## SANDON CAPITAL

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

#### Appendix 4D – HALF YEAR REPORT For the half year ended 31 December 2020

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

All comparisons to the half year ended 31 December 2019

	\$	Movement Up/(down)	Movement Up/(down) %
Revenue from ordinary activities	26,066,578	Up	145%
Profit from operating activities before tax attributable to members	22,216,958	Up	180%
Profit from operating activities after tax attributable to members	18,628,985	Up	153%
Total comprehensive income attributable to members	18,628,985	Up	153%
Interim Dividend	Cents per share	Franked amount per share	Tax rate of franking
2021 Interim dividend	2.5	2.5	26.0%
Ex-dividend date			17 May 2021
Record date			18 May 2021
Payment date			03 June 2021
Dividend Reinvestment Plan			
The Dividend Reinvestment Plan (D	RP) will apply to this full	y franked dividend. No disco	unt will be offered.
Dividends paid during the period	Cents per share	Franked amount per share	Tax rate for franking
2020 Final dividend paid 12 November 2020	2.5	2.5	26%
Net tangible Assets Per Share		31 December 2020 Cents	31 December 2019 Cents
Net tangible assets per share (before tax)		92.67	95.63
Net tangible assets per share (after tax)		90.34	94.69
Dividends of 3.5 cents per share we Dividends of 2.5 cents per share we			

This report is based on the Half Year Financial Report attached which has been subjected to independent review by the auditors, Grant Thornton Pty Limited. All documents comprise the information required by Listing Rule 4.2A. This information should be read in conjunction with the 30 June 2020 Annual Financial Report.

Interim Financial Report For the half year ended 31 December 2020

### Interim Financial Report For the half year ended 31 December 2020

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#### **Company Particulars**

#### **Registered Office**

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

#### Stock exchange listing

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

#### **Directors**

Gabriel Radzyminski – Chairman Peter Velez – Independent Non-Executive Director Melinda Snowden – Independent Non-Executive Director

#### **Company Secretary**

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

#### **Auditor**

Grant Thornton Audit Pty Ltd Level 17, 383 Kent Street 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

#### Directors' Report to shareholders For the half year ended 31 December 2020

The Directors of Sandon Capital Investments Limited ("the Company") present their report together with the interim financial statements of the Company for the half year ended 31 December 2020.

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

Melinda Snowden - Independent Non-Executive Director

#### **Company secretary**

Mark Licciardo

#### **Auditors**

Grant Thornton Pty Limited.

#### **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. During the period, the value of the Company's investment portfolio increased from \$98,447,979 in June 2020 to \$124,280,884 at half year end.

#### **Operating Results**

The company recorded a net profit before tax of \$22,216,958 (December 2019: \$7,924,426) which was the result of an increase in the market value of investments as at 31 December 2020.

The Company's net profit after tax was \$18,628,985 (December 2019: \$7,350,921). This result was 153% higher than the prior comparable period.

During the reporting period, the Company's cash holdings reduced from \$2,102,650 as at 30 June 2020 to \$708,989 as at 31 December 2020. This reflected the net effect of inflows from sales of investments, returns of capital, receipts of dividends and interest and outflows from purchases of investments and the payment of the 2.5 cents per share final dividend.

The return to shareholders for the 6 month period (measured as the change in the Net Tangible Assets/share plus dividends paid and imputation credits) was 29.9%.

During the period, the Company issued 1,315,585 shares in respect of the Dividend Reinvestment Plan (DRP). As at 31 December 2020 there were 109,939,843 SNC shares on issue.

#### Dividends

Subsequent to 31 December 2020, the Board has determined to pay an interim fully franked dividend of 2.5 cents per share. This dividend will be paid to shareholders on 03 June 2021. The Dividend Reinvestment Plan (DRP) will apply to this dividend. There will be no discount.

