# Q4 FY21 INVESTOR UPDATE & Q&A

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PRESENTED BY
NAOS ASSET MANAGEMENT



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## NAOS Asset Management

Our Mission

To provide investors genuine long-term, concentrated exposure to Australian undervalued emerging companies with an industrial focus.

NAOS established its first Listed Investment Company (LIC) in 2013 with 400 shareholders, today NAOS manages ~\$400 million across three LIC vehicles for approximately 8,000 shareholders.

Our directors and employees have a significant interest in all three LICs, this means we are invested alongside our shareholders creating strong alignment of interests.

We believe that demonstrating leadership in ESG is ultimately a differentiating factor that benefits all parties. At NAOS we strive to create a positive impact on social, environmental and governance issues. We choose our investments based on a long list of criteria which include their ability to grow their revenue base, their pricing power, scalability, as well as their capability to internally fund their expansion.

# NAOS investment beliefs provide a competitive advantage







Invest for the Long Term
5+ years



Performance v Liquidity Focus

The closed end LIC structure removes application and redemption risk.



Ignore the Index



Pure Exposure to Industrials





Environmental, Social and Governance (ESG)

We do not invest in businesses that are directly related to the production or sale of tobacco, gambling, nuclear, uranium, coal or iron ore, animal cruelty, controversial weapons, coal mining operations or oil and gas production companies.



Constructive Engagement

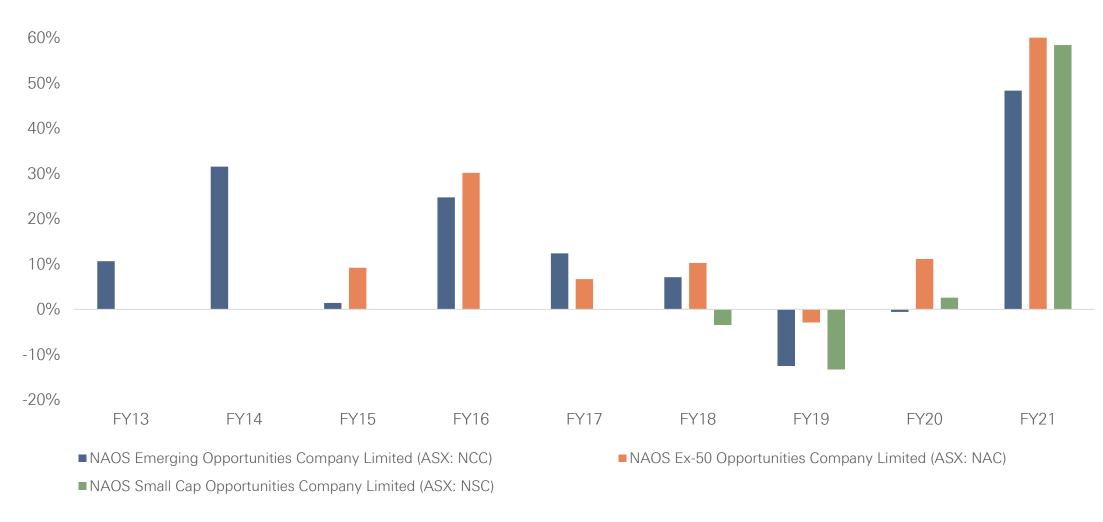
### Reasons not to invest with NAOS

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Our LICs are not for everyone. Some reasons why you may not choose to invest with NAOS include:

- Concentrated portfolios (0-15 investments)
- Long-term investment philosophy (5+ years)
- Focus on smaller companies (\$20 million \$500 million)
- Benchmark unaware (No NAOS investments are within the XSOAI)
- Industrial focus (No exposure to resources or very early-stage businesses)
- Smaller fund size (increases ability to gain a meaningful exposure to smaller businesses)
- ESG aware

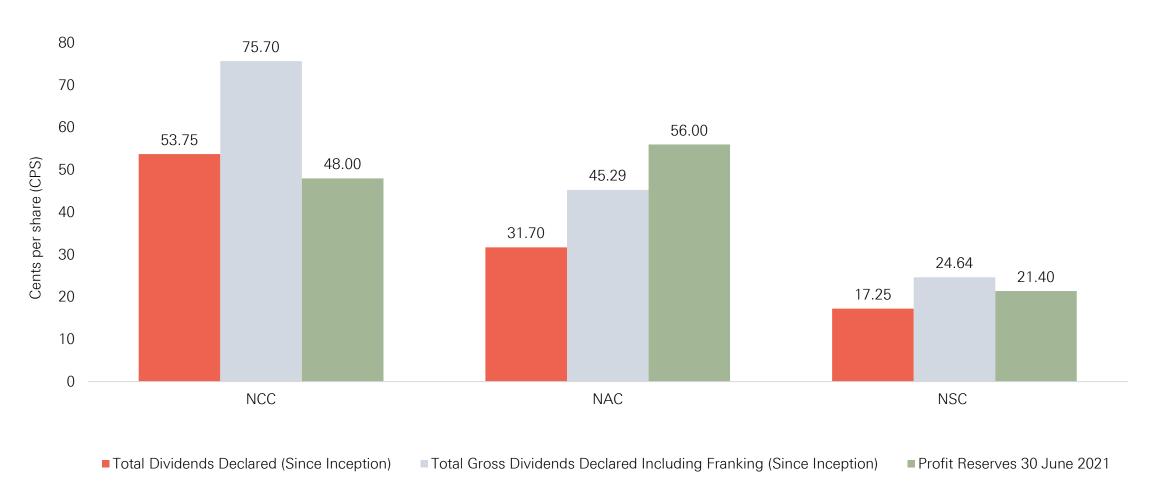
## NAOS LICs investment portfolio financial year returns\*



