

Ryder Capital Limited
Appendix 4E Preliminary Final Report
For the year ended 30 June 2021

Details of Reporting Period

Current: Year ended 30 June 2021

Previous corresponding: Year ended 30 June 2020

Results for announcement to the market			
	\$	Movement	% Movement
Revenue from ordinary activities	1,809,950	▼	-47%
Loss from ordinary activities before capital profits and tax attributable to members	(7,154,729)	▼	-1921%
Loss from ordinary activities after tax attributable to members	(4,533,017)	▼	-703%
Total comprehensive income for the period attributable to members	23,215,635	▲	202%

Details of dividends			
	Cents per share	Franked amount per share	Tax rate for franking
2021 Interim dividend (cents per share) - paid on 13 April 2021	3.0	3.0	30%
2021 Final dividend (cents per share)	4.0	4.0	30%

Final dividend dates	
Declaration date	13 August 2021
Ex-dividend date	22 September 2021
Record date	23 September 2021
Payment date	08 October 2021

Dividend reinvestment plan (DRP)

N/A

Net tangible assets (NTA)		
	30 June 2021	30 June 2020
Net tangible assets (per share) backing before tax*	1.94	1.64
Net tangible assets (per share) backing after tax*	1.77	1.49

* Post exercise of 8,867,947 options in FY21 at \$1.50 and nil options in FY20; and buyback of nil shares in FY21 and 639,598 in FY20.

Audit

This report is based on the financial report which has been audited. All the documents comprise the information required by Listing Rule 4.3A.

Annual General Meeting (AGM)

The AGM is to be held on 23 November 2021.

Signed on behalf of Ryder Capital Limited

Peter Constable
Chairman
Ryder Capital Limited

Sydney, 13 August 2021

RYDER CAPITAL

ABN 74 606 695 854

Annual report

For the year ended 30 June 2021

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Chairman's Letter to Shareholders

Dear fellow Shareholders,

In keeping with previous years, I would like to take the opportunity to remind Shareholders what we are setting out to achieve.

Our aim is to provide Shareholders with a concentrated portfolio of securities undervalued and under appreciated by the market.

We have no interest in building a Portfolio that tracks commonly used benchmarks, but instead focus on investing in what we consider to be outstanding and, in some cases, unique opportunities.

We believe that our disciplined and patient approach will continue to deliver strong absolute risk-adjusted returns over the long term, whilst preserving shareholder capital during times of heightened uncertainty and volatility.

Ryder Capital Limited (Ryder or Company) has had another successful year, its fifth full financial year since listing in September 2015. Portfolio performance was strong both nominally and relatively. Total comprehensive income after tax increased 202% by \$15,538,076 to \$23,215,635. Gross portfolio performance of 43.4% materially exceeded the Company's performance benchmark.

During the year, the Investment Manager sold several long-term Portfolio investments on valuation grounds and realised material gains, reflected in the Company's capital profits reserve increasing 82% by \$13,824,125 to \$30,768,597, which when added to the Company's profit reserve of \$105,462, takes total distributable profits to \$30,874,059, an increase of 64% and equivalent to 45.7 cents per share. This increase is net of \$3,831,417 in dividends paid during the period and excludes \$20,790,041 of net unrealised gains in the Portfolio.

Dividends paid during the year totalled \$0.06 fully franked, an increase of \$0.01 or +20% on the prior year. With approximately 45.7 cents per share of available distributable profits at 30 June 2021, the Company is in a strong position to continue to pay steady to increasing fully franked dividends over time.

At 30 June 2021 approximately 86.33% of the Company's capital was deployed in equities and 13.67% held in cash, term deposits or other liquid investments.

When reviewing the Company's investment performance for FY21 we focus on measuring the Company's pre-tax undiluted NTA period to period, which once adjusted for tax payments and dividends resulted in a gain of 33.72%. This return and that of the Company's diluted pre-tax NTA together with a detailed Portfolio disclosure, discussion, performance and risk analysis is presented in the Investment Manager's Report which I encourage you to read.

The Company's share price increased from \$1.325 to \$1.770 during the year. When taking into account \$0.06 in fully franked dividends paid during the year, the share price return was 38.11% for FY21 compared to the undiluted pre-tax NTA return of 33.72% reflecting a narrowing of the discount to fully diluted NTA from approximately 17% to 4% - noting this analysis excludes the tax benefits of franking credits received.

It is pleasing to see the share price discount to NTA narrow. With continued good performance, a strong distributable profits reserve supporting future dividend growth and the prospective exercise of the Secondary Options (RYDOA) in December 2021, there is good reason to expect this discount to narrow further over time.

Despite solid operational performance together with strategic progress towards a listing, the value of the unlisted investment in Updater Inc. (Updater) has been maintained at the same valuation as last year. Your Investment Manager, together with Directors have formed a view that the value of Updater remains fairly reflected in the Company's accounts.

Ryder enters FY22 having made a strong start in July +2.62% with a Portfolio of investments that are well positioned to perform in what is likely to be a more challenging investment environment. As at 31 July 2021, cash and equivalents are currently at 14.9% and with the addition of new capital via the exercise of RYDOA options over the coming months, the Investment Manager has substantial flexibility to capitalise on opportunities as they arise.

Following strong investment performance, large realised capital gains flowing through to the profits reserve, and a positive start to FY22, the Board declared a \$0.04 fully franked final dividend bringing the full year FY21 dividend to \$0.07 per share fully franked, an increase of 40% from FY20.

The Annual General Meeting (AGM) will be held on 23 November 2021 where the formal business of the Company will be conducted. At the AGM there will be an opportunity for Shareholders to ask questions regarding the investment Portfolio, investment markets and the outlook for the Company at that time.

Finally, I would like to thank all Shareholders for their continued support, and I look forward to seeing you at our AGM.

Yours faithfully,

Peter Constable
Chairman

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Investment Manager's Report

Gross portfolio performance for the year to 30 June 2021 (FY21) was 43.36%. This return was achieved whilst holding an average cash balance though the year of approximately 12.94% and an average exposure to an unchanged carrying value in the unlisted investment Updater Inc. of 7.55%. It should be noted that these returns exclude the various costs associated with running and administering the Company, such as management and performance fees, ASX listing fees and other third-party expenses as stated in the Annual Report.

This report is focussed on Portfolio performance however, it is important to reinforce that Shareholders should review performance at both the Portfolio (gross portfolio performance) and Company (pre-tax undiluted NTA return) level adjusted for any dividends or other distributions made by the Company during the reporting period.

Set out in the table below is the Company's gross portfolio performance and pre-tax undiluted net tangible asset (NTA) performance⁽¹⁾ to 30 June 2021 which take into account the historical pre-tax NTA dilution caused by the exercise of 26.7m RYDO options, 8.9m RYDOA options and net of capital reductions as a result of the Company's share buyback.

	3 months (%)	6 months (%)	1 Year (%)	3 Years (% p.a.)	5 Years (% p.a.)	Since Inception ⁽³⁾ (%)	Since Inception ⁽³⁾ (% p.a.)
Gross Portfolio Performance	9.34	8.93	43.36	20.75	26.64	224.43	22.60
NTA Return (Pre-tax Undiluted)⁽¹⁾	7.64	7.27	33.72	15.96	20.98	154.62	17.57
NTA Return (Pre-tax)⁽²⁾	6.97	3.92	22.14	10.50	16.90	114.49	14.13
Hurdle (RBA Cash Rate + 4.25% Return)	1.07	2.13	4.40	5.02	5.31	35.70	5.43
Excess Return NTA Return (Pre-tax Undiluted) ⁽¹⁾ - (RBA Cash Rate + 4.25%)	6.57	5.13	29.32	10.94	15.66	118.93	12.14

1. Adjusted for the dilution of 26.7m RYDO options and 8.9m RYDOA options. Calculation of pre-tax NTA is prior to the provision and payment of tax.

2. Fully diluted for all options exercised since inception.

3. Inception date is 22 September 2015.

We encourage Shareholders to focus on the net movement in Ryder's pre-tax undiluted NTA from period to period and compare those returns to that of cash and other relevant equity market indices as per the below.

	1 Year (%)	3 Years (% p.a.)	5 Years (% p.a.)	Since Inception ⁽¹⁾ (% p.a.)
Gross Portfolio Performance	43.36	20.75	26.64	22.60
Pre-tax Undiluted NTA Return⁽¹⁾	33.72	15.96	20.98	17.57
Pre-tax NTA Return⁽²⁾	22.14	10.50	16.90	14.13
S&P / ASX All Ordinaries Accumulation Index	30.24	10.30	11.54	11.18
S&P / ASX Small Ordinaries Accumulation Index	33.23	8.60	11.24	13.10
RBA Cash Rate	0.15	0.76	1.06	1.18
Ryder Capital Hurdle Rate - RBA Cash Rate + 4.25%	4.40	5.02	5.31	5.43

Source: Bloomberg + Mainstream

1. Adjusted for the dilution of 26.7m RYDO options and 8.9m RYDOA options. Calculation of pre-tax NTA is prior to the provision and payment of tax.

2. Fully diluted for all options exercised since inception.

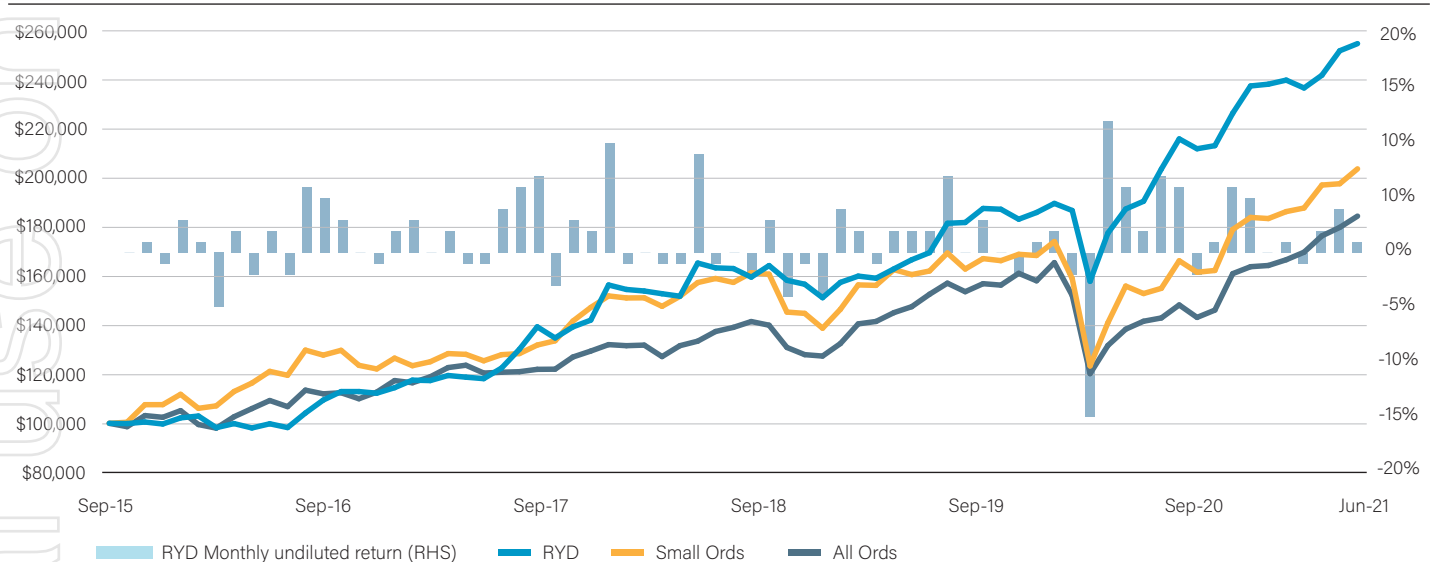
3. Inception date is 22 September 2015.

