable Parcel Share Sale Facility

Sandon Capital Investments Limited advises that it is implementing an unmarketable parcel share sale facility which provides eligible shareholders with the opportunity to sell their shareholding without incurring brokerage or handling costs.

The facility is available to shareholders who at 7:00pm (Sydney time) on 30 June 2014 (Record Date) were holders of shares with an aggregate market value of less than \$500 (an unmarketable parcel).

A copy of the correspondence being sent to eligible shareholders is attached.

Further information:

Gabriel Radzynski
M: 0408 936 357

Sandon Capital Investments Limited
Tel: 02 8014 1188
Fax: 02 8084 9918
Website: www.sandoncapital.com.au

Share registry:
Link Market Services
Tel: 1300 554 474 (toll free within Australia)
Email: registrars@linkmarketservices.com.au
Fax: +61 2 9287 0303
Postal Locked Bag A14, Sydney,
Address: South NSW 1235

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Dear Shareholder,

Notice of intention to sell unmarketable parcels of shares

Sandon Capital Investments Limited (**Sandon** or **the Company**) is pleased to offer eligible shareholders the opportunity to sell their small shareholding without incurring any brokerage or handling costs.

This offer applies to shareholders who at 7:00pm (Sydney time) on 30 June 2014 (**record date**) were holders of ordinary shares in Sandon (**shares**) valued at less than \$500 (**unmarketable parcel**) based on a price of \$0.945 per share, being the closing price of shares on the Australian Securities Exchange (**ASX**) on the record date.

Sandon is offering this facility as it provides the following benefits:

- Holders of an unmarketable parcel have the opportunity to sell their shares without incurring brokerage or handling costs which, in proportion to the value of their holding, may otherwise render a sale unattractive or uneconomical; and
- The expense and administration involved in maintaining shareholders with unmarketable parcels is reduced. The Company has approximately 5,750 shareholders of which approximately 4,650 hold unmarketable parcels of shares. In aggregate, these unmarketable parcels represent approximately 0.03% of all issued shares.

Our records show that you are the holder of an unmarketable parcel as at the record date and accordingly your shareholding is eligible for this share sale facility.

You may choose to **sell your holding** or **retain your existing holding**.

The options are described below:

1. Sell your holding

If you wish to sell your Sandon shares without incurring brokerage or handling costs, **you do not need to take any action**. Sandon is authorised under Article 2.7 of its Constitution to sell your shares following the closing date if the value of your shares remains at less than \$500 at the closing date, based on the closing price of Sandon shares on that day. Your shares will be pooled with other shares under this facility and sold on the ASX as soon as practicable after the closing date of Friday, 22 August 2014 (**closing date**).

Sandon has appointed a broker to act as an execution-only broker in selling shares on ASX under this facility. The price you receive for each share sold through this facility will be the volume weighted average price received for the sale of all shares sold under this facility (**sale price**). All participants who have their shares sold will receive the same sale price per share. Participants will not receive any interest on the sale proceeds.

Sale proceeds will be paid to you by AUD cheque as soon as practicable following the sale of your shares. Payment is expected to be remitted within 15 business days of the closing date (**expected payment date**). A transaction confirmation statement will be sent to you confirming the number of your shares sold, the sale price and the total sale proceeds you have received.

If your shares remain in a CHESS holding at the Closing Date and you have not returned the Notice of Retention, Sandon may, after the closing date initiate a holding adjustment to move your shares to the issuer sponsored subregister for the purpose of this facility.

Any tax consequences arising from the sale of your shares will be your responsibility.

If the market value of your shares increases between the record date and closing date, due to the increase in the Sandon share price, so that at the closing date the value of your shares previously identified by Sandon as being an unmarketable parcel is no longer less than \$500 (i.e. their value becomes equal to or greater than \$500), Sandon will not sell your shares.