<sup>\*</sup> Investment Portfolio Performance is post all operating expenses, before fees, taxes, interest and initial IPO and subsequent capital raising costs. Returns compounded for periods greater than 12 months. Performance has not been grossed up for franking credits received by shareholders. Inception dates are February 2013 (NCC), November 2014 (NAC) and December 2017 (NSC).

# NAOS LIC Fully Franked Dividend History and Profit Reserves

Each LIC has consistently paid dividends and holds healthy profit reserves



All figures as at 30 June 2021

## Investment portfolio performance summary

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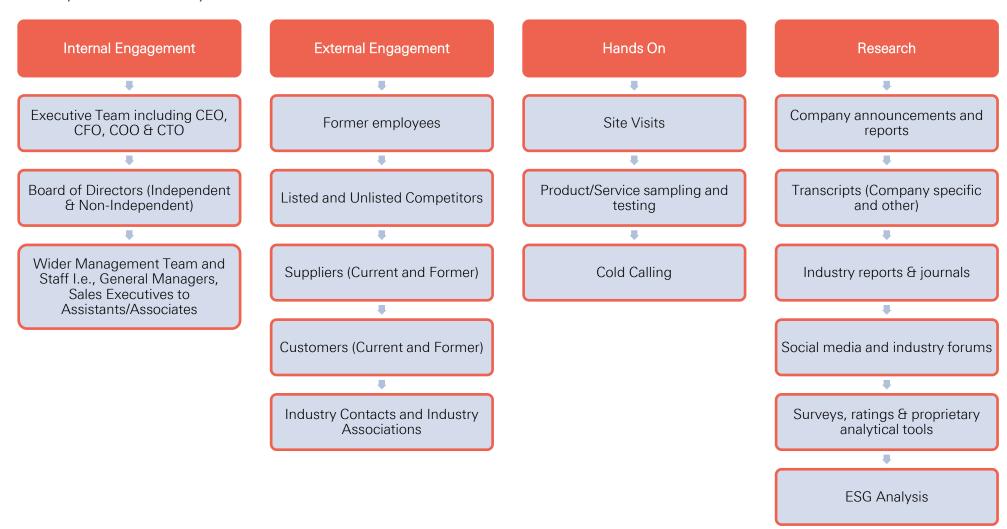
Investment Portfolio	1 YEAR	1 YEAR BENCHMARK PERFORMANCE	INCEPTION (P.A.)	BENCHMARK INCEPTION PERFORMANCE (P.A)
NAC Investment Portfolio Performance*	+63.36%	+27.93%^	+17.72%	+8.53%^
NCC Investment Portfolio Performance*	+48.34%	+33.23%^	+13.44%	+7.58%^
NSC Investment Portfolio Performance*	+58.40%	+33.23%^	+8.98%	+9.49%^

<sup>\*</sup>Investment Portfolio Performance is post all operating expenses, before fees, interest, taxes, initial IPO commissions and all subsequent capital raising costs. Performance has not been grossed up for franking credits received by shareholders. Since inception (P.A. and Total Return) includes part performance for the month of February 2013 (NCC), November 2014 (NAC) and December 2017 (NSC). Returns compounded for periods greater than 12 months.

<sup>^</sup>NAC Benchmark= S&P/ASX 300 Industrials Accumulation Index, NCC Benchmark= S&P/ASX Small Ordinaries Accumulation Index, NSC Benchmark= S&P/ASX Small Ordinaries Accumulation Index

### What research does NAOS apply to the Investment Process?

The NAOS Investment Team undertakes fundamental analysis on potential and current investments. Some examples of our key focus areas include:

