

Stanfield Funds Management Limited

Annual General Meeting
22 November 2013

Chairman's Introduction

Executive Director's Presentation

Current Investments

Aquaint Capital Holdings Limited (ASX: AQU)

0.78% of the issued capital

\$541,775 (833,500 ordinary shares at \$0.65/share)

\$250,000pa management contract

Mariner Corporation Limited

15.44% of the issued capital

\$340,113 (1,889,521 ordinary shares at \$0.18/share)

Sale of Stanfield Securities Limited

Stanfield Securities Limited (renamed to Aquaint Capital Limited)

On 6 May 2013, Stanfield sold its interest in Aquaint Capital Limited ('ACL').

The details of the transaction include:

- \$250,000 consideration for 51% of the existing issued capital in ACL.
- \$500,000 value of shares in a new listed entity, Aquaint Capital Holdings Limited, for the balance of 49% shareholding in ACL.
- \$250,000 pa Management Contract for 12 months to manage ACL.

Shares held by Stanfield in Aquaint Capital Holdings Limited are subject to a restriction agreement placing the shares in escrow for 24 months. A 'distribution in species' of the shares issued to Stanfield is not possible due to the escrow restrictions.

Financial Summary

Summary of Financial Statements:

The consolidated profit of the Group after providing for income tax and non-controlling interest was \$1,919,367 (2012: loss of \$1,313,903).

The net assets of the consolidated Group have improved from negative \$1,714,413 at 30 June 2012 to positive \$230,476 at 30 June 2013. This improvement is largely due to the forgiveness of a loan from Nottingham Funds Management Pty Ltd, Stanfield's largest shareholder.

Capital Structure (as at 21 November 2013)

Shares on Issue

3,776,476

Options

100,000 at \$2.00 with expiry on 3 February 2015

Debt

\$100,000 loan with expiry on 30 June 2014

Share Price

54 cents per share

Market Cap

\$2.04M

New Business Activities

Stanfield has been working on expanding its business into Asia

Greater Asia Fund:

- Investing in ASX listed companies with significant business exposure in Asia
- Investing in Asian-listed companies, with business ties to Australia
- For investors looking to ride on the economic growth in Asia

Term Investment Fund:

- Business lending fund, secured by collateral, aimed specifically at new migrants

Government Property Fund:

- Investing in government-leased properties

Stanfield is in negotiation with a number of Responsible Entities to partner with Stanfield on these funds.

Business of Meeting

Resolution No. 1

Adoption of Financial Statements and Reports

To receive and consider the financial accounts and reports of Directors and Auditors for the 2012/13 financial year.

Resolution No. 2

Remuneration Report

To adopt the remuneration report for the year ended 30 June 2013.

(Note: the vote on this resolution is advisory only and does not bind the Directors of the Company. If more than 25% of cast votes are against the Remuneration Report, the Spill Meeting Resolution (No. 6) will be required).

Resolution No. 2 - Proxies Received

Remuneration Report

Resolution	Vote type	Voted	%	% of all securities
REMUNERATION REPORT	For	390,655	80.82	10.34
	Against	20,646	4.27	0.55
	Open-Usable	72,085	14.91	1.91
	Open-Cond	0	0.00	0.00
	Open Unusable	0	N/A	0.00
	Abstain	3,573	N/A	0.09
	Excluded	812,955	N/A	21.53

Resolution No. 3

Election of Directors

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

“That William Ng be elected as a director of the Company”

Resolution No. 3 - Proxies Received

Election of Directors

Resolution	Vote type	Voted	%	% of all securities
ELECT W. NG	For	410,243	31.65	10.86
	Against	923	0.07	0.02
	Open-Usable	885,175	68.28	23.44
	Open-Cond	0	0.00	0.00
	Open Unusable	0	N/A	0.00
	Abstain	3,573	N/A	0.09
	Excluded	0	N/A	0.00

Resolution No. 4

Election of Directors

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

“That Tom Sargant be elected as a director of the Company”

Resolution No. 4 - Proxies Received

Election of Directors

Resolution	Vote type	Voted	%	% of all securities
ELECT T. SARGANT	For	410,543	31.67	10.87
	Against	623	0.05	0.02
	Open-Usable	885,175	68.28	23.44
	Open-Cond	0	0.00	0.00
	Open Unusable	0	N/A	0.00
	Abstain	3,573	N/A	0.09
	Excluded	0	N/A	0.00

Resolution No. 5

Issue of securities under ASX Listing Rule 7.1A

To consider and, if thought fit, pass the following resolution as a special resolution:

“That the shareholders approve the potential issue of securities under Listing Rule 7.1A. The intention of the directors is to invest proceeds from any issue under this resolution on working capital”

Resolution No. 5 - Proxies Received

Issue of Securities

Resolution	Vote type	Voted	%	% of all securities
ISSUE OF SECURITIES	For	390,429	30.12	10.34
	Against	20,872	1.61	0.55
	Open-Usable	885,040	68.27	23.44
	Open-Cond	0	0.00	0.00
	Open Unusable	0	N/A	0.00
	Abstain	3,573	N/A	0.09
	Excluded	812,955	N/A	21.53

Resolution No. 6

Spill Resolution

If in respect to Resolution No. 2 (adoption of the Remuneration Report), at least 25 % of the votes cast are against the adoption of the Remuneration Report, the Chairman will put the Spill Resolution to vote at the AGM to be passed as an ordinary resolution (ie. Requiring at least 50% of the vote).

Resolution No. 6 - Proxies Received

Spill Resolution

Resolution	Vote type	Voted	%	% of all securities
SPILL RESOLUTION	For	19,307	4.00	0.51
	Against	390,859	81.03	10.35
	Open-Usable	72,220	14.97	1.91
	Open-Cond	0	0.00	0.00
	Open Unusable	0	N/A	0.00
	Abstain	4,573	N/A	0.12
	Excluded	812,955	N/A	21.53

Close of Meeting

Corporate Directory

COMPANY

Stanfield Funds Management Limited ACN 006 222 395

Level 4 Podium

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Melbourne VIC 3205

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DIRECTORS

Darren Olney-Fraser (Executive Chairman/Chief Executive Officer)

William Ng (Executive Director)

Don Christie (Non-Executive Director)

Tom Sargant (Non-Executive Director)

COMPANY SECRETARY

Adrian Olney

FINANCIAL STATEMENTS AUDITOR

Grant Thornton Audit Pty Ltd

525 Collins Street

Melbourne VIC 3000