A fully franked final dividend of 2.5 cents per share for the financial year ending 30 June 2020 was paid on 12 November 2020. The DRP applied to this dividend. The total dividend paid to shareholders during the 6-month period was \$2,715,613.

#### Directors' Report to shareholders For the half year ended 31 December 2020

#### **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 have been rounded to the nearest dollar (where indicated).

#### Events occurring after the reporting period

The Board has determined to pay an interim fully franked dividend of 2.5 cents per share, payable on 03 June 2021. The DRP will apply to this dividend. There will be no discount.

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

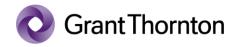
A copy of the Auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 4.

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 24 February 2021



Level 17, 383 Kent Street Sydney NSW 2000

Correspondence to: Locked Bag Q800 QVB Post Office Sydney NSW 1230

T +61 2 8297 2400 F +61 2 9299 4445 E info.nsw@au.gt.com W www.grantthornton.com.au

### Auditor's Independence Declaration

### To the Directors of Sandon Capital Investments Limited

In accordance with the requirements of section 307C of the *Corporations Act 2001*, as lead auditor for the review of Sandon Capital Investments Limited for the half-year ended 31 December 2020, I declare that, to the best of my knowledge and belief, there have been:

a no contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the review; and

no contraventions of any applicable code of professional conduct in relation to the review.

Grant Thornton Audit Pty Ltd Chartered Accountants

Great Thombor

A J Sheridan

Partner - Audit & Assurance

Sydney, 24 February 2021

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### Statement of Profit or Loss and Other Comprehensive Income For the half year ended 31 December 2020

	Notes	December 2020	December 2019
Net realised and unrealised gains on financial		Ψ	Ψ
assets		25,361,038	10,375,038
Other revenue from operating activities	2	705,540	250,468
Net investment income	_	26,066,578	10,625,506
Management fees		(733,548)	(582,322)
Performance fees		(2,589,234)	(1,376,493)
Directors' fees		(30,926)	(64,066)
Brokerage expense		(157,887)	(24,225)
Company secretarial fees		(20,895)	(30,148)
Custody fees		(14,627)	(10,824)
ASX listing and CHESS fees		(38,413)	(113,869)
Share registry fees		(43,246)	(72,664)
Legal fees		(41,154)	(173,338)
Accounting fees		(24,009)	(30,570)
Audit fees		(40,227)	(28,347)
Taxation fees		(84,128)	(142,722)
Other operating expenses		(31,326)	(51,492)
Total expenses		(3,849,620)	(2,701,080)
Profit before income tax		22,216,958	7,924,426
Income tax expense		(3,587,973)	(573,505)
Profit attributable to members of the Company	6 _	18,628,985	7,350,921
Other comprehensive income for the period	 	<u>-</u>	-
Total comprehensive Income for the period	_	18,628,985	7,350,921
Basic Weighted Average Earnings per share (cents per share)		17.09	8.48
	_		
<ul> <li>Diluted Weighted Average Earnings per share (cents per share)</li> </ul>	_	17.09	8.48

The accompanying notes form part of these financial statements.

### Statement of Financial Position As at 31 December 2020

	Notes	December 2020	June 2020
		\$	\$
Assets			
Cash and cash equivalents	7	708,989	2,102,650
Trade and other receivables	8	2,658,397	46,201
Prepayments		10,888	33,148
Financial assets at fair value through profit/loss	10	123,571,895	96,345,329
Deferred tax assets		806,369	2,203,520
Total Assets	_	127,756,538	100,730,848
Liabilities			
Trade and other payables	9	24,804,371	16,889,268
Financial liabilities at fair value through profit/loss	10	24,004,071	1,110,305
Deferred tax liabilities		3,372,723	4,596
Total Liabilities	_	28,177,094	18,004,169
Net Assets		99,579,444	82,726,679
Not Addition	=	00,010,444	02,720,070
Equity			
Issued capital	4	103,659,525	102,720,132
Profits reserve	5	15,546,762	1,229,225
Accumulated losses	6	(19,626,843)	(21,222,677)
Total Equity	_	99,579,444	82,726,679