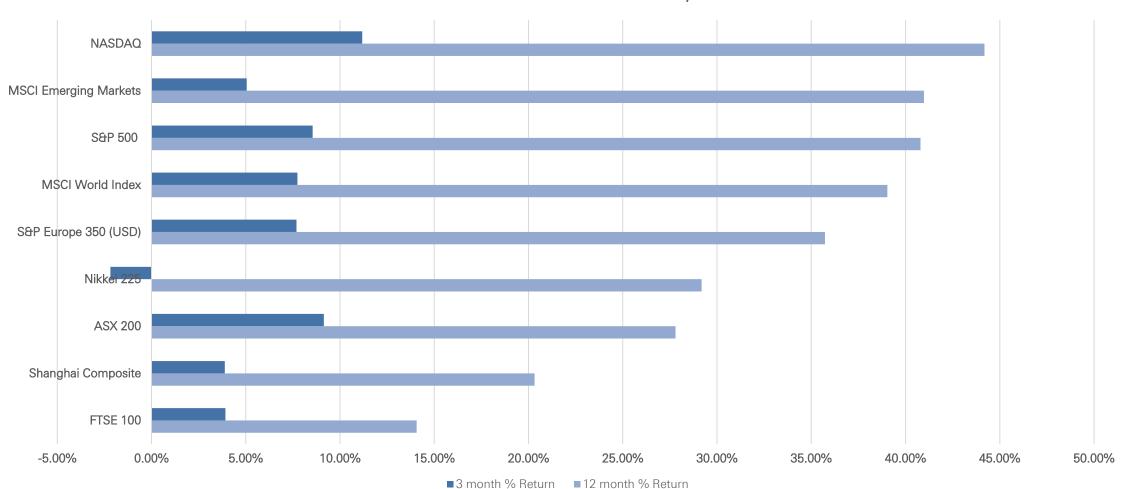


## Summary of Q4 FY21

- Q4 FY21 performance was strong across all of the NAOS LICs with NCC +13.78%, NSC +13.62% and NAC +15.92%.
- Capital management initiatives during Q4 FY21 included:
  - NSC conducted a 1 for 3 bonus options issue
  - NCC convertible notes offer completed
  - NCC, NSC & NAC paid fully franked dividends of 3.75cps (semi-annual) 1.25cps (quarterly) and 1.40cps (quarterly) respectively
  - Buybacks in NSC & NAC continued
  - NCCOB options expired with 84% of options exercised.
- Many of the structural tailwinds underpinning core positions are gaining further momentum as the wider economy continues to recover. We believe these holdings are exiting FY21 in a strong position for future growth.
- The new investment opportunities we mentioned in Q3 have continued to develop into core positions in the portfolios (e.g. 360 Total Return Fund (ASX: TOT), Urbanise.com (ASX: UBN)). In addition, there has been further rotation with some exits and some new investments made during Q4 (e.g. Gentrack (ASX: GTK)).

### Summary of Q4 FY21 continued





Source: IRESS, MSCI, S&P

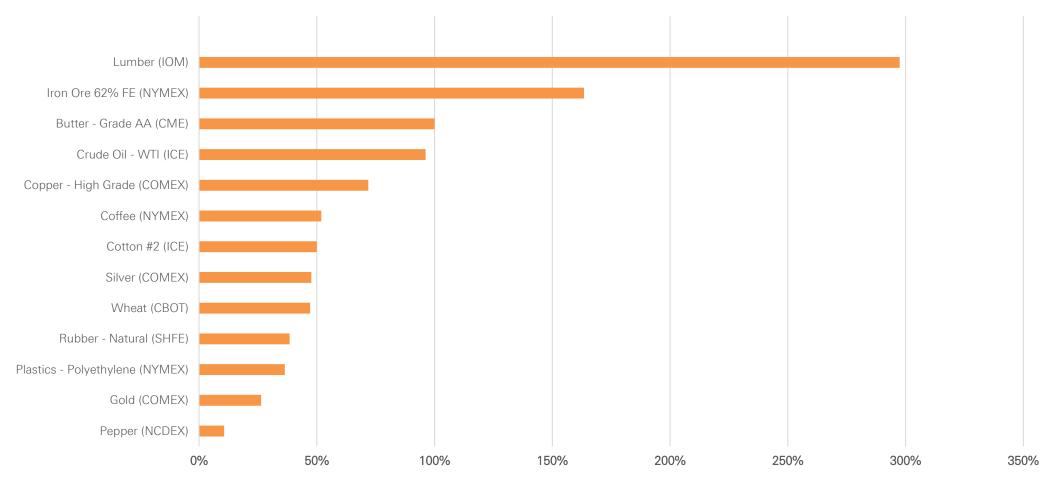
## Summary of Q4 FY21 continued

- Removal of some short-term stimulus measures (JobKeeper and JobSeeker programs ended in March) resulted in Q4 being the most 'normal' quarter since the impact of COVID-19.
- Whilst the larger stimulus measures have been tapered or removed, smaller, more targeted stimulus packages were introduced, including:
  - Introduction of airfare subsidy programs
  - Expanded SME loan schemes
  - Instant asset write-off extension
  - Boosting of R&D tax rebates
- Labour & skills shortages started to become a real focal point for many industries which may have substantial follow-on impacts to the wider economic recovery.
- Globally, supply shortages in commodities, materials and goods and continued supply chain & logistics concerns are causing widespread inflation. Is this temporary or structural?
- The topic of raising interest rates is becoming more prevalent. We have seen numerous central banks continue to publicly state this will not occur in the short term.