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Investment Manager's Report (Continued)

The chart below illustrates the performance of an investment in Ryder after all fees and expenses, and the compounding effect of this outperformance over time in comparison to the ASX All Ordinaries and ASX Small Ordinaries indices.

Investment Performance of \$100,000



The Portfolio holdings as at 30 June 2021 are set out below.

PORTFOLIO - 30 June 2021

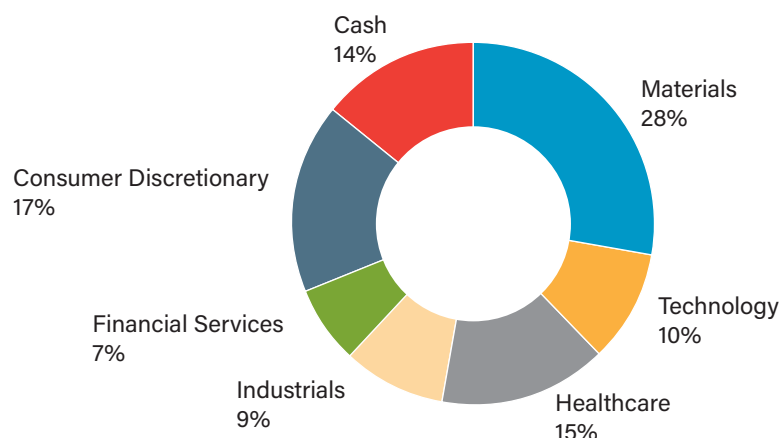
Name	Ticker	Total Value	Total %
Janison Education Group Ltd	JAN	\$12,750,678	9.23%
BCI Minerals Ltd	BCI	\$12,467,602	9.03%
SRG Global Ltd	SRG	\$10,670,285	7.73%
Updater Inc	UPD	\$9,041,727	6.55%
Vita Group Ltd	VTG	\$8,358,656	6.05%
Macmahon Holdings Ltd	MAH	\$7,609,160	5.51%
Cash Converters International Ltd	CCV	\$6,193,000	4.49%
3P Learning Ltd	3PL	\$5,507,608	3.99%
Urbanise.com Ltd	UBN	\$4,282,469	3.10%
Aurelia Metals Ltd	AMI	\$4,138,777	3.00%
Capitol Health Ltd	CAJ	\$4,065,922	2.94%
Imdex Ltd	IMD	\$3,417,539	2.48%
Countplus Ltd	CUP	\$2,946,624	2.13%
Veem Ltd	VEE	\$2,718,293	1.97%
Adore Beauty Group Ltd	ABY	\$2,677,405	1.94%
Peel Mining Ltd	PEX	\$2,112,980	1.53%
Fenix Resources Ltd	FEX	\$2,028,505	1.47%
Lumos Diagnostics Holdings Ltd	LDX	\$2,000,000	1.45%
Hastings Technology Metals Ltd	HAS	\$1,789,474	1.30%
Jupiter Mines Ltd	JMS	\$1,616,460	1.17%
Other Equities		\$12,808,177	9.28%
Total Equities		\$119,201,340	86.33%
Cash, Cash Equivalents and Term Deposits		\$18,877,141	13.67%
Total Gross Portfolio Value		\$138,078,481	100.00%

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Investment Manager's Report (Continued)

The Portfolio at 30 June 2021 held meaningful exposures to the materials, consumer discretionary and healthcare sectors. The Investment Manager continues to remain sector agnostic while adjusting Portfolio composition as a function of its assessment of individual Portfolio holding's intrinsic value on an absolute basis.

RYD Portfolio Composition 30 June 2021



Portfolio Performance

Gross portfolio performance for the period of 43.36% materially exceeded the performance hurdle and that of all other Australian equity market indices, despite a high allocation to cash.

The Portfolio was well positioned being relatively well invested throughout the year as equity markets rebounded strongly from their lows of March 2020 with the ASX All Ordinaries returning +26.4%, its best return since 1987. This result was achieved despite the ongoing impacts of COVID-19 on corporate profits and the uncertain timing of vaccine efficacy which would enable a return to a normal way of life and an improved economic outlook.

Strong gains in our long held positions of BCI Minerals Limited, SRG Global Limited and a new position in Janison Education Limited were partially offset by mark to market losses in Adore Beauty Group Limited, Bill Identity Limited and Macmahon Holdings Limited.

Despite strong operational performance and progress towards a listing on the NASDAQ there was no change in the underlying USD carrying value per share for our investment in Updater Inc.

FY21 Top 3 Contributors and Detractors



Outside of the above top three contributors, the Portfolio benefitted from a number of additional strong performances including from Betmakers Technology Group Limited where after over five years of ownership and several challenging periods, management stood up a plan that captured investors' attention and was followed by a stellar share price performance resulting in the exit of all of our holding and a \$5.1m profit for the Portfolio. 3P Learning Limited (3PL) was subject to a takeover in August 2020 at \$1.35 per share (+70% premium over our entry cost within six months). Whilst we supported the privatisation proposal at \$1.35 per share, 3PL's largest shareholder proposed an alternate plan to merge 3PL with private company Blake eLearning Pty Ltd. With the merger completed, 3PL is now a larger, more diversified global e-learning business. Each of NextDC Limited (NXT), Veem Limited (VEE) and Fenix Resources Limited (FEX) all made noteworthy contributions due to strong share price appreciation resulting in a full exit from NXT and partial sales of FEX and VEE.

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Investment Manager's Report (Continued)

Mark to market losses in Macmahon Holdings Limited were driven by a de-rating across the mining services sector together with a near term growth phase after which the company is expected to demonstrate meaningful free cash flow supporting our investment thesis. Losses in Adore Beauty Group Limited (ABY) reflect an insufficient discount to intrinsic value at the time of entry compounded by unfortunate timing as the online retail sector and COVID-19 beneficiaries experienced a de-rating post our initial investment. We consider ABY to be a high quality business that presents an attractive long term value opportunity. Bill Identity Limited has not been able to deliver the growth in revenue expected after significant wins earlier in the financial year compounded by delays to further material contract wins. In addition to the top 3 detractors, the investment in Tubi Limited (~0.82% of exposure) has been very disappointing and remains suspended from the ASX.

For FY21 the Portfolio generated \$49,054,758 (+74% from FY20) of capital gains (realised and unrealised) which were offset by capital losses (realised and unrealised) of \$9,410,310 (-37% from FY20) resulting in a net capital gain before interest and dividend income of \$39,644,448 (+297% from FY20) for the year.

FY21 dividend income received was \$1,762,646 fully franked while interest income received on term deposits and cash was \$36,105.

At 30 June 2021, approximately 86% of the Company's capital was deployed in equities with approximately 14% held in cash, term deposits and net receivables.

Portfolio Activity

During the year we exited our long held investment in NextDC Limited and Betmakers Technology Group Limited on valuation grounds. Other positions exited included Fineos Corp Holdings PLC-CDI, Humm Group Limited and Terragen Holdings Limited.

We added exposure to two long term core holdings being SRG Global Limited and BCI Minerals Limited due to increased conviction. New core positions were initiated in Janison Education Group Limited and Vita Group Limited. A smaller new position of Adore Beauty Group Limited was added via and post the IPO.

Portfolio Strike Rate

Shareholders will recall our interest in presenting our Strike Rate analysis. Consistent with the analysis presented last year, and given the Portfolio has now completed its fifth full financial year, the measures set out below are based only on realised profits and losses since inception.

Strike Rate Analysis - Inception to Date (30 June 2021)

Strike Rate Analysis	RYD Portfolio
Gross Realised Portfolio Profits	\$60,363,941
Gross Realised Portfolio Losses	(\$9,687,078)
Net Realised Portfolio Profit	\$50,676,862
Win/Loss	83.95%
Strike Rate	\$6.23

Note: ignores dividends, interest, taxes and expenses and relies on unaudited management analysis

Referring to the analysis above, the Portfolio segment identifies the Portfolio's gross realised profits since inception to 30 June 2021 of \$60,363,941 compared to the Portfolio's gross realised losses since inception of (\$9,687,078). The net of these results is a net realised Portfolio profit since inception of \$50,676,862.

Observing the above, we note that:

1. the net realised Portfolio profit of \$50,676,862 is 83.95% of the gross realised Portfolio profit of \$60,363,941, that is we retained ~83.95% of gains, or thinking of it as a decision ratio, our poor decisions eroded our successful decisions by approximately 16.05%; and
2. that total profits divided by total losses for the period (since inception to 30 June 2021) is 6.23x, indicating that for every \$6.23 profit made, \$1.00 was lost.

Our ability to generate an improved strike rate is pleasing. The FY21 strike rate increased to \$6.23, up from \$4.11 in FY20.

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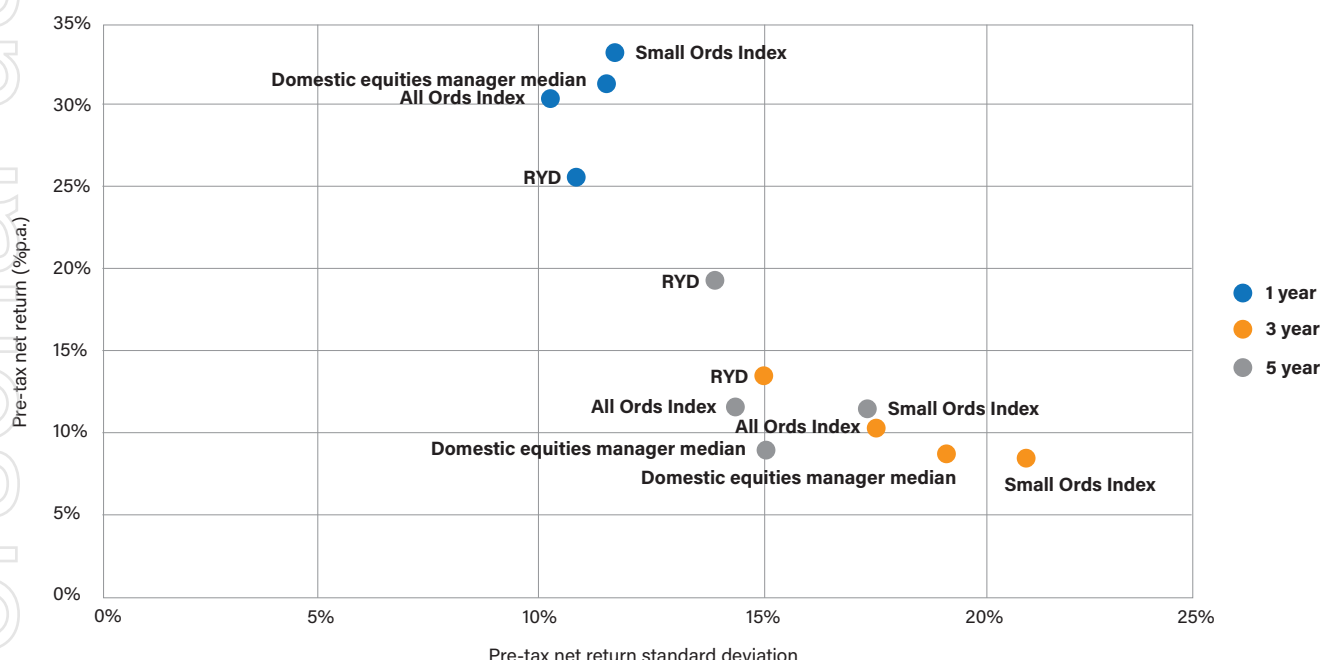
Investment Manager's Report (Continued)

Risk Adjusted Returns & Relative NTA Performance

At the risk of stating the obvious, not all investment returns are equal - some returns are achieved by taking significantly greater or less risk than other returns. Our goal at Ryder is to achieve medium to long term returns above the Company's hurdle of RBA Cash rate + 4.25% while minimising risk.