2. Retain your existing holding

If you wish to retain your existing holding then you must either:

- Correctly complete and return the enclosed Share Retention Form so that it is received by Link Market Services Limited, by 5:00pm (Sydney time) on 22 August 2014, being the closing date of this facility;
- If you hold shares in multiple holdings, arrange to have these holdings merged into one holding with a value of at least \$500 so that this is reflected on Sandon share register at 7:00pm (Sydney time) on the closing date; or
- Make your own arrangements outside this facility to purchase additional shares so that the value of your registered holding is at least \$500 on the closing date.

If you successfully take one of these steps, Sandon will not be entitled to sell your shares.

Important Information

Sandon reserves the right to extend the dates referred to in this letter by notice to the ASX.

Sandon is not bound to sell any or all of the shares that may be available to it to sell under this facility. None of Sandon, the broker appointed to sell the shares, nor any other person involved in the facility shall be liable for failure to sell the shares at a particular price. The price of Sandon shares is subject to change and an up-to-date price can be obtained from the ASX website (www.asx.com.au) under the code %SNC+.

Sandon does not make any recommendation or provide any advice to you regarding whether to sell your holding under this facility or retain your existing holding.

If you are in doubt about what to do, you should consult your legal, financial or taxation advisor.

Yours faithfully,

Sandon Capital Investments Limited



Gabriel Radzynski
Chairman
4 July 2014



SRN/HIN:

Number of Shares held as at
the Record Date, 7:00pm (AEST)
on 30 June 2014

IMPORTANT NOTICE

Please complete this form if you do not wish your Shares in Sandon Capital Investments Limited to be sold. If you do not understand this notice you should immediately consult your financial adviser. If you want to sell your shares under the facility, you do not need to take any further action.

SHARE RETENTION FORM

If you wish to retain your Shareholding in Sandon Capital Investments Limited ("Sandon") you must complete this form and return it to Sandon's Registry, so that it is received no later than 5:00pm (Sydney time), on 22 August 2014. Forms may be mailed or delivered to the addresses below.

Mailing Address

Sandon Capital Investments Limited
C/- Link Market Services Limited
Locked Bag A14
SYDNEY SOUTH NSW 1235

or

Hand Delivery

Sandon Capital Investments Limited
C/- Link Market Services Limited
1A Homebush Bay Drive
RHODES NSW 2138 *(Do not use this address for mailing purposes)*

This form must be received by Sandon's Registry no later than 5:00pm (Sydney time), on 22 August 2014, or your Shares will be sold.

Retention of Shares

I/We the Shareholder(s) described above by signing this form, hereby give notice that I/we wish to retain my/our Shareholding in Sandon, pursuant to Article 2.7 of the Company's Constitution.

Contact Details

Enter your telephone number(s) where we may contact you regarding this form.

Telephone Number – Business Hours

Telephone Number – After Hours

Contact Name (PRINT)

Shareholder Signature(s) – This MUST be completed

Shareholder 1

Individual or Sole Director and
Sole Company Secretary

Shareholder 2

Director

Shareholder 3

Director/Company Secretary

Date

This form should be signed by the Shareholder. If a joint holding, all Shareholders should sign. If signed by the Shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the *Corporations Act 2001* (Cth).

Personal Information Collection Notification Statement: Personal information about you is held on the public register in accordance with Chapter 2C of the *Corporations Act 2001*. For details about Link Group's personal information handling practices including collection, use and disclosure, how you may access and correct your personal information and raise privacy concerns, visit our website at www.linkmarketservices.com.au for a copy of the Link Group condensed privacy statement, or contact us by phone on +61 1800 502 355 (free call within Australia) 9am–5pm (Sydney time) Monday to Friday (excluding public holidays) to request a copy of our complete privacy policy.

**THIS FORM MUST BE RECEIVED BY LINK MARKET SERVICES LIMITED
BY NO LATER THAN 5:00PM (SYDNEY TIME) ON THE 22 AUGUST 2014**

SNC RSS001