### Summary of Q4 FY21 continued







Source: CapitallQ Data as at 20/7/21

### Welcome Jim Bindon



Jim Bindon
Managing Director, Big River
Industries Ltd



20%

3 Steel rolling lines

NSW/ACT

25%

NZ

QLD

27%

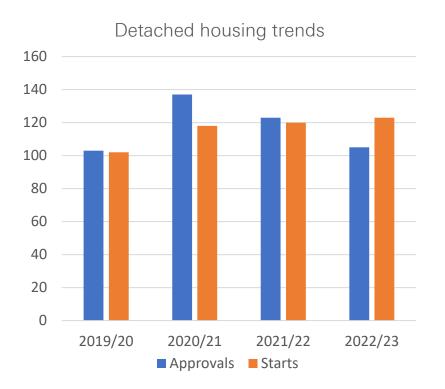
Note: Breakdowns for pro forma 1H21 revenue (incl. TWP acquisition); 1. Manufacturing facilities are also counted as distribution branches.

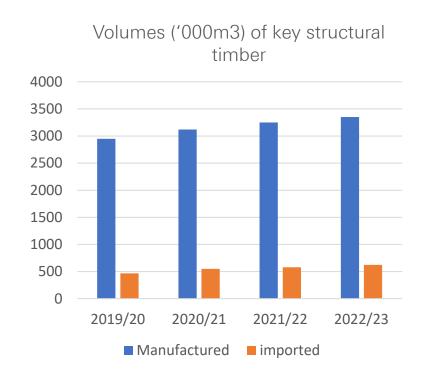
### Positive construction cycle metrics



- Population grew 16% between 2008 and 2017 cycle peaks.
- Australian population is forecast to be 10% higher than 2017 by the next expected (2024) cyclical peak.
- Hence construction is expected to grow a cumulative 15% over the next 3 years.

# Supply constraints affecting the industry





- Detached housing approvals have increased 34% in 2020/21
- Cumulative manufactured and imported framing timber has grown only 9% in 2020/21
- Hence construction starts continue to lag approvals due to this supply constraint.
- This underpins a strong pipeline in housing construction until 2024

# NCC key portfolio events Q4 FY21

HOLDING	INDUSTRY	Q4 UPDATE
Contango. (ASX: CGA)	Financial Services	<ul> <li>Quarterly results saw milestone achieved of &gt;\$1bn FUM and is cash flow positive.</li> <li>Outsourced the last of their internally managed investment products.</li> <li>Transition to pure play distribution platform now achieved.</li> <li>Fixed cost base leverage should be material over time.</li> </ul>
US Masters Residential Property Fund  (ASX: URF)	Property	<ul> <li>Turnaround continues with renovation pipeline works completed during the quarter.</li> <li>Non-core asset sales program to aid further debt reduction.</li> <li>Capital structure continues to improve and cost base continues to reduce in line with company's stated strategic objectives and two-year plan which ends in CY21.</li> </ul>
Wingara AG Limited (ASX: WNR)	Agriculture	<ul> <li>New CEO appointed from July 1<sup>st</sup> to continue company turnaround.</li> <li>Full year FY21 results released (March year end) – Restructuring, one off costs, impairments occurred.</li> <li>Strategic review of Austco Polar Cold Storage business is underway.</li> <li>Overall demand for fodder products in Asian economies remains strong with processing volumes at record levels in Q4 (22.8k tonnes).</li> </ul>

### NCC overview as at 30 June 2021

Pre-Tax NTA

7.00% Fully Franked Dividend Yield \$1.035 Share Price

14 Number of Holdings

13.44% Performance since Inception p.a. 48.34%

1 Year Performance \$134.8m

Weighted Average Market Capitalisation of the Investments

FULLY FRANKED DIVIDEND (CENTS PER SHARE)



■ Dividends Declared

■ Cumulative Dividends

Investment Performance is post all operating expenses, before fees, taxes, initial IPO commissions and all subsequent capital raising costs. Performance has not been grossed up for franking credits received by shareholders and returns are compounded for periods greater than 12 months. Inception date February 2013.

# NSC key portfolio events Q4 FY21

HOLDING	INDUSTRY	Q4 UPDATE
(ASX: COG)	Financial Services	<ul> <li>Q3 trading update released with strong momentum continuing despite being a seasonally quiet period.</li> <li>Federal government instant asset write off announcement to continue to provide tailwinds along with infrastructure spending programs.</li> <li>Q4 FY21 result of \$5.4m NPATA. Broking division strong QoQ growth.</li> <li>Supply chain disruptions impacting timing, underpinning FY22 demand.</li> </ul>
Overthe Wire  (ASX: OTW)	Information Technology & Telecommunications	<ul> <li>Completion of the multi-year Tier 1 voice interconnect program. A major business milestone.</li> <li>Now a fully operational, digital, national voice network, adding to the business' competitive moat. Material opportunities for cost (\$2m) and revenue synergies to occur over next 12-24 months.</li> <li>June update highlighted deferral of non-recurring revenues from FY21 into FY22.</li> </ul>
gentrack (ASX: GTK)	Software & Services	<ul> <li>Released half year FY21 results (Sept year end). Results are improving under new management, but material COVID impacts remain.</li> <li>Investor strategy day highlighted turnaround roadmap &amp; progress to date.</li> <li>Released FY24 (3 year) targets, ARR growth target 15%.</li> </ul>

### NSC overview as at 30 June 2021

\$1.10 Pre-Tax

NTA

4.85% Fully Franked Dividend Yield

\$0.98 Share Price

Number of Holdings

15

8.98% Performance since

Inception p.a.