Investment risk is commonly measured using the standard deviation of returns over time from the mean return of an asset, or in our case, Ryder's pre-tax undiluted NTA return. The higher the standard deviation (think volatility) the riskier the underlying investment and/or strategy. Typically, the two travel together, that is risk and return correlate over time since additional risk should be compensated for with additional returns.

The following chart plots returns against risk and helps to illustrate the quality of returns achieved. It is important to note the return measures used for Ryder and the domestic managers are not directly comparable to the indices in this case as while they are before provided tax, they are after the payment of realised tax which creates an unfair drag on Ryder in comparison to the ASX market indices. However this chart is still useful to assess the quality of the relative performance. The ideal position is towards the top left corner with the highest returns and lowest level of risk. Over the long term, Ryder has outperformed the index and other domestic managers, generating materially higher returns for a similar level of risk.



- Returns are calculated using monthly pre-tax NTA values including dividends (excluding franking) and adjusted for the dilutionary impact of options exercised resulting in an increase in issued capital by 5% or greater during the period
- A sample of 42 domestic equity managers are included in this analysis taken from the Bell Potter and Morningstar research universe. Funds included in this analysis are only a selection of Listed Investment Companies (LIC) on the ASX and are intended to form a representative sample of LICs based on strategy, size and past performance

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Investment Manager's Report (Continued)

Risk and return can be analysed using two well known ratios, the first being the Sharpe Ratio which is calculated as excess return over a benchmark divided by volatility (standard deviation). The Sharpe ratio measures excess return per unit of risk, including both downside and upside volatility. The second ratio is a variant on the Sharpe Ratio, called the Sortino Ratio which only looks at downside standard deviation, i.e. downside volatility with respect to a specified benchmark, the most commonly used being the cash rate. This would be the most appropriate measure to consider since upside volatility is what investors seek to target, i.e. positive returns and therefore upside volatility should not be taken into account the same way as downside volatility. A greater amount of consistent positive monthly performance compared to negative performance over time will result in a higher Sortino ratio value.

The below table sets out Ryder's Sharpe and Sortino ratios and those of two ASX market indices for comparator purposes:

		Ryder	Small Ords Accumulation Index	All Ords Accumulation Index
Sharpe ratio	1 year	3.19	2.68	2.79
	3 years	0.99	0.36	0.53
	5 years	1.41	0.57	0.71
	ITD	1.21	0.70	0.70
Sortino ratio	1 year	14.49	11.61	8.73
	3 years	1.56	0.51	0.69
	5 years	2.55	0.82	0.95
	ITD	2.15	1.01	0.94

Ryder's Sharpe and Sortino ratios demonstrate superior risk adjusted investment returns than the comparator ASX market indices. Of particular note is our strong Sortino ratio which is logical given we have a value bias (stocks perform better in a negative market) and we consistently hold relatively large amounts of cash, dampening downside risk / volatility. In summary, the positive Sortino ratio above comparator indices demonstrates Ryder's ability to deliver outperformance with less risk.

Another way to compare the level of risk between the returns of Ryder and that of the ASX market indices is to look at the distribution of monthly returns. Whilst we do not usually focus on short term returns, it is important to note that long term returns are made up of a series of short term returns over time and therefore should still be examined. The tables below analyse the distribution of Ryder's monthly returns since inception with two comparator ASX indices. On average, Ryder significantly outperforms during negative periods for both indices consistent with the Sharpe and Sortino ratio analysis above. This is a reflection of the importance Ryder places on assessing risk in our investment framework.

	Ryder	Small Ords Accumulation Index
Average monthly return	1.44%	1.16%
Average monthly return in Small Ords positive month	2.62%	3.61%
Average monthly return in Small Ords negative month	-0.62%	-3.16%
Positive months	62%	64%
Negative months	38%	36%

	Ryder	All Ords Accumulation Index
Avg monthly return	1.44%	1.00%
Average monthly return in All Ords positive month	2.51%	2.79%
Average monthly return in All Ords negative month	-1.17%	-3.39%
Positive months	62%	71%
Negative months	38%	29%

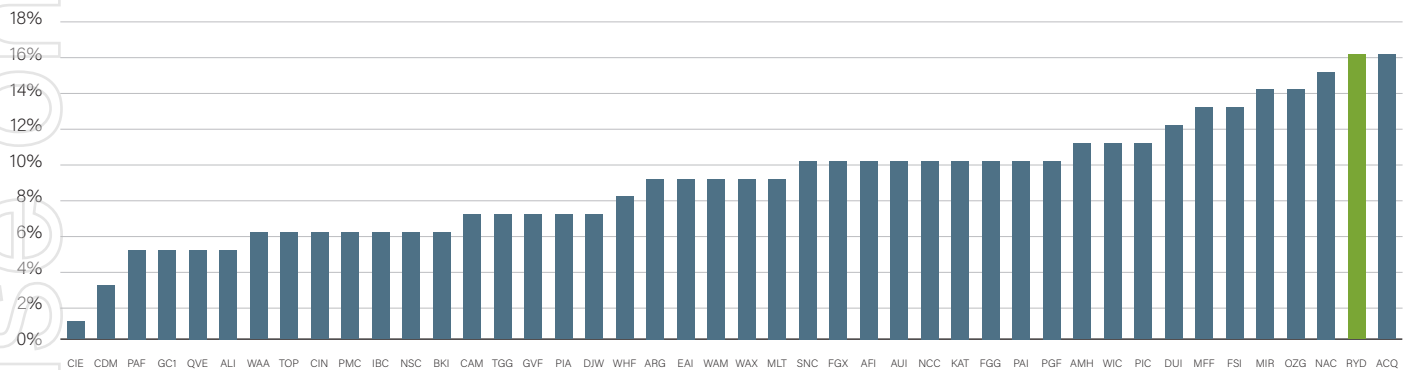
Further to the above, we have also taken the opportunity to illustrate how Ryder has performed on a pre-tax undiluted basis versus its peers (43 other ASX Listed Investment Companies (LIC) from the Bell Potter Research and Morningstar universe). Note some funds have been excluded as the data does not allow for meaningful comparison due to factors such as period of operation (fund commenced after September 2015), fund strategy, fund size and data integrity. This analysis is somewhat imperfect as each fund pursues slightly different strategies however, the one common goal for each fund and investment manager is to generate the highest available return per unit of risk over time. As such, analysing each LIC's relative returns, Sharpe and Sortino ratios are instructive when reviewing absolute and comparative performance over time.

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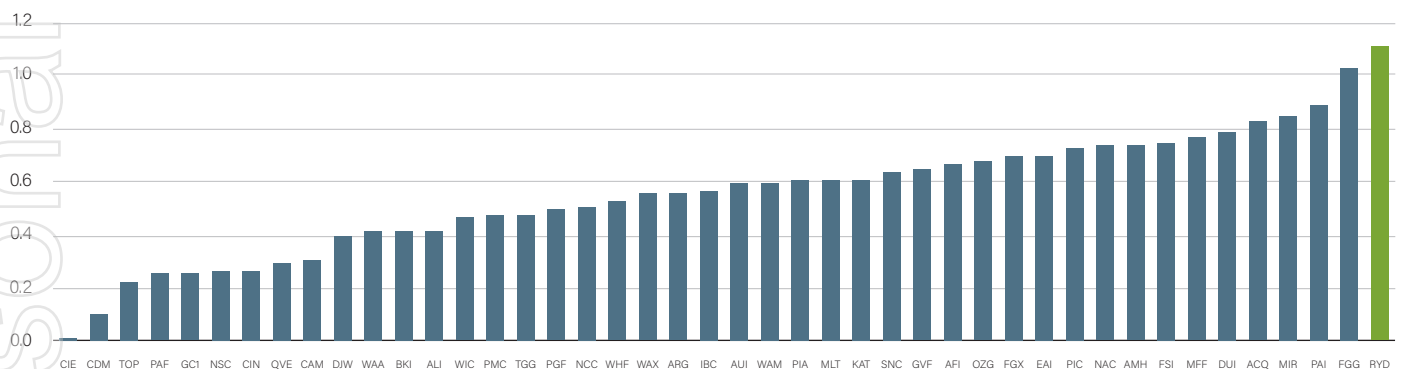
Investment Manager's Report (Continued)

Set out below are Ryder's Since Inception to Date (ITD) returns, Sharpe and Sortino ratios in comparison to 43 other ASX LICs (using an inception date of September 2015).

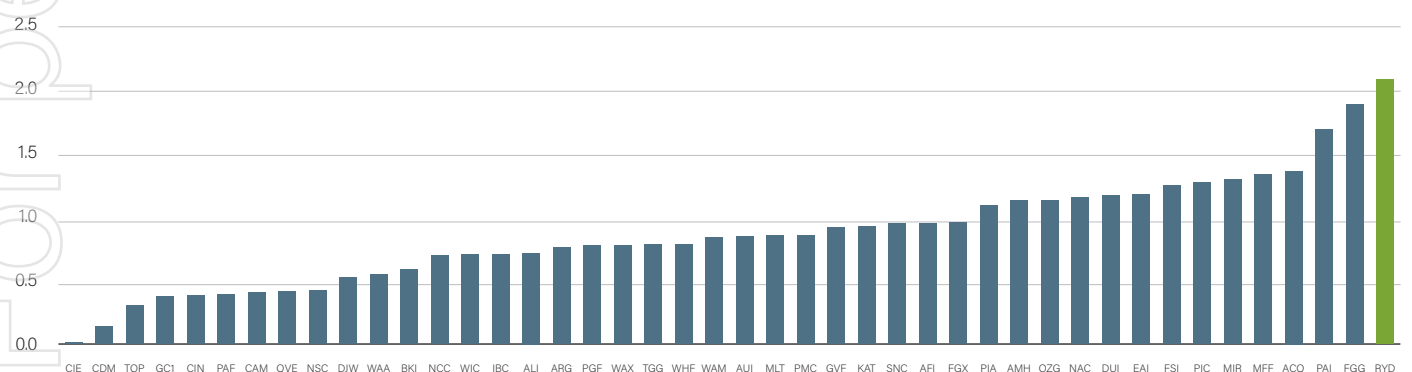
Annualised returns (September 2015 to June 2021)



Sharpe ratio (September 2015 to June 2021)



Sortino ratio (September 2015 to June 2021)



1. Annualised returns are calculated during the period of 30 Sep 2015 to 30 June 2021 using monthly pre-tax NTA values including dividends (excluding franking) and adjusted for the dilutionary impact of options exercised resulting in an increase in issued capital by 5% or greater during the period
2. Funds included in this analysis are only a selection of Listed Investment Companies (LIC) on the ASX and are intended to form a representative sample of LICs based on strategy, size and past performance
3. Sharpe ratio is calculated as excess annualised return above the risk free rate (RBA Cash rate) divided by standard deviation of monthly returns (annualised) for the period of 30 Sep 2015 to 30 June 2021
4. Sortino ratio is calculated as excess annualised return above the risk free rate (RBA Cash rate) divided by downside deviation of monthly returns (annualised), using a benchmark of the risk free rate (RBA Cash rate) for the period of 30 Sep 2015 to 30 June 2021

Ryder has outperformed both absolutely and relatively on all measures.