#### Statement of Changes in Equity For the half year ended 31 December 2020

	Note s	Issued Capital \$	Accumulated losses	Profits Reserve \$	Total Equity
Balance at 1 July 2019		57,034,812	(5,207,913)	1,334,797	53,161,696
Profit for the year attributable to the owners of the Company		-	7,350,921	-	7,350,921
Transfer to profits reserve	5	-	(7,350,920)	7,350,920	-
Shares issued via scrip consideration for acquisition		44,229,638	-	-	44,229,638
Shares issued via dividend reinvestment plan		317,092	-	-	317,092
Dividends provided or paid	3	-	-	(3,723,452)	(3,723,452)
Balance at 31 December 2019		101,581,542	(5,207,912)	4,962,265	101,335,895
Balance at 1 July 2020		102,720,132	(21,222,677)	1,229,225	82,726,679
Profit for the year attributable to the owners of the Company		-	18,628,985	-	18,628,985
Transfer to profits reserve	5	-	(17,033,151)	17,033,151	-
Shares issued via dividend reinvestment plan		939,393	-	-	939,393
Dividends provided or paid	3	-	-	(2,715,613)	(2,715,613)
Balance at 31 December 2020	_	103,659,525	(19,626,843)	15,546,762	99,579,444

### Statement of Cash Flows For the half year ended 31 December 2020

	Notes	December 2020 \$	December 2019
Cash flows from operating activities		Ψ	Ψ
Proceeds from sale of investments Payments for investments Dividends and capital return received Interest received Other income received Income tax payments Management fees (GST inclusive) Performance fee (GST inclusive) Brokerage expense (GST inclusive) Payment of other operating expenses		6,047,316 (11,166,508) 693,018 1,323 27,914 - (846,238) - (157,887) (244,379)	6,762,371 (8,023,312) 194,590 6,043 18,808 (9,751) (515,558) (424,224) (24,225) (827,423)
Net cash outflow from operating activities	<del>-</del>	(5,645,441)	(2,842,681)
Cash flows from financing activities			
Dividends paid net of re-investment Funding from Subsidiary		(1,776,220) 6,028,000	(3,406,359) 7,350,000
Net cash inflow by financing activities	<u>-</u>	4,251,780	3,943,641
Net (decrease)/increase in cash and cash equivalents		(1,393,661)	1,100,960
Cash and cash equivalents at 1 July 2020		2,102,650	701,885
Cash and cash equivalents at end of the period	- -	708,989	1,802,845
Non-cash transactions:			
Shares issued via scrip consideration for acquisition		-	44,229,638

#### Notes to the Interim Financial Report For the half year ended 31 December 2020

#### 1. Summary of significant accounting policies

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

The condensed interim financial report was authorised for issue on 24 February 2021 by the Board of Directors.

#### **Basis of preparation**

The half year financial statements are interim financial statements that have been prepared in accordance with the requirements of the *Corporations Act 2001* and *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 2020 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.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, except for the policies stated below.

#### New and amended Accounting Standards and Interpretations adopted.

The company has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board that are mandatory for the current reporting period.

There were no new or amended Accounting Standards or Interpretations that were not yet mandatory and early adopted which are expected to have a significant impact on the Company's financial statements.

#### **Investment Entity**

The directors have determined that the Company meets the definition of an investment entity under AASB 10. Hence as an investment entity it shall not consolidate its subsidiary or apply AASB 3 when it obtains control of another entity. Instead, an investment entity shall measure an investment in a subsidiary at fair value through profit and loss in accordance with AASB 9

#### Tax Consolidation

On 3 December 2019, the company formed a tax consolidated group with Mercantile Investment Company Ltd (MVT or Mercantile) and all its subsidiaries under the tax consolidated regime. The tax agreement is effective from 3 December 2019 for the income year ending 30 June 2020 and future years. The Australian Taxation Office has been notified of this decision. As a result of tax consolidation, adjustments were required for the reset of tax bases of assets of the subsidiaries.