58.40%

1 Year Performance \$206.2m

Weighted Average Market Capitalisation of the Investments





Cumulative Dividends

# NAC key portfolio events Q4 FY21

HOLDING	INDUSTRY	Q4 UPDATE
360 Capital •••••• (ASX: TOT)	D 15	<ul> <li>Became a substantial holding within the quarter.</li> <li>Exited position in Peet Ltd (ASX: PPC) at a profit.</li> <li>TOT/TGP continued to increase stake in Irongate (ASX:IAP) from ~9% to &gt;19%</li> </ul>
Over the Wire		<ul> <li>Buoyant market conditions underpinning total portfolio.</li> <li>Completion of the multi-year Tier 1 voice interconnect program.</li> <li>Now a fully operational, digital, national voice network, adding to the business' competitive moat. Material opportunities for cost (\$2m) and revenue synergies to occur over next 12-24 months.</li> </ul>
(ASX: OTW)	Telecommunications	<ul> <li>June update highlighted deferral of non-recurring revenues from FY21 into FY22. More importantly FY21 core recurring revenue delivered as expected + solid recurring revenue growth expectations for FY22.</li> </ul>
(ASX: EXP)	т ·	<ul> <li>Acquisitions of Wild Bush Luxury &amp; Maria Island Walk for up to \$5.3m.</li> <li>Acquisitions establish a new 'Premium Adventure' division.</li> <li>First acquisitions under current management team.</li> <li>EXP to continue to diversify customer base and gain further exposure towards domestic tourism.</li> </ul>

### NAC overview as at 30 June 2021

\$1.59 Pre-Tax NTA

4.58% Fully Franked Dividend Yield

\$1.18

Share Price

14

Number of Holdings

17.72%

Performance since Inception p.a. 63.36%

1 Year Performance \$541.4m

Weighted Average Market Capitalisation of the Investments

FULLY FRANKED DIVIDEND (CENTS PER SHARE)



# Capital Management Initiatives

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Performance	Maintain a focus on long term performance without deviating from the NAOS investment philosophy.
Dividends	<ul> <li>Continue to focus on a growing stream of dividends, franked to the maximum extent possible, whilst maintaining an adequate reserve balance.</li> </ul>
Alignment	• Continue to be aligned with shareholders as Directors and Staff are some of the largest shareholders across all 3 of the LICs.
Communication	<ul> <li>Maintain a very high standard of marketing materials and communications so all current and prospective shareholders have a clear understanding of the NAOS offering.</li> </ul>
NSC	<ul> <li>The share buyback has continued throughout FY21 and remains active, 16.5 million shares, or 10% of shares on issue, have been bought back on market since the buyback commenced in April 2019.</li> <li>One-for-three bonus Options (ASX: NSCOA) were issued in May 2021, allowing shareholders to acquire fully paid ordinary shares exercisable at \$1.02 per Option on or before 28 June 2024.</li> </ul>
NAC	<ul> <li>The share buyback remains active. Over 17% of shares on issue have been bought back on market since the buyback commenced in June 2019 to date, which has been significantly accretive for shareholders.</li> <li>One-for-two bonus issue of Options (ASX: NACOA) were issued in March 2020, allowing shareholders to acquire fully paid ordinary shares exercisable at \$1.03 per Option on or before 31 March 2023.</li> </ul>
NCC	<ul> <li>NCC listed convertible notes offer in March 2021 closed over-subscribed and commenced trading on 20 April 2021 under ticker code (ASX: NCCGA).</li> <li>Remaining listed options (ASX: NCCOB) expired in June 2021. A total of 12.56 million NCCOB Bonus Options were exercised into NCC ordinary shares prior to their expiry, representing 84% of the total NCCOB Bonus Options issued.</li> </ul>
DRP	<ul> <li>Shares purchased on-market to satisfy DRP requirements when shares are trading at a discount to NTA, thus eliminating any dilution for shareholders.</li> </ul>

# Key business & industry traits for maximising long-term performance and reducing the risk of permanent capital loss events

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Industry Tailwinds Supporting Long Term Revenue Growth A growing revenue base provides companies with a number of competitive advantages such as the ability to scale their fixed cost base and increase margins, the opportunity to reinvest to improve their product or service offering, or the chance to enter new markets and compete on a number of considerations other than just price.

**Pricing Power** 

Certain products and/or services around the globe can charge a price that is largely irrelevant to the consumer, due to the simple fact that it provides such a sound consumer experience.

Scalability

Ideally, a business structure is built from the ground up and is structured in such a way that it has the systems and processes to handle significant scaling without an equivalent dollar of cost being added to the cost base. Businesses that can demonstrate a trend of increasing profits over the long term have generally been able to increase margins as well.

Capability to Internally Fund Expansion Opportunities

The ability to invest in organic business initiatives such as research and development, new product or service launches into adjacent markets, or small bolt on acquisitions that bring with them a new capability.