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Investment Manager's Report (Continued)

Outlook

With investor exuberance finding its way into almost any and every asset on the planet, it is hard not to be concerned as to what may lie ahead for us as investors. We should be optimistic about the future as vaccines are proving efficacious, saving lives and assisting in the re-opening of economies as we gradually make our way back to a new but somewhat altered way of life. However, at some point the emergency fiscal and monetary support mechanisms that have provided financial safety for many (and excessive wealth for a few) will be wound back, timed crudely to coincide with the global economy's ability to pick up the slack. The timing will not be perfect and the transfer bumpy which will likely surface as asset price volatility and consequently a more difficult period for investors to navigate. To be clear, we are not outright bearish, just increasingly cautious and aware that our most recent experience of strong returns is unlikely to continue and asset price volatility will return sooner or later. Using a well known maxim from Warren Buffett the tide may soon turn and expose those that have been swimming naked, knowingly or otherwise.

Timing can be everything but it can also create relative risk and underperformance trying to predict too precisely when an event will unfold. We do not profess to have the ability to call market tops, bottoms or other key macro events. However, we can actively position the Portfolio and its construct to reflect periods in markets where we feel future performance is uncertain. Currently, the odds of future success through a reliance on the continuation of strong market momentum are low and falling. With this in mind, we are selectively increasing the Portfolio's cash exposure, lifting conviction thresholds and lowering risk positions. Combined with an anticipated injection of cash over the coming months as Ryder RYDOA options are exercised, the Portfolio is well positioned for volatility and to take advantage of resulting opportunities.

Peter Constable

Chief Investment Officer / Portfolio Manager

David Bottomley

Portfolio Manager

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Directors' Report

Your directors present their report on Ryder Capital Limited ('Company') for the year ended 30 June 2021.

Information on directors

The following persons were directors of the Company from registration date and up to the date of this report (unless otherwise indicated):

Peter Constable - BEc Chairman

Experience and expertise

Peter has over 25 years' experience in both Australian and international equity capital markets. He holds a Bachelor of Economics from Macquarie University and has broad investment experience covering identification, evaluation, strategic analysis and management of capital.

Peter began his career in 1993 as a graduate funds manager with the United Bank of Kuwait, London. Peter established AM Constable Limited in 1999 which later merged with MMC Asset Management Ltd (MMC) in 2003. Peter was the Chief Investment Officer and Executive Director of MMC until June 2008.

Peter co-founded Ryder Investment Management in July 2008 where he is the Chief Investment Officer. He has acted as Executive Chairman of Ryder Capital Limited since the Company's inception in September 2015.

Other current directorships

Peter is not currently serving a directorship for any other listed companies.

Former directorships in the last 3 years

Nil.

Special responsibilities

Chairman of the Board and member of the Audit and Risk Committee.

Interests in shares and options

Details of Peter Constable's interests in shares of the Company are included later in this report. There has been no change in the shareholdings since year end to the date of this report.

Interest in contracts

Peter has no interests in contracts of the Company.

David Bottomley - BA LLB (Hons) F Fin Director and Company Secretary

Experience and expertise

David has over 20 years' experience in corporate finance, M&A and equity capital markets advisory. He holds a Bachelor of Arts (Economic History) from the University of Sydney, Bachelor of Laws (Hons) from Bond University and is a Fellow of the Financial Services Institute of Australasia.

David previously held executive positions at Kleinwort Benson (UK Corporate Finance division), Merrill Lynch & Co (London) investment banking division and was Managing Director, Australia of US-based investment bank GMCG, LLC from 2004 until June 2008.

David co-founded Ryder Investment Management in July 2008 where he is a Portfolio Manager. He has acted as an Executive Director of Ryder Capital Limited since inception and currently serves on the board of Tetratherix Pty Ltd..

Other current directorships

David is not currently serving a directorship for any other listed companies.

Former directorships in the last 3 years

Nil.

Special responsibilities

Member of the Audit and Risk Committee.

Interests in shares and options

Details of David Bottomley's interests in shares of the Company are included later in this report. There has been no change in the shareholdings since year end to the date of this report.

Interest in contracts

David has no interests in contracts of the Company.

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Directors' Report (Continued)

Ray Kellerman - BEc , LLB, MBA, F Fin Non-Executive Director

Experience and expertise

Ray was appointed as a Director of Ryder Capital Limited in June 2015.

Ray has over 30 years' of experience in the funds management and corporate and structured finance industries. Ray was with Perpetual Trustees Australia for 10 years before establishing his own compliance consulting and advisory business in 2001.

He currently acts as a director and audit, risk and compliance committee member for a number of major fund managers and financial services companies including as Chairman of CountPlus Limited.

Ray is an owner and Executive Director of Quentin Ayers, an implemented asset consultant specialising in alternative private market investments.

Previous appointments include Independent Chairman of ClearView Wealth, an ASX listed life insurance and financial services company; and Independent Chairman of Credit Suisse Asset Management Australia.

Other current directorships

Other than acting as Chairman of Countplus Limited, Ray does not act as a director for any other listed companies.

Former directorships in the last 3 years

Nil.

Special responsibilities

Chair of the Audit and Risk Committee.

Interests in shares and options

Details of Ray Kellerman's interests in shares of the Company are included later in this report. There has been no change in the shareholdings since year end to the date of this report.

Interest in contracts

Ray has no interests in contracts of the Company.

Attendance at Meetings

Board of Directors Meetings

Director	Meetings held and entitled to attend	Meetings attended
Peter Constable	7	7
David Bottomley	7	7
Ray Kellerman	7	7

Audit and Risk Committee Meetings

Director	Meetings held and entitled to attend	Meetings attended
Peter Constable	2	2
David Bottomley	2	2
Ray Kellerman	2	2

Principal activity

The principal activity of the Company during the year was investing in a concentrated portfolio of ASX and small to mid capitalisation securities, bonds and cash consistent with the Company's permitted investments and stated investment objective of achieving long term growth in capital in excess of its benchmark (RBA cash rate plus 4.25% p.a.).

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Directors' Report (Continued)

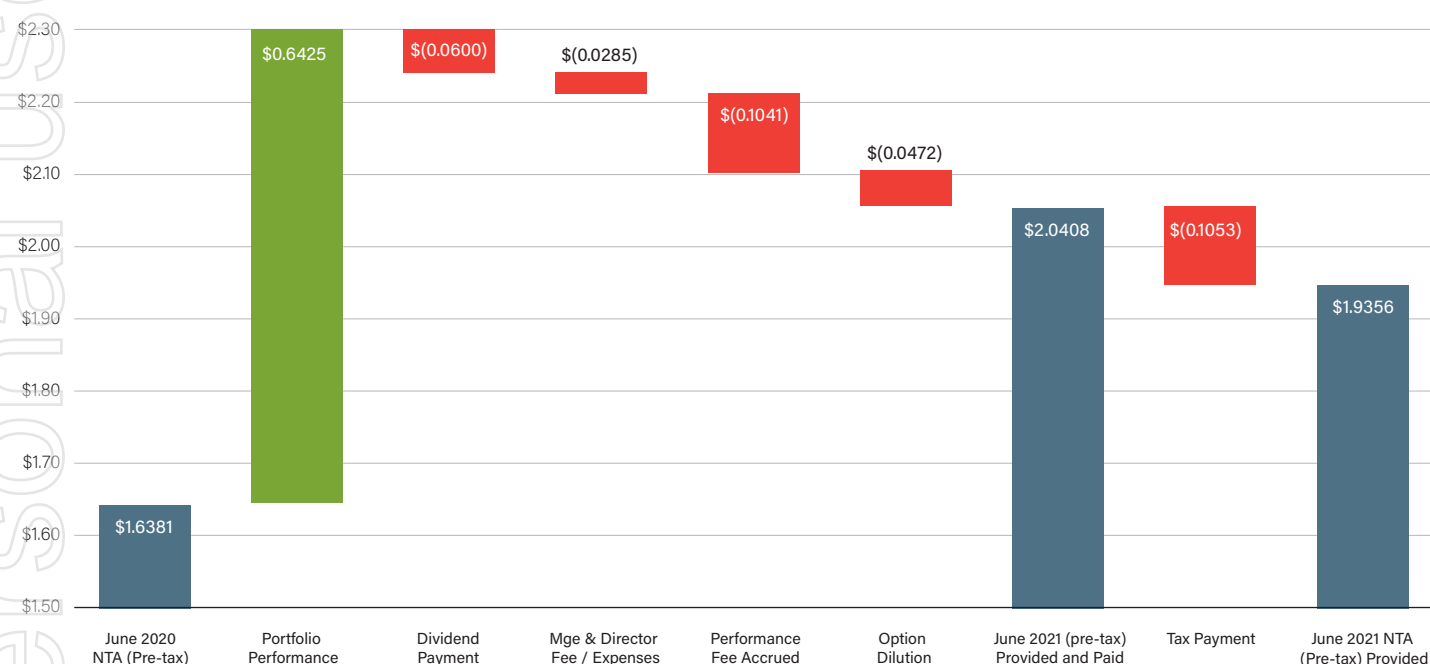
Review of Operations

Portfolio performance was strong both nominally and relatively. Total comprehensive income after tax increased 202% by \$15,538,076 to \$23,215,635. Gross Portfolio performance of 43.4%, comfortably exceeded the Company's performance benchmark resulting in a performance fee payable to the Investment Manager of \$7,040,139.

The Company's opening Net Asset Value (NAV) on 30 June 2020 was \$96,245,789 and the closing NAV on 30 June 2021 was \$130,891,114 reflecting an increase in net assets of \$34,645,325.

During the year, the Company did not buy back any shares. The Company will continue to buy back shares where it is accretive, balanced against the benefits of holding cash for generating further performance and growth in the Company's NTA. Net Tangible Assets (NTA) per share before tax increased from 163.81 cents per share to 193.56 cents per share during the reporting period. Noting this increase was after the payment of 6.0 cents per share in fully franked dividends and the payment of realised tax equivalent to 10.5 cents per share outlined in the waterfall chart below.