Controlled entities within the relevant tax consolidated group continue to be responsible under the Company's tax funding agreement for funding their share of tax payments that are required to be made by the Company. These tax amounts are measured as if each entity within the tax consolidated group continues to be a standalone tax payer in their own right.

Assets or liabilities arising under tax funding agreements are recognised as amounts receivable from or payable to other entities in the tax consolidated group. Any differences between the amounts assumed and amounts receivable or payable under the tax funding agreements are recognised as a contribution to (or distribution from) wholly-owned tax consolidated entities.

#### Notes to the Interim Financial Report For the half year ended 31 December 2020

#### 1. Summary of significant accounting policies (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).

	2. Other revenue	December 2020	December 2019
	Pt the Process	\$	\$
)	Dividend income	676,303	225,617
	Trust distributions	27,914	18,808
	Interest income	1,323	6,043
	-	705,540	250,468
)			
)	3. Dividends		
	(a) Dividends paid during the year	Amount per	Franked amount
7	(a) Dividends paid during the year	security (cents)	per security (cents)
)	The following dividends were paid or provided for during the half year:	coounty (como)	por occurry (come)
	Final fully franked dividend for the year ended 30 June		
1	2020 paid on 12 November 2020.	2.5	2.5
)			
		December 2020	December 2019
	Final fully franked dividend of Q.F. contains a share maid on	\$	\$
	Final fully franked dividend of 2.5 cents per share paid on 12 November 2020 (2019: Final fully franked dividend of 3.5		
\	cents per share paid on 12 November 2019).	2,715,613	3,723,452
	cents per share paid on 12 November 2010).	2,710,010	0,720,402
\	(b) Dividends not recognised at half year end		
	In addition to the dividends paid during the reporting period, si	ince the end of the half	year, the Directors have
	announced their intention to pay a 2.5 cents per share fully fra	inked dividend, which h	as not been recognised
	as a liability at half year end.		
\		December 2020	December 2019
)	hatanina falla farada ad disiden d	0.740.400	3 722 224
	Interim fully franked dividend	2,748,496	3,733,034
)	(c) Dividend franking account	December 2020	June 2020
	10) Dividend Hamking dooddin	\$	\$
		•	•
	Balance at the beginning of the year	11,576,627	939,267
	Franking credits on dividends received	284,534	93,724
	Franking credits on dividends received by Subsidiary	195,451	162,582
/	Other Tax Payments	-	8,301
	Other tax payments by Subsidiary	-	(5,390)
	Franked dividends paid	(954,134)	(2,828,325)
	Franking credits transferred from MVT on tax consolidation	-	13,206,468
	For the Life Classification of the Control of the C	11,102,478	11,576,627
	Franked dividend declared but not recognised as liability at	/OCE COO\	-
	31 December 2020 franked at 26%	(965,688)	44 E76 CO7
	Balance available for subsequent reporting periods	10,136,790	11,576,627

The total number of fully paid shares on issue as at 31 December 2020 is 109,939,843.

Franking credits (cents per share)