**Business Moat** 

If a business has a sustainable competitive advantage and can also increase this advantage over time, this will generally lead to significant organic revenue growth over the long term. This is driven by a strong customer proposition as well as significant pricing power. With such organic growth the business should have the financial resources to support further innovation to ensure they maintain and even enhance this most over time.

### Overview and Outlook Q1 FY22

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- Updates from almost all portfolio companies in August reporting season. Reporting season will
  provide excellent insights into the level of resilience and quality of earnings for core investments
  during the COVID recovery to date.
- We expect that some portfolio companies have experienced headwinds that will start to turn into tailwinds, whilst others are seeing tailwinds gain further momentum.
- The impact and extent of the current COVID lockdowns on the economy is unclear however it is likely to at least impact 1H FY22 for many companies & industries. Despite this, we expect the thematics driving the economic recovery to-date to continue.
- Broad focus points that we believe will be topical in the coming quarter include:
  - Uncertainty around current COVID lockdowns & any further incremental stimulus measures
  - Vaccine rollout progression & reopening impact on the economy
  - Heightened M&A activity for both public and private companies
  - Shortages for commodities, labour & materials to continue
  - Inflationary environment impacts

### Overview and Outlook Q1 FY22 continued

- Aside from reporting season, we believe there are numerous significant catalysts that may occur for investments held within the portfolios, examples include:
  - SND Potential contract wins following decision on which developments will receive government grants for new diesel storage facilities.
  - GTK Potential new client wins following a significant overhaul of their technology stack and delivery process.
  - EGH Following the simplification of the existing business, acceleration of the strategy to build scale, potentially with low capital requirements.
  - COG Further progress regarding their insurance broking strategy and an update regarding their 17% ownership holding in Earlypay.
  - EXP Further progress regarding their Domestic Luxury Experiences division.
- NAOS will continue to seek constructive change where we believe board and management have executed poorly and/or are not making sound capital allocation decisions, or accountability and transparency issues exist.

## NAOS Asset Management 1% Pledge

As a company, we commit to Pledge 1% of revenue, time and intellect to movements and missions that matter.



1% Revenue

Each year NAOS donates 1% of its annual revenue to the charity partners below. Each charity supports a cause that we strongly believe in.



1% Time

Our people have an incredible range of skills that can be a huge help to charities and community organisations. Each year, team members have the opportunity to take 2 days paid volunteer leave to lend a helping hand to an organisation of their choice.



1% Intellect

NAOS sees the value in supporting young members of the investment community. We provide training and mentorship for one student each year.









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Thank you for your continued support.

"Games are won by players who focus on the playing field - not by those whose eyes are glued to the scoreboard."

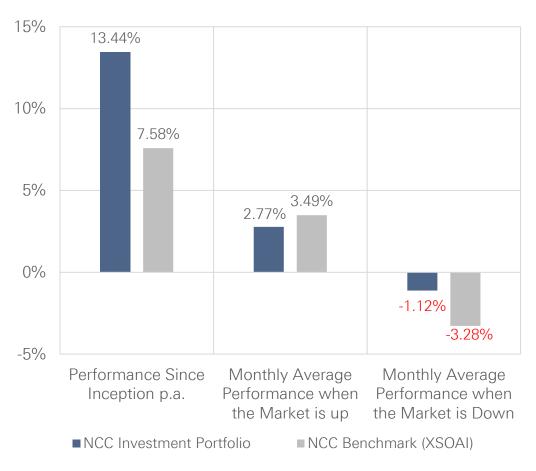
Warren Buffett

# APPENDIX

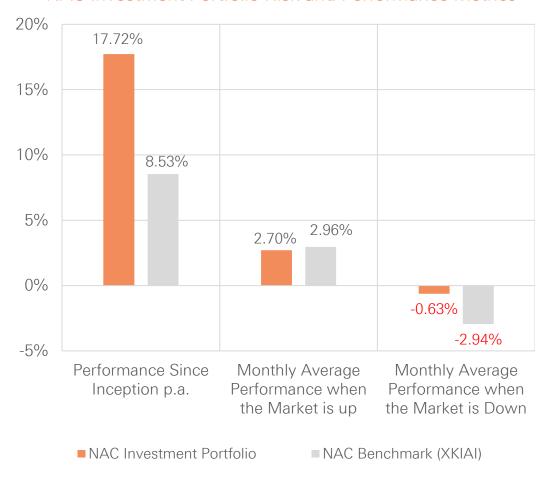


## NAOS strong long term (5 years+) risk-adjusted returns\*

### NCC Investment Portfolio Risk and Performance Metrics



### NAC Investment Portfolio Risk and Performance Metrics



<sup>\*</sup> Investment Portfolio Performance is post all operating expenses, before fees, interest, taxes, initial IPO commissions and all subsequent capital raising costs. Performance has not been grossed up for franking credits received by shareholders. Since inception (p.a.) includes part performance for the month of February 2013 (NCC) and November 2014 (NAC), returns compounded for periods greater than 12 months. All risk metrics are calculated from the inception date of each portfolio. All Figures are as at 30 June 2021. Since NCC's inception (100 months) there have been 66 positive months for the market and 34 negative months.