Ryder (pre-tax) Performance



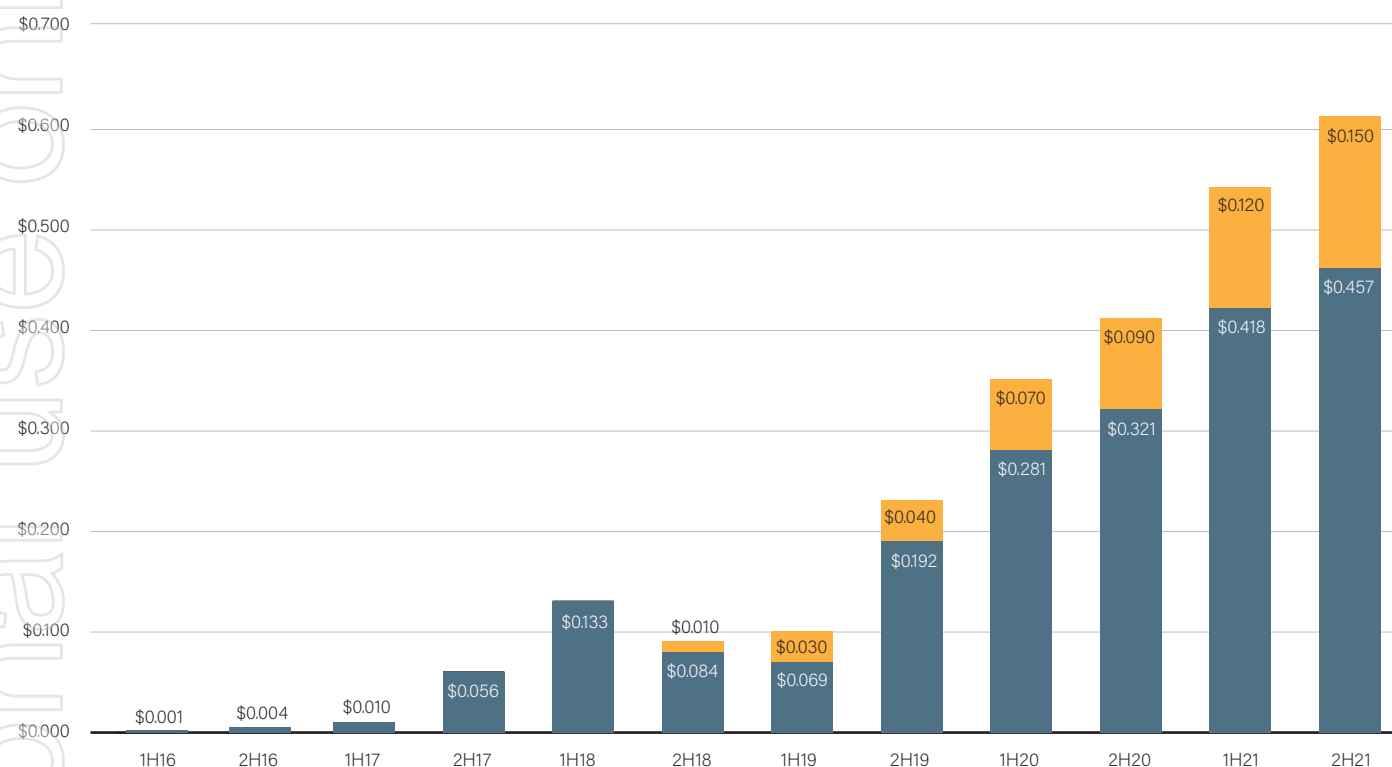
In the period, the Investment Manager sold several long-term Portfolio investments on valuation grounds and realised material gains which are reflected in the Company's capital profits reserve increasing 82% by \$13,824,125 to \$30,768,597, which when added to the Company's profit reserve of \$105,462 takes total distributable profits to \$30,874,059, an increase of 64% and equivalent to \$0.457 per share. This increase is net of \$3,831,417 in dividends paid during the period and excludes \$20,790,041 of net unrealised gains in the Portfolio.

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Directors' Report (Continued)

The growth in the Company's profits reserve and dividends paid over time is demonstrated in the chart below.

RYD Distributable Profits and Dividends Paid since Inception



At 30 June 2021 approximately 86.33% of the Company's capital was deployed in equities with approximately 13.67% held in cash, term deposits and net receivables.

The Investment Manager conducted a detailed review of the valuation of Updater Inc. (Updater) as of 30 June 2021. Directors are satisfied that Updater's business plan, operational progress and strategic initiative to list on the NASDAQ are sound. Updater continues to be held as a US Dollar equity asset with no changes to carrying value and is marked to market in line with currency fluctuations. To date the Investment Manager has not hedged any of the US dollar Updater exposure.

COVID-19 continues to present challenges for individuals, companies and consequentially, global equity markets. The Investment Manager demonstrated strong nominal and relative performance in the period and successfully managed market risk and portfolio volatility within the Company's investment guidelines. The Investment Manager and the Company are conscious of the ongoing impact and uncertainty of COVID-19 and the Portfolio continues to be actively managed to reduce risk while taking advantage of opportunities as they arise during this period. Ryder has taken steps to ensure that the Investment Manager is able to continue operations without interruption and with all employees having the facilities to work from home if required.

The Company is cognisant of the ultra low interest rates on deposits of the Company's cash and near cash asset reserves coupled with investee companies prudently managing their own capital requirements balanced against dividend distributions. Ryder is well positioned against dividend payment fluctuations as the Portfolio's primary objective is long term capital growth with income generation as a secondary objective. The Company's dividend payments for the year increased from 5.0 cents fully franked in FY20 to 7.0 cents fully franked in FY21. The Board anticipates that given its strong profit reserves, shareholder dividends should be well insulated in the short to medium term.

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Directors' Report (Continued)

Dividends

On 14 August 2020, the Directors declared a fully franked dividend of 3.00 cents per share paid on 9 September 2020 on ordinary shares held as at record date 20 August 2020 (ex-dividend date of 19 August 2020).

On 19 February 2021, the Directors declared a fully franked dividend of 3.00 cents per share paid on 13 April 2021 on ordinary shares held as at record date 25 March 2021 (ex-dividend date 24 March 2021).

On 13 August 2021, the Directors declared a fully franked dividend of 4.00 cents per share paid on 8 October 2021 on ordinary shares held as at record date 23 September 2021 (ex-dividend date of 22 September 2021).

Unissued Shares

Upon the exercise of an Initial Option, the Company issued holders a Secondary Option over one Share, with each Secondary Option exercisable at \$1.50 on or before 10 December 2021. As at the date of this report all Initial Options have been exercised or lapsed. During the year, 8,867,947 Secondary Options were exercised (30 June 2020: nil).

As at date of this report

Initial Option over unissued ordinary shares	–
Secondary Option over unissued ordinary shares	17,379,935

Net Assets

As at 30 June 2021 the net assets of the Company were \$119,612,127 (30 June 2020: \$86,928,789). Please refer to the Statement of Financial Position for further details.

State of Affairs

During the financial year there was no significant change in the state of affairs of the Company.

Events Subsequent to Balance Date

Except in relation to the dividend declared subsequent to balance date and referred to in the Note 16, no matter or circumstance has arisen since the end of the financial year that has significantly affected or may significantly affect the operations of the Company, the result of those operations or the state of affairs of the Company in subsequent financial years.

Likely Developments

The Company will be managed in accordance with the Constitution and investment objectives as detailed in the Prospectus dated 12 August 2015. Please refer to the Chairman's and Investment Manager's reports for further guidance.

Insurance of Officers

During the financial year, the Company paid a premium for an insurance policy insuring all directors and officers against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in their capacity as director or officer of the Company, other than conduct involving a wilful breach of duty in relation to the Company. In accordance with common commercial practice, the insurance policy prohibits disclosure of the nature of the liability insured against and the amount of the premium.

Environmental Regulations

The Company's operations are not subject to any significant environmental regulations.

Rounding of Amounts to Nearest Dollar

In accordance with ASIC Corporations (*Rounding in Financial / Directors' Reports*) Instrument 2016 / 191, the amounts in the directors' report and in the financial report have been rounded to the nearest dollar (unless otherwise indicated).

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Directors' Report (Continued)

Remuneration Report (Audited)

This remuneration report sets out information about the remuneration of the Company's directors for the year ended 30 June 2021, under the requirements of Section 300A(1) of the *Corporations Act 2001 (Cth)*.

Key Management Personnel

The directors and other key management personnel of the Company during the whole of the financial year, and up to the date of this report are (unless otherwise indicated):

Peter Constable - Chairman
David Bottomley - Director and Company Secretary
Ray Kellerman - Non-Executive Director

Directors' Remuneration

Directors' base fees are set out in the Constitution at an amount that must not be more in aggregate than the maximum amount approved by the Company in a general meeting. The Company paid no remuneration directly to Peter Constable or David Bottomley. However, they are indirectly remunerated through related party, Ryder Investment Management Pty Ltd. Refer to 'Director Related Entity Remuneration' below.

Directors' remuneration received or receivable was as follows:

Year ended 30 June 2021		Short-term employee benefits Cash salary	Post-employment benefits Superannuation	Total
Director	Position	\$	\$	\$
Peter Constable	Chairman	-	-	-
David Bottomley	Director	-	-	-
Ray Kellerman ¹	Non-Executive Director	36,530	3,470	40,000
		36,530	3,470	40,000

Year ended 30 June 2020		Short-term employee benefits Cash salary	Post-employment benefits Superannuation	Total
Director	Position	\$	\$	\$
Peter Constable	Chairman	-	-	-
David Bottomley	Director	-	-	-
Ray Kellerman ¹	Non-Executive Director	36,530	3,470	40,000
		36,530	3,470	40,000

¹ Director fees (for the sole Non-Executive Director) total \$40,000 per annum including superannuation.

Director Related Entity Remuneration

The Company has outsourced its investment management function to Ryder Investment Management Pty Ltd (the 'Investment Manager') a company controlled by Peter Constable and David Bottomley. The Investment Manager is privately owned and was incorporated in July 2008.

(a) Management fee

The Investment Manager is entitled to be paid a management fee equal to 1.25% p.a. (plus GST) of the Portfolio Net Asset Value. The management fee is paid monthly in arrears.

(b) Performance fee

The Investment Manager is entitled to receive a performance fee of 20% (plus GST) of the outperformance of the Portfolio above the Benchmark. The Benchmark is the RBA Cash Rate plus 4.25%. The performance fee is accrued monthly but is not paid until the end of each 12 month period ending on 30 June (Performance Calculation Period).

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Directors' Report (Continued)

Remuneration Report (Audited) (Continued)

Director Related Entity Remuneration (Continued)

Management and performance fees during the year and payable to the Investment Manager at year end were as follows:

	Year ended 30 June 2021	Year ended 30 June 2020
	\$	\$
Management fees during the year	1,665,056	1,313,629
Performance fees during the year	7,040,139	1,416,708
Management fees payable at year end	145,407	102,679
Performance fees payable at year end	7,040,139	1,416,708

Equity Instrument Disclosures Relating to Directors

The relevant interests of the Directors and their related entities in the securities of the Company were:

Shares as at 30 June 2021	Opening balance	Acquisitions / Options exercised	Shares acquired / (disposed)	Closing balance as at 30 June 2021
Director				
Peter Constable ¹	8,675,000	2,154,500	(10,000)	10,819,500
David Bottomley ¹	3,048,000	475,000	12,000	3,535,000
Ray Kellerman	1,020,000	510,000	-	1,530,000
	12,743,000	3,139,500	2,000	15,884,500

Options (RYDOA) as at 30 June 2021	Opening balance	Issued / acquired	Lapsed / exercised	Closing balance as at 30 June 2021
Director				
Peter Constable	3,462,500	-	(2,159,500)	1,303,000
David Bottomley	1,025,000	-	(475,000)	550,000
Ray Kellerman	510,000	-	(510,000)	-
	4,997,500	-	(3,144,500)	1,853,000

1. Director and shareholder (>20%) of Ryder Investment Management Pty Ltd which has power to control the voting rights as a discretionary investment manager. As at the date of incorporation one share in the Company was held by Ryder Investment Management Pty Ltd, a company controlled by Peter Constable and David Bottomley.

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Directors' Report (Continued)

Remuneration Report (Audited) (Continued)

Shares as at 30 June 2020	Opening balance	Acquisitions / Options exercised	Shares acquired / (disposed)	Closing balance as at 30 June 2020
Director				
Peter Constable ¹	8,441,000	-	234,000	8,675,000
David Bottomley ¹	3,023,000	-	25,000	3,048,000
Ray Kellerman	1,020,000	-	-	1,020,000
	12,484,000	-	259,000	12,743,000

Options (RYDOA) as at 30 June 2020	Opening balance	Issued / acquired	Lapsed / exercised	Closing balance as at 30 June 2020
Director				
Peter Constable	3,462,500	-	-	3,462,500
David Bottomley	1,025,000	-	-	1,025,000
Ray Kellerman	510,000	-	-	510,000
	4,997,500	-	-	4,997,500

¹ Director and shareholder (>20%) of Ryder Investment Management Pty Ltd which has power to control the voting rights as a discretionary investment manager. As at the date of incorporation one share in the Company was held by Ryder Investment Management Pty Ltd, a company controlled by Peter Constable and David Bottomley.