9.22

10.66

#### Notes to the Interim Financial Report For the half year ended 31 December 2020

4.	Issued Capital				
	•	December 2020	December 2020 Number	June 2020 \$	June 2020 Number
(a	) Share Capital	Ψ	Number	Ψ	Number
] Fu	ully paid ordinary shares	103,659,525	109,939,843	102,720,132	108,624,261
(b	) Movements in shares on issue:				
) 0	pening balance	102,720,132	108,624,261	57,034,812	59,259,401
	nares issued – options acquired	-	-	-	601,457
∖ Šł	MVT) hares issued as scrip consideration	-	-	44,229,638	46,523,233
Sł	r MVT hares issued under a dividend	939,393	1,315,582	1,550,714	2,353,075
	investment plan hare buy-back	_	_	(95,032)	(112,905)
	losing balance	103,659,525	109,939,843	102,720,132	108,624,261
)					
5.	Profits reserve				
1			Decembe	r 2020 \$	June 2020 \$
M	ovement in profits reserve			Ψ	Ψ
Ba	alance as at beginning of the period			29,224	1,334,797
	ransfer from retained earnings		The state of the s	33,151	7,350,920
וט	ividend paid			<u>5,613)</u> <b>46,762</b>	(7,456,493) <b>1,229,224</b>
			13,3.	+0,702	1,229,224
Pr	rofits reserve (cents per share)			14.14	1.13
6.	Accumulated losses		Decembe	r 2020	June 2020
7			Decembe	\$	\$
) Ba	alance as at beginning of the period		(21,22	2 677)	(5,207,913)
	rofit for the period			28,985	(8,663,844)
	ransfer to profits reserve			3,151)	(7,350,920)
			(19,62	6,843)	(21,222,677)
7.	Cash and cash equivalents		Decembe	r 2020	June 2020
			Decembe	\$	\$
C	ash at bank		2.	19,697	801,916
C	ollateral on short trades			39,292	1,300,734
			70	08,989	2,102,650

#### Notes to the Interim Financial Report For the half year ended 31 December 2020

#### 8. Trade and other receivables

	December 2020 \$	June 2020 \$
Outstanding settlements receivable	2,423,023	-
GST receivable	231,407	25,519
Other receivable	2,082	2,082
Dividend and New Zealand withholding tax receivable	1,885	18,600
•	2,658,397	46,201

#### 9. Trade and other payables

	December 2020 \$	June 2020 \$
Management fee payable	144,906	112,690
Performance fee payable	2,778,691	-
Outstanding settlements payable	279,664	
Other payables	96,877	123,040
Intercompany tax payable under tax funding agreement	146,233	1,323,538
Amounts payable to investee entity	21,358,000	15,330,000
	24,804,371	16,889,268

#### 10. 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.

Included in level 2 of the hierarchy are unlisted investment companies. The fair value of an investment has been based on its net asset backing, being the underlying value of its cash, cash equivalents and investment portfolio values at the end of the reporting period.

As at 31 December 2020, the Company has one unlisted investment classified as level 2. This investment is MVT.

The investment in MVT is an unlisted wholly owned subsidiary, which has been valued at its underlying post-tax net asset backing at the end of the reporting period. Although MVT itself is unlisted, and hence is reported as a level 2 asset, 82.1% of MVT's investment portfolio comprises level 1 assets. The balance of the fair value hierarchy comprises level 2 assets (0.8% of MVT's portfolio) and level 3 assets (17.1% of MVT's portfolio). The portion of MVT's assets that are reported as investments was valued at \$54,065,362 as at 31 December 2020. Other assets, such as the investment in ASK Funding Ltd and Richfield Maritime Agencies are reported as loans and cash.

#### Notes to the Interim Financial Report For the half year ended 31 December 2020

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

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

Included with level 3 of the hierarchy are unlisted securities such as shares in private companies, trusts and unlisted foreign notes. In order to determine the fair value of these investments, valuation techniques such as comparisons to similar investments for which market observable inputs are available, latest available net tangible assets per share, the adjusted last sale price or the fair value of the expected redemption value in the notes have been adopted.

As at 31 December 2020, the Company had three unlisted investment classified as level 3.

The Company's investment in Carbon Conscious Investment Ltd (CCIL) valued at \$355,851 (June 2020: \$345,519) is based on its share of CCIL's shareholder equity. This valuation was supported by discounted cashflow calculations and earnings capitalisation calculations performed by the Company on readily available information.