### The features of a NAOS LIC









Closed-end structure No applications or redemptions



Long-term Investment decisions



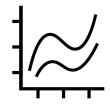
Intra-day Liquidity Trades on the ASX



Corporate Governance Public companies provide accountability of Directors



Dividends A growing stream of dividends, franked to the maximum extent possible



Opportunity May trade at a discount or premium to asset value

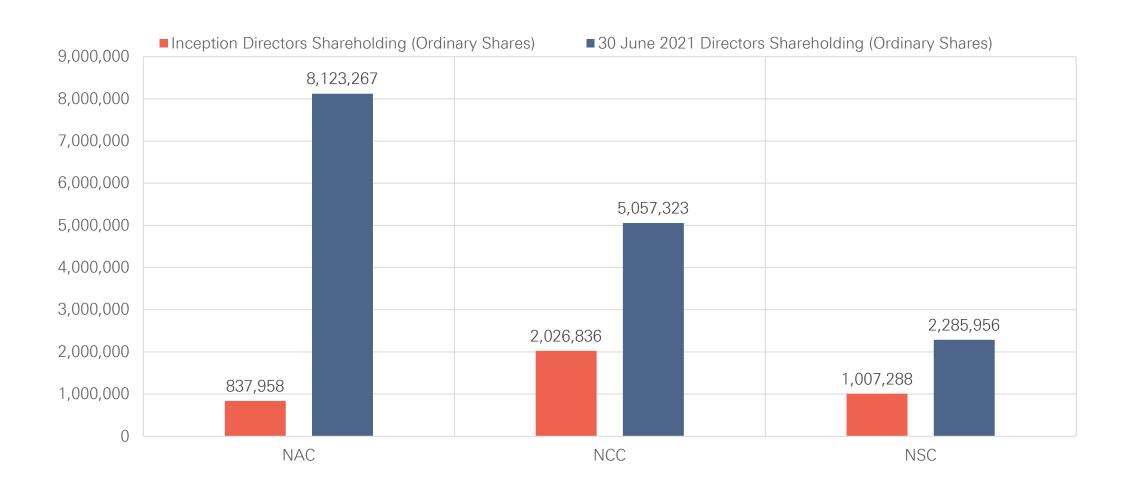
## NAOS Listed Investment Companies

Each of our LICs target a concentrated portfolio of 0-20 companies

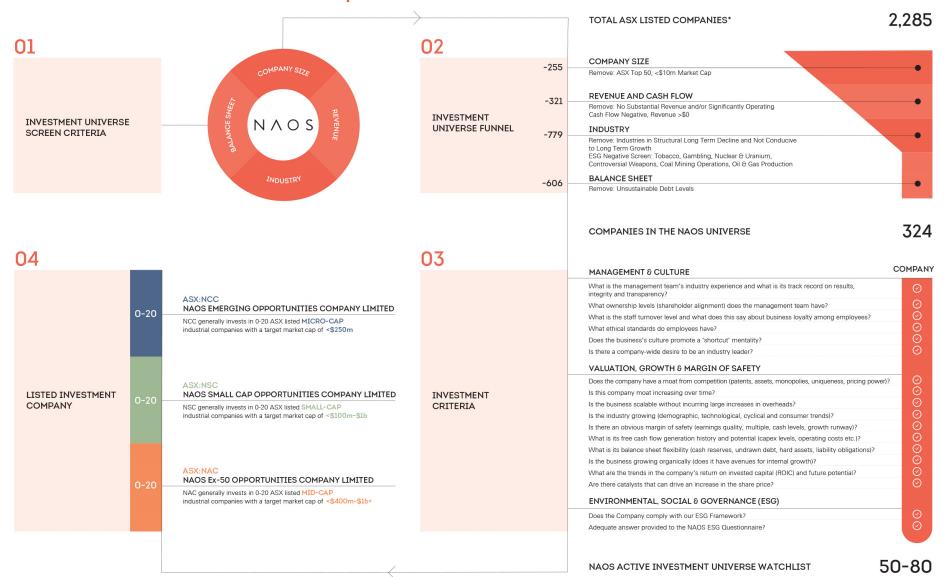


# NAOS management alignment

NAOS Director's shareholdings have significantly increased since the inception of each LIC