The options outstanding and available to Directors are on the same terms and conditions as offered to all other option holders.

End of Remuneration Report.

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Directors' Report (Continued)

Proceedings on behalf of the Company

There are no proceedings that the Directors have brought, or intervened in, on behalf of the Company.

Non-audit services

The Board of Directors, in accordance with advice from the Audit and Risk Committee, is satisfied that the provision of non-audit services during the year is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001 (Cth)*. The Directors are satisfied that the services disclosed in Note 12 did not compromise the external auditor's independence for the following:

- (a) all non-audit services have been reviewed by the Audit and Risk Committee to ensure they do not impact the impartiality and objectivity of the auditor;
- (b) None of the services contravene the independence requirements of the *Corporations Act 2001 (Cth)* or any applicable code of professional conduct in relation to the audit.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001 (Cth)* is set out on page 20.

Signed in accordance with a resolution of the Directors.



Peter Constable
Chairman

Ryder Capital Limited
Sydney, 13 August 2021

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Auditor's Independence Declaration



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Auditor's Independence Declaration

To the Directors of Ryder Capital Limited

In accordance with the requirements of section 307C of the *Corporations Act 2001*, as lead auditor for the audit of Ryder Capital Limited for the year ended 30 June 2021, 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 audit; and
- b no contraventions of any applicable code of professional conduct in relation to the audit.

Grant Thornton Audit Pty Ltd
Chartered Accountants

G S Layland
Director – Audit & Assurance

Sydney, 13 August 2021

Grant Thornton Audit Pty Ltd ACN 130 913 594
a subsidiary or related entity of Grant Thornton Australia Ltd ABN 41 127 556 389

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Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Statement of Profit or Loss and Other Comprehensive Income

	Note	Year ended 30 June 2021	Year ended 30 June 2020
Investment income		\$	\$
Interest income		36,105	158,191
Dividend income net of franking credits		1,762,646	2,395,790
Net gain on financial instruments at fair value through profit or loss		3,515	820,525
Other income		7,684	17,563
Total investment income		1,809,950	3,392,069
Expenses			
Management fees	14	(1,551,529)	(1,224,063)
Directors' fees	14	(40,000)	(40,000)
Performance fees	14	(7,040,139)	(1,416,708)
Other operating expenses		(333,011)	(318,303)
Total expenses		(8,964,679)	(2,999,074)
(Loss) / profit for the year before income tax expense		(7,154,729)	392,995
Income tax benefit	4(a)	2,621,712	359,323
(Loss) / profit for the year		(4,533,017)	752,318
Other comprehensive income			
<i>Items that will not be reclassified to profit or loss:</i>			
Movement in fair value of long term equity investments, net of tax	11(d)	27,748,652	6,925,241
Total comprehensive income for the year		23,215,635	7,677,559
Basic (losses) / earnings per share	5	(7.24) cents	1.27 cents
Diluted (losses) / earnings per share	5	(7.24) cents	1.27 cents

The above Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Notes to the Financial Statements which follow.

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Statement of Financial Position			
	Note	As at 30 June 2021	As at 30 June 2020
Assets		\$	\$
Current assets			
Cash and cash equivalents	13(a)	20,841,669	17,433,819
Receivables	6	35,472	223,281
Derivative assets	7,8,3	3,515	-
Total current assets		20,880,656	17,657,100
Non-current assets			
Long-term equity investments	7, 3	119,197,825	80,271,942
Deferred tax asset	4(d)	2,043	2,760
Total non-current assets		119,199,868	80,274,702
Total assets		140,080,524	97,931,802
Liabilities			
Current liabilities			
Payables	9	9,187,367	1,683,253
Current tax liability	4(c)	2,290,015	5,375,334
Total current liabilities		11,477,382	7,058,587
Non-current liabilities			
Deferred tax liability	4(d)	8,988,215	3,944,426
Total non-current liabilities		8,988,215	3,944,426
Total liabilities		20,465,597	11,003,013
Net assets		119,614,927	86,928,789
Equity			
Issued capital	10(a)	77,524,855	64,222,935
Accumulated losses	11(a)	(9,754,028)	(5,221,011)
Profits reserve	11(b)	105,462	1,916,989
Capital profits reserve	11(c)	30,768,597	16,944,472
Asset revaluation reserve	11(d)	20,970,041	9,065,404
Total equity		119,614,927	86,928,789

The above Statement of Financial Position should be read in conjunction with the Notes to the Financial Statements which follow.

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Statement of Changes in Equity							
	Note	Issued capital	Accumulated losses	Profits reserve	Capital profits reserve	Asset revaluation reserve	Total equity
		\$	\$	\$	\$	\$	\$
Balance at 30 June 2019		65,050,053	(2,876,206)	-	11,424,280	9,436,557	83,034,684
Profit for the year		-	752,318	-	-	-	752,318
Net revaluation of investments		-	-	-	-	6,925,241	6,925,241
Total comprehensive income for the period		-	752,318	-	-	6,925,241	7,677,559
Other		-	-	-	-	-	-
Transfer of realised gains on sale of investments, net of tax	11(c)	-	-	-	7,296,394	(7,296,394)	-
Transfer to profit reserve	11(a)	-	(3,097,123)	3,097,123	-	-	-
		-	(3,097,123)	3,097,123	7,296,394	(7,296,394)	-
Transactions with owners in their capacity as owners							
Shares acquired under buy-back during the year	10(a)	(825,366)	-	-	-	-	(825,366)
Transaction costs on shares acquired under buy-back	10(a)	(1,725)	-	-	-	-	(1,725)
Income tax on transaction costs	10(a)	(27)	-	-	-	-	(27)
Dividend paid	11(b),(c)	-	-	(1,180,134)	(1,776,202)	-	(2,956,336)
		(827,118)	-	(1,180,134)	(1,776,202)	-	(3,783,454)
Balance at 30 June 2020		64,222,935	(5,221,011)	1,916,989	16,944,472	9,065,404	86,928,789
Profit for the year		-	(4,533,017)	-	-	-	(4,533,017)
Net revaluation of investments		-	-	-	-	27,748,652	27,748,652
Total comprehensive income for the year		-	(4,533,017)	-	-	27,748,652	23,215,635
Other		-	-	-	-	-	-
Transfer of realised gains on sale of investments, net of tax	11(c)	-	-	-	15,844,015	(15,844,015)	-
Transfer to profit reserve	11(a)	-	-	-	-	-	-
		-	-	-	15,844,015	(15,844,015)	-
Transactions with owners in their capacity as owners							
Shares issued under the exercise of secondary options	10(a)	13,301,920	-	-	-	-	13,301,920
Dividends paid	11(b),(c)	-	-	(1,811,527)	(2,019,890)	-	(3,831,417)
		13,301,920	-	(1,811,527)	(2,019,890)	-	9,470,503
Balance at 30 June 2021		77,524,855	(9,754,028)	105,462	30,768,597	20,970,041	119,614,927

The above Statement of Changes in Equity should be read in conjunction with the Notes to the Financial Statements which follow.

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Statement of Cash Flows

	Note	Year ended 30 June 2021	Year ended 20 June 2020
		\$	\$
Cash flows from operating activities			
Interest received		36,105	204,181
Dividends received		1,960,156	2,198,280
Management fees paid		(1,508,801)	(1,215,506)
Performance fees paid		(1,416,708)	-
Directors' fees paid		(40,000)	(40,000)
Other operating expenses paid		(346,712)	(320,220)
Other income received		7,684	17,563
Income tax paid		(7,311,381)	-
Net cash (used in) / provided by operating activities	13(b)	(8,619,657)	844,298
Cash flows from investing activities			
Proceeds from sale of investments		49,725,805	51,868,382
Payments for purchase of investments		(47,168,801)	(54,020,457)
Net cash provided by / (used in) investing activities		2,557,004	(2,152,075)
Cash flows from financing activities			
Dividends paid		(3,831,417)	(2,956,336)
Proceeds from shares issued		13,301,920	-
Payments for share buy-back		-	(825,366)
Share issue costs paid		-	(1,725)
Net cash provided by / (used in) financing activities		9,470,503	(3,783,427)
Net increase / (decrease) in cash held		3,407,850	(5,091,204)
Cash and cash equivalents at beginning of the financial year		17,433,819	22,525,023
Cash and cash equivalents at end of the financial year	13(a)	20,841,669	17,433,819

The above Statement of Cash Flows should be read in conjunction with the Notes to the Financial Statements which follow.

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Notes to the Financial Statements

1. GENERAL INFORMATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Ryder Capital Limited ('the Company') is a publicly listed company, incorporated and domiciled in Australia. The Company was incorporated with the Australian Securities and Investments Commission ('ASIC') on 26 June 2015. The registered office and principal place of business of the Company is Level 25, 88 Phillip Street, Sydney NSW 2000. The Company's principal activity is investing in a concentrated portfolio of ASX and small capitalisation securities, bonds and cash consistent with the Company's permitted investments and stated investment objective of achieving long term growth in capital and income.

Updater Inc. delisted from the ASX in October 2018 and became a privately held Delaware incorporated company. In September 2018, the Board of Directors resolved to amend the Company's investment strategy to allow for continued ownership of Updater Inc. notwithstanding it being an unlisted Delaware incorporated company.

These general purpose financial statements are for the year ended 30 June 2021, and were authorised for issue by the Directors on 13 August 2021.

The material accounting policies adopted by the Company in the preparation of the financial statements is set out below:

(a) Basis of preparation

These general purpose financial statements have been prepared in accordance with the Australian Accounting Standards, issued by the Australian Accounting Standards Board ('AASB') and the *Corporations Act 2001 (Cth)*. For the purposes of preparing financial statements, the Company is a for-profit entity.

The Company is a for-profit entity for financial reporting purposes under Australian Accounting Standards.

The financial statements, except for cash flow information, have been prepared on an accruals basis and are based on historical costs, modified where applicable, by the measurement of fair value of selected assets and liabilities.

(b) Statement of compliance

The financial statements and notes thereto comply with Australian Accounting Standards as issued by the AASB and International Financial Reporting Standards ('IFRS') as issued by the International Accounting Standards Board ('IASB').

(c) Investments

i) Recognition / derecognition

The Company recognises financial assets and financial liabilities on the date it becomes party to the contractual agreement (trade date) and recognises changes in fair value of the financial assets or financial liabilities from this date.

Investments are derecognised when the right to receive cash flows from the investments has expired or the Company has transferred substantially all risks and rewards of ownership.

ii) Classification and measurement

The Company's investments are categorised as follows:

Financial instruments held at fair value through profit or loss (short-term equity investments)

Financial assets and liabilities held at fair value through profit or loss are measured initially at fair value excluding any transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability. Transaction costs on financial assets and financial liabilities at fair value through profit or loss are expensed immediately. Subsequent to initial recognition, all instruments held at fair value through profit or loss are measured at fair value with changes in their fair value recognised in the Statement of Profit or Loss and Other Comprehensive Income.

Derivative financial instruments such as options are included under this classification. The Company designates any derivatives as cash flow hedges in a hedging relationship.

Financial instruments designated at fair value through other comprehensive income (long-term equity investments)

Long-term equity investments are recognised initially at cost and the Company has irrevocably elected to present subsequent changes in the fair value of the investments in the Statement of Other Comprehensive Income.