The Company's investment in Foundation Life valued at \$280,982 (June 2020: \$281,350) is based on its share of Foundation Life's shareholder equity and ownership of Foundation Life's notes. These figures are reported in Foundation Life's reviewed half yearly and audited full year accounts (in March and September respectively).

The Company's investment in OneMarket Limited (OMN) valued at Nil (June: Nil) is based on its share of OMN's liquidation value. OMN delisted from the ASX on the 2<sup>nd</sup> of December 2019. The liquidators are yet to determine if there will be any final distributions.

The following table presents the Company's assets and liabilities measured and recognised at fair value at 31 December 2020.

31 December 2020	Level 1 \$	Level 2 \$	Level 3	Total \$
Financial assets held for trading: Listed investments Unlisted investments Financial liabilities	65,339,834 -	57,595,227 -	- 636,834 -	65,339,834 58,232,061
	65,339,834	57,595,227	636,834	123,571,895
30 June 2020	Level 1 \$	Level 2 \$	Level 3	Total ¢
Financial assets held for trading:	•	•	Ψ	Ψ
Listed investments	46,227,818	-	-	46,227,818
Unlisted investments Financial liabilities	- (1,110,305)	49,490,642	626,869	50,117,511 (1,110,305)
	45,117,513	49,490,642	626,869	95,235,024

#### 11. Contingencies and commitments

There are no contingent assets or liabilities as at 31 December 2020 (June 2020: Nil). As at 31 December 2020, the Company had nil commitments (June 2020: Nil).

#### 12. Segment information

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

#### Notes to the Interim Financial Report For the half year ended 31 December 2020

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

The Board has declared a fully franked interim dividend of 2.5 cents per share, payable on 03 June 2021.

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 2020

The Directors of Sandon Capital Investments Limited declare that:

- 1. The financial statements and notes, as set out on pages 5 to 14, 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 2020 and of its performance for the half year ended on that date.
- 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.

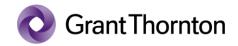
Signed in accordance with a resolution of Directors, pursuant to section 306(3)(a) of the Corporations Act 2001.

On behalf of the Directors,

Gabriel Radzyminski Chairman

Sydney

24 February 2021



Level 17, 383 Kent Street Sydney NSW 2000

Correspondence to: Locked Bag Q800 QVB Post Office Sydney NSW 1230

T +61 2 8297 2400 F +61 2 9299 4445 E info.nsw@au.gt.com W www.grantthornton.com.au

## Independent Auditor's Report

To the Members of Sandon Capital Investments Limited

Report on the review of the half year financial report

#### Conclusion

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 2020, and the 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 description of accounting policies, other selected explanatory notes, and the directors' declaration.

Based on our review, which is not an audit, nothing has come to our attention that causes us to believe that the half year financial report of Sandon Capital Investments Limited does not give a true and fair view of the financial position of the Company as at 31 December 2020, and of its financial performance and its cash flows for the half year ended on that date, in accordance with the *Corporations Act 2001*, including complying with Accounting Standard AASB 134 *Interim Financial Reporting*.

#### **Basis for conclusion**

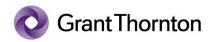
We conducted our review in accordance with ASRE 2410 Review of Financial Report Performance by the Independent Auditor of the Entity. Our responsibilities are further described in the Auditor's Responsibilities for the Review of the Financial Report section of our report. We are independent of the Company in accordance with the auditor independence requirements of the Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code. We confirm that the independence declaration required by the Corporations Act 2001 which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's review report.

#### 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.

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#### 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 Corporations Act 2001 including giving a true and fair view of the Company's financial position as at 31 December 2020 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 a half year financial report consists of making enquiries, primarily of persons responsible for 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.

Grant Thanton
Grant Thornton Audit Pty Ltd

Grant Thornton Audit Pty Ltd Chartered Accountants

A J Sheridan

Partner - Audit & Assurance

Sydney, 24 February 2021