### NAOS investment process



<sup>\*</sup> Source: Bloomberg Data June 2021

### NAOS ESG framework

### **OUR COMMITMENT TO** RESPONSIBLE INVESTMENT

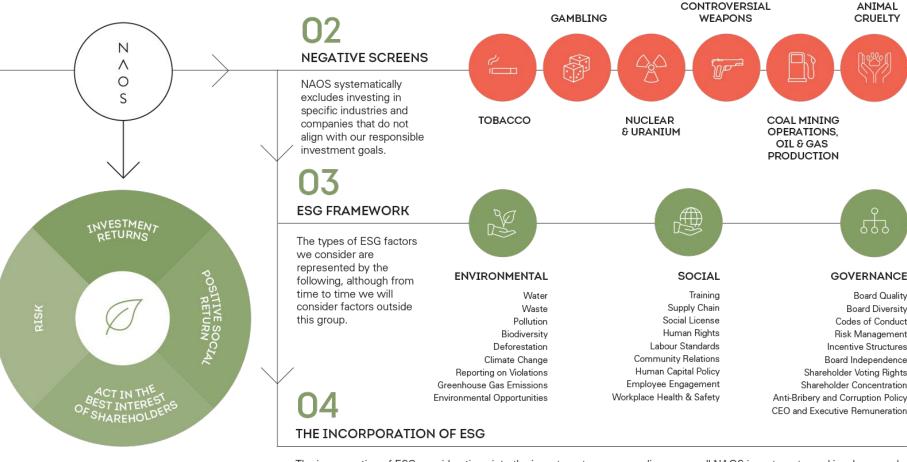
As an investment manager, NAOS recognises and accepts its duty to act responsibly and in the best interests of shareholders. We believe that a high standard of business conduct and a responsible approach to environmental, social and governance (ESG) factors is associated with a sustainable business model over the longer term that benefits not only shareholders but also the broader economy.

We recognise the material impacts that ESG factors can have on investment returns and risk, and also the wider implications for achieving a positive social return.

NAOS is a signatory to the United Nations-supported Principles for Responsible Investment (PRI) and is guided by these principles in incorporating ESG into our investment practices.

Signatory of:





The incorporation of ESG considerations into the investment process applies across all NAOS investments, and involves regular discussions and engagement with companies over material ESG issues.

NAOS supports the adoption of a responsible investment strategy, and is committed to ensuring that this is an integral part of the NAOS investment process.

ANIMAL

CRUELTY

1

GOVERNANCE

Board Quality

**Board Diversity** 

Codes of Conduct

Risk Management

Incentive Structures

Board Independence

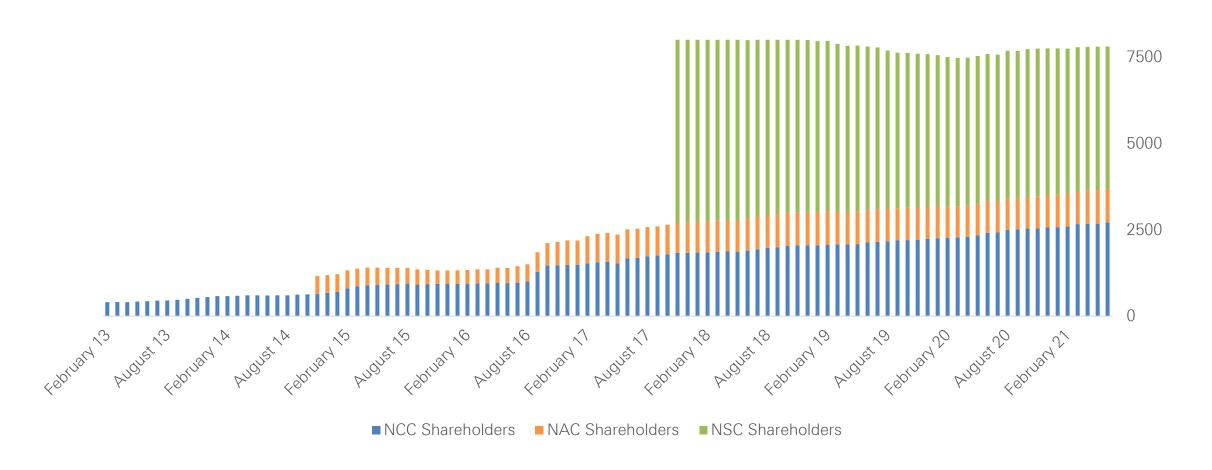
Shareholder Voting Rights

Shareholder Concentration

Anti-Bribery and Corruption Policy

OIL & GAS

### Historical shareholder numbers



### Investor awareness and communication





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### **NAOS** Directors and Team

### OUR DIRECTORS



Sebastian Evans Managing Director, NAOS Asset Management Limited & Director NCC, NSC & NAC



Warwick Evans Chairman, NAOS Asset Management Limited & Director NCC, NSC & NAC



Mark Bennett
Director, NAOS Asset
Management Limited



Trevor Carroll Independent Chairman NSC



Matthew Hyder Director, NAOS Asset Management Limited



David Rickards
Independent Chairman &
Director,
NCC and NAC &
Independent Director NSC



Sarah Williams Independent Director, NCC and NAC

# OUR TEAM



Sebastian Evans
Chief Investment Officer



**Robert Miller**Portfolio Manager



**Brendan York**Portfolio Manager



Jared Tilley
Senior Investment Analyst



Nelson DeMestre Associate Analyst



Richard Preedy Chief Financial and Operating Officer



Rajiv Sharma Head of Legal and Compliance



Angela Zammit Marketing & Communications Manager



**Nina Dunn** Business Development Manager



Julie Coventry
Business Sustainability
Analyst



**Julia O'Brien**Business Development
Manager