Long term equity investments comprise holdings in marketable equity securities which are intended to be held for the long term.

iii) Fair value

The Company determines the fair value of listed investments at the last quoted price. The fair value of investments that are not traded in an active market are determined using valuation techniques. These include the use of arm's length market transactions, reference to the current fair value of a substantially similar other instrument, discounted cash flow techniques, option pricing models or any other valuation techniques that provide a reliable estimate of prices obtained in actual market transactions.

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Notes to the Financial Statements

1. GENERAL INFORMATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Investments (Continued)

iv) Impairment of financial assets

The Company assesses whether the credit risk on a financial asset has increased significantly based on the change in the risk of default since initial recognition. In making this assessment, the Company considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information to determine the expected credit losses. Such information includes:

- contractual payments are more than 30 days past due, unless the Company has reasonable and supportable information that indicates otherwise;

The Company considers the following to represent default events for the purpose of measuring expected credit losses:

- contractual payments are more than 30 days past due, unless the Company has reasonable and supportable information that indicates a more lagging default criterion is more appropriate;

The foregoing indicators of default have been selected based on the Company's historical experience.

(d) Foreign currency translation

(i) Functional and presentation currency

Items included in the Company's financial statements are measured using the currency of the primary economic environment in which it operates (the 'functional currency'). This is the Australian dollar, which reflects the currency of the economy in which the Company competes for funds and is regulated. The Australian dollar is also the Company's presentation currency.

(ii) Transactions and balances

Transactions during the period denominated in foreign currency have been translated at the exchange rate prevailing at the transaction date. Overseas investments and currency, together with any accrued income, are translated at the exchange rate prevailing at the balance date. Foreign exchange gains and losses resulting from the settlement of such transactions, and from the translation at balance date exchange rates of monetary assets and liabilities denominated in foreign currencies, are recognised in other comprehensive income. Net exchange gains and losses arising on the revaluation of long-term equity investments are included in gains presented in the Statement of Profit or Loss and Other Comprehensive Income.

(e) Income tax

The charge for current income tax expense is based on the taxable income for the period. It is calculated using the tax rates that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax is accounted for using the liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled.

Current and deferred taxes are recognised in profit or loss except where they relate to items that may be recognised directly in equity, such as unrealised gains and losses on long-term equity, in which case they are adjusted directly against equity.

Deferred income tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the Company will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by law.

(f) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO). In these circumstances, the GST is recognised as being part of the cost of acquisition of the asset or as part of an item of expense. Receivables and payables in the statement of financial position are shown exclusive of GST.

The net amount of GST recoverable from, or payable to, the ATO is included as an asset or liability in the Statement of Financial Position.

Cash flows are presented in the Statement of Cash Flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

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Notes to the Financial Statements

1. GENERAL INFORMATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(g) Income

Revenue is recognised when it is probable that the economic benefit will flow to the entity and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

Dividend income is recognised in profit or loss on the day on which the relevant investment is first quoted on an 'ex-dividend' basis.

Interest revenue is recognised as it accrues using the effective interest method, taking into account the effective yield on the financial asset.

Realised and unrealised gains and losses arising from changes in the fair value of the 'financial assets at fair value through profit or loss' category are included in profit or loss in the period in which they arise. This may also include foreign exchange gains and losses when applicable.

(h) Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Interest revenue is recognised as it accrues, taking into account the effective yield on the financial asset.

(i) Receivables

Receivables may include amounts for dividends, interest and securities sold. Dividends are receivable when they have been declared and are legally payable. Interest is accrued at the balance date from the time of last payment. Amounts receivable for securities sold are recorded when a sale has occurred.

Such assets are reviewed at the end of each reporting period to determine whether there is objective evidence of impairment.

Receivables are reviewed at the end of each reporting period to determine the need to raise a loss allowance for expected credit losses. The entity has applied the simplified approach to measure expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, review is undertaken of the nature of the receivables, the counterparty, the days overdue and the economic environment.

(j) Payables

These amounts represent liabilities for amounts owing by the Company at balance date which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Amounts payable for securities purchased are recorded when the purchase has occurred.

(k) Issued capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(l) Earnings per share

i) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the period.

ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

Potential ordinary shares are anti-dilutive when their conversion to ordinary shares would increase earnings per share or decrease the loss per share from continuing operations. The calculation of diluted earnings per share does not assume conversion, exercise or other issue of potential ordinary shares that would have an anti-dilutive effect on earnings per share.

(m) Dividends

Provisions for dividends payable are recognised in the reporting period in which they are declared, for the entire undistributed amount, regardless of the extent to which they will be paid in cash.

Ryder Capital Limited
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Notes to the Financial Statements

1. GENERAL INFORMATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(n) Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, the Board of the Company is required to make judgements, estimates and assumptions about the carrying amounts of some assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are considered to be relevant, and reasonable under the circumstance. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. The methods used in the valuation of investments are set out in Note 1(c) of these financial statements.

(o) New and amended standards adopted by the Company

There are no new standards, interpretations or amendments to existing standards that are effective for the first time for the financial year beginning 1 July 2020 that have a material impact on the Company.

(p) New accounting standards and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 July 2021, and have not been early adopted in preparing these financial statements. None of these are expected to have a material effect on the financial statements of the Company.

(q) Rounding of amounts to nearest dollar

In accordance with *ASIC Corporations (Rounding in Financial / Directors' Reports) Instrument 2016 / 191*, the amounts in the directors' report and in the financial report have been rounded to the nearest dollar (unless otherwise indicated).

2. FINANCIAL RISK MANAGEMENT

(a) Objectives, strategies, policies and processes

The objective of the Company is to achieve long term growth in capital and income through investments in a concentrated portfolio of ASX and small to mid capitalisation securities, bonds and cash consistent with the Company's permitted investments. The Company is managed from an Australian investor's perspective with tax and currency exposures forming important considerations in the daily management of the Company whilst complying with the Company's Prospectus dated 12 August 2015. Financial risk management is carried out by the Investment Manager under the guidance of its Chief Investment Officer.

The Company's activities are exposed to different types of financial risks. These risks include market risk (including foreign currency risk and other price risk), being the primary risk, and credit risk. The Company may employ derivative financial instruments to hedge these risk exposures in order to minimise the effects of these risks.

(b) Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

Market prices generally incorporate credit risk assessments into valuations and risk of loss is implicitly provided for in the carrying value of assets and liabilities as they are marked to market at balance date.

The total credit risk for assets is therefore limited to the amount carried in the Statement of Financial Position.

The Investment Manager is responsible for ensuring there is appropriate diversification across counterparties and that they are of a sufficient quality rating. The Investment Manager minimises the Company's concentration of credit risk by undertaking most transactions in ASX listed securities with a large number of approved brokers. Payment is only made once a broker has received securities and delivery of securities only occurs once the broker received payment.

Cash

The majority of the Company's short term deposits are invested with financial institutions that have a Standard and Poor's credit rating of AA-. The majority of maturities are within three months. The weighted average interest rate of the Company's cash and cash equivalents at 30 June 2021 is 0.27% (2020: 1.26%).

Receivables

The majority of the Company's receivables arise from interest and dividends yet to be received.

None of these assets exposed to credit risk are overdue or considered to be impaired.

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Notes to the Financial Statements

2. FINANCIAL RISK MANAGEMENT (CONTINUED)

(c) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities. This risk is controlled through the Company's investment in financial instruments, which under market conditions are readily convertible to cash. In addition, the Company maintains sufficient cash and cash equivalents to meet normal operating requirements.

Maturity analysis for financial liabilities

The table in the succeeding page analyses the Company's non-derivative financial liabilities into relevant maturity groupings based on the remaining period at reporting date to the contractual maturity date. The amounts in the table are the contractual undiscounted cash flows.

	Less than 1 month	1-6 months	6-12 months	Over 12 months	Total
As at 30 June 2021	\$	\$	\$	\$	\$
Trade and other payables	7,187,367	-	-	-	7,187,367
Due to brokers - payable for securities purchased	2,000,000	-	-	-	2,000,000
Total financial liabilities	9,187,367	-	-	-	9,187,367
As at 30 June 2020					
Trade and other payables	1,525,208	-	-	-	1,525,208
Due to brokers - payable for securities purchased	158,045	-	-	-	158,045
Total financial liabilities	1,683,253	-	-	-	1,683,253

(d) Market risk

Market risk represents the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

By its nature, as a listed investment company that invests in tradeable securities, the Company will always be subject to market risk as it invests its capital in securities which are not risk free. The market prices of these securities can and do fluctuate in accordance with multiple factors.

The Company seeks to reduce market risk by investing in equity securities where there is a significant 'margin of safety' between the underlying companies' value and share price. The Company has set parameters as to a minimum margin of safety in addition to having set parameters regarding a maximum amount of the Portfolio that can be invested in a single company or sector as prescribed in the Prospectus.

(i) Interest rate risk

The Company's interest bearing financial assets expose it to risks associated with the effects of fluctuations in the prevailing levels of market interest rates on its financial position and cash flows, the risk is measured using sensitivity analysis on page 31.

Interest rate risk is actively managed by the Investment Manager. The majority of the Company's interest bearing assets are held with reputable banks to ensure the Company obtains competitive rates of return while providing sufficient liquidity to meet cash flow requirements.

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Notes to the Financial Statements

2. FINANCIAL RISK MANAGEMENT (CONTINUED)

(d) Market risk (Continued)

The table below summarises the Company's exposure to interest rate risk. It includes the Company's assets and liabilities at fair values, categorised by the earlier of contractual repricing or maturity date.

	Weighted average effective interest rate	Floating interest rate	Non interest bearing	Fixed interest rate	Total
As at 30 June 2021	%	\$	\$	\$	\$
Financial assets					
Cash and cash equivalents	0.27	19,263,113	1,578,556	-	20,841,669
Trade and other receivables		-	35,472	-	35,472
<i>Derivative assets</i>					
Options		-	3,515	-	3,515
<i>Long-term equity investments:</i>					
Listed equities		-	109,656,098	-	109,656,098
Unlisted equities		-	9,041,727	-	9,041,727
Convertible notes		-	500,000	-	500,000
Total financial assets		19,263,113	120,815,368	-	140,078,481
Financial liabilities					
Trade and other payables		-	9,187,367	-	9,187,367
Total financial liabilities		-	9,187,367	-	9,187,367
As at 30 June 2020					
Financial assets					
Cash and cash equivalents	1.26	17,415,941	17,878	-	17,433,819
Trade and other receivables		-	223,281	-	223,281
<i>Long-term equity investments:</i>					
Listed equities		-	70,412,717	-	70,412,717
Unlisted equities		-	9,859,225	-	9,859,225
Total financial assets		17,415,941	80,513,101	-	97,929,042
Financial liabilities					
Trade and other payables		-	1,683,253	-	1,683,253
Total financial liabilities		-	1,683,253	-	1,683,253

(ii) Other price risk

Other price risk is the risk that fair value of equities decreases as a result of changes in market prices, whether those changes are caused by factors specific to the individual stock or factors affecting the broader market. Other price risk exposure arises from the Company's investment Portfolio.

(iii) Foreign currency risk

Foreign currency risk is the risk that the value of a financial commitment, recognised asset or liability will fluctuate due to changes in foreign currency rates.

The Company holds assets denominated in currencies other than the Australian dollar (being the functional currency) and is therefore exposed to foreign currency risk when the value of assets denominated in other currencies fluctuates due to movements in exchange rates.

The Company may enter into foreign exchange forward contracts both to hedge the foreign currency risk implicit in the value of Portfolio securities denominated in foreign currency and to secure a particular exchange rate for a planned purchase or sale of securities.

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Notes to the Financial Statements

2. FINANCIAL RISK MANAGEMENT (CONTINUED)

(iv) Sensitivity analysis

The following tables show the sensitivity of the Company's operating profit / other comprehensive income and equity to price risk, interest rate risk and foreign currency risk. The reasonably possible movements in the risk variables have been determined based on the Investment Manager's best estimate, having regard to a number of factors, including historical levels of changes in interest rates, historical correlation of the Company's investments with the relevant benchmark and market volatility. However, actual movements in the risk variables may be greater or less than anticipated due to a number of factors, including unusually large market shocks resulting from changes in the performance of the securities in which the Company invests. As a result, historic variations in risk variables are not a definitive indicator of future variations in the risk variables.

	Price risk impact on other comprehensive income		Interest rate risk impact on other comprehensive income		Foreign currency risk impact on other comprehensive income	
30 June 2021	-10%	+10%	-100 bps	+100 bps	-10%	+10%
	(11,919,782)	11,919,782	-	-	(904,173)	904,173
30 June 2020	-10%	+10%	-100 bps	+100 bps	-10%	+10%
	(8,027,194)	8,027,194	-	-	(985,923)	985,923
	Price risk impact on impact on operating profit / (loss)		Interest rate risk impact on operating profit / (loss)		Foreign currency risk impact on operating profit / (loss)	
30 June 2021	-10%	+10%	-100 bps	+100 bps	-10%	+10%
	(352)	352	(185)	185	-	-
30 June 2020	-10%	+10%	-100 bps	+100 bps	-10%	+10%
	-	-	(1,742)	1,742	-	-

3. FAIR VALUE MEASUREMENT

The Company measures and recognises the following assets and liabilities at fair value on a recurring basis:

- Long-term equity investments
- Derivative financial instruments

Fair value hierarchy

AASB 13: Fair value measurement requires disclosure of fair value measurements by level of the fair value hierarchy:

- Level 1 - measurements based on quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 - measurements based on inputs other than quoted prices included in level 1 that are observable for the asset or liability; and
- Level 3 - measurements based on unobservable inputs from the asset or liability.

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Notes to the Financial Statements

3. FAIR VALUE MEASUREMENT (CONTINUED)

(a) Recognised fair value measurements

The following table presents the Company's assets measured and recognised at fair value as at 30 June 2021 and 30 June 2020.

	Level 1	Level 2	Level 3	Total
As at 30 June 2021	\$	\$	\$	\$
Financial assets				
<i>Derivative assets</i>				
Options	3,515	-	-	3,515
<i>Long-term equity investments</i>				
Listed equities	109,656,098	-	-	109,656,098
Unlisted equities	-	-	9,041,727	9,041,727
Convertible notes	-	-	500,000	500,000
Total financial assets	109,659,613	-	9,541,727	119,201,340
As at 30 June 2020				
Financial Assets				
<i>Long-term equity investments</i>				
Listed equities	70,412,717	-	-	70,412,717
Unlisted equities	-	-	9,859,225	9,859,225
Total financial assets	70,412,717	-	9,859,225	80,271,942

(b) Transfer between levels

The Investment Manager's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

There were no transfers between levels in the fair value hierarchy at the end of the reporting period.

(c) Fair value measurements using significant unobservable inputs (level 3)

The following table presents the movement in level 3 instruments for the year ended 30 June 2021 by class of financial instrument.

	Convertible notes	Unlisted equities	Total
	\$	\$	\$
Opening balance - 1 July 2019	-	9,621,292	9,621,292
Transfer into / (out) from level 3	-	-	-
Purchases	-	-	-
Sales	-	-	-
Unrealised gains recognised in the Statement of Profit or Loss and Other Comprehensive Income	-	237,933	237,933
Closing balance - 30 June 2020	-	9,859,225	9,859,225
Transfer into / (out) from level 3	-	-	-
Purchases	500,000	-	500,000
Sales	-	-	-
Unrealised gains recognised in the Statement of Profit or Loss and Other Comprehensive Income	-	(817,498)	(817,498)
Closing balance - 30 June 2021	500,000	9,041,727	9,541,727

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Notes to the Financial Statements

3. FAIR VALUE MEASUREMENT (CONTINUED)

(i) Valuation inputs and relationships to fair value

The following table summarises the quantitative information about the significant unobservable inputs used in the level 3 fair value measurements

Description	Fair value \$	Unobservable inputs	Range of inputs (probability weighted inputs)	Relationship of unobservable inputs to fair value
As at 30 June 2021				
Updater Inc.	9,041,727	Last trade price	N/A	N/A
Vitrafy Life Sciences Pty Ltd	500,000	Last trade price	N/A	N/A
As at 30 June 2020				
Updater Inc.	9,859,225	Last trade price	N/A	N/A

Updater Inc. (Updater) an unlisted Delaware incorporated company is carried at a value of \$24.875 per Common Stock. This is the equivalent value of \$0.995 per Chess Depositary Interest (CDI) which was the last traded ASX price (8 October 2018) for Updater CDIs prior to the delisting and stock consolidation at a ratio of 25:1 (CDI to Common Stock). This value compares to the last transacted price of \$1.25 per CDI (\$31.25 Common Stock equivalent) relating to the Updater buyback which was completed on 16 October 2018. The absence of actual market transactions of Updater Inc. since it was last traded in October 2018 has required the fair value be determined using an income approach converting future cash flows and expenses to a single current amount (i.e. a Discounted Cash Flow). The Company notes that CDIs and CDI pricing are no longer relevant and as such all future references to Updater will be to its Common Stock.

(ii) Valuation processes

Portfolio reviews are undertaken regularly by the Investment Manager to identify securities that potentially may not be actively traded or have stale security pricing. This process identifies securities which possibly could be regarded as being level 3 securities. Further analysis, should it be required, is undertaken to determine the accounting significance of the identification. Changes in allocation to or from level 3 are analysed at the end of each reporting period.

(d) Description of significant unobservable inputs to valuation

The significant unobservable inputs used in the fair value measurements categorised within level 3 of the fair value hierarchy, together with a quantitative sensitivity analysis as at 30 June 2021 are shown below:

Description	Unobservable inputs	Value	Sensitivity
Ordinary shares at fair value through other comprehensive income	5-Year Compounding Annual Revenue Growth	38.55%	5.00% increase would increase fair value by \$4,067,199 and a 5.00% decrease would decrease fair value by \$4,034,526
	Discount rate	13.73%	1.00% increase would decrease fair value by \$1,168,788 and a 1.00% decrease would increase fair value by \$1,401,845
	Terminal growth rate	2.00%	1.00% increase would increase fair value by \$925,683 and a 1.00% decrease would decrease fair value by \$780,268

(e) Fair value of financial instruments not carried at fair value

The carrying value of trade receivables and trade payables approximate their fair value because of the short-term nature of the instruments and low credit risk.

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Notes to the Financial Statements

4. TAXATION

	30 June 2021	30 June 2020
	\$	\$
(a) Numerical reconciliation of income tax benefit		
Prima facie tax (benefit) / payable on (loss) / profit before income tax at 30% (2020: 30%)	(2,146,419)	117,899
Adjusted for tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Imputation gross up on dividends received	203,054	220,952
Franking credits on dividends received	(676,846)	(736,508)
Prior year under provision	-	42,527
Tax effect on income tax rate uplift to 30%	-	(4,193)
ATO cash boost (non-assessable)	(1,501)	-
Income tax benefit	(2,621,712)	(359,323)
Applicable weighted average effective tax rate	(37%)	91%
The income tax benefit results in a:		
Current tax asset	(2,564,228)	(902,405)
Current tax liability	58,199	(59,253)
Deferred tax liability	-	496,476
Deferred tax asset	(115,683)	105,859
Income tax benefit	(2,621,712)	(359,323)
(b) Amounts recognised directly in equity		
Aggregate deferred tax arising in the reporting period and not recognised in profit or loss or other comprehensive income but debited or credited directly to equity.		
Transition costs on equity issue	(717)	(27)
Unrealised gains on long term equity investments	(8,987,161)	(3,885,173)
Realised gains on long term equity investments	(6,790,292)	(3,127,026)
Net deferred tax - debited directly to equity	(15,778,170)	(7,012,226)
(c) Movement in current tax liability		
Opening balance	5,375,334	3,150,713
Income tax refund / (payment)	(7,311,383)	-
(Credited) / charged to profit or loss to		
to profit or loss	(2,564,228)	(902,405)
directly to equity	6,790,292	3,127,026
Closing balance	2,290,015	5,375,334

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Notes to the Financial Statements

4. TAXATION (CONTINUED)

	As at 30 June 2021	As at 30 June 2020
	\$	\$
(d) Net deferred tax liabilities		
Deferred tax liabilities		
Deferred income tax comprises the estimated tax payable at the current income tax rate of 30% (2020: 30%) on the following items:		
Tax on unrealised gains on investment portfolio	8,988,215	3,885,173
Accrued interest	-	-
Dividend receivable	-	59,253
	8,988,215	3,944,426
Movements:		
Opening balance	3,944,426	3,592,031
Charged / (credited):		
to profit or loss	(58,199)	59,253
directly to equity	5,101,988	293,142
Closing balance	8,988,215	3,944,426
Net deferred tax assets		
Deferred tax assets comprises the estimated tax deductible at the current income tax rate of 30% (2020: 30%) on the following items:		
Transition costs on equity issue	113,949	113,949
Reduction in transition costs on equity issue	(111,906)	(111,189)
Tax losses	-	-
Net deferred tax assets	2,043	2,760
Movements:		
Opening balance	2,760	499,263
Charged / (credited):		
to profit or loss	-	(496,476)
directly to equity	(717)	(27)
Closing balance	2,043	2,760

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5. EARNINGS PER SHARE

	30 June 2021	30 June 2020
	\$	\$
Basic (losses) / earnings per share	(7.24) cents	1.27 cents
Diluted (losses) / earnings per share	(7.24) cents	1.27 cents
(Losses) / earnings used in calculating basic earnings per share	(4,533,017)	752,318
(Losses) / earnings used in calculating diluted earnings per share	(4,533,017)	752,318
Weighted average number of ordinary shares used in the calculation of diluted earnings per share	62,610,475	59,067,077
Weighted average number of shares used in the calculation of diluted earnings per share	62,610,475	59,067,077

The weighted average number of shares used as a denominator in calculating basic and diluted earnings per share is based on the weighted average number of shares 1 July 2020 to 30 June 2021.

6. RECEIVABLES

	As at 30 June 2021	As at 30 June 2020
	\$	\$
Dividend receivable	-	197,510
GST receivable	35,472	25,771
	35,472	223,281

Terms and conditions

GST receivable can be recovered from the Australian Tax Office. No interest is applicable to any of these amounts. The maximum credit risk exposure in relation to receivables is the carrying amount.

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7. INVESTMENTS

	30 June 2021	June 2020
	\$	\$
Financial assets designated at fair value through profit or loss		
Options	3,515	-
Total financial assets designated at fair value through profit or loss	3,515	-
Financial assets designated at fair value through other comprehensive income		
Listed equities	109,656,098	70,412,717
Unlisted equities	9,041,727	9,859,225
Convertible notes	500,000	-
Total financial assets designated at fair value through other comprehensive income	119,197,825	80,271,942
Total financial assets	119,201,340	80,271,942

The total dividends received on investments sold which are included in the Statement of Profit or Loss and Other Comprehensive Income were:

	30 June 2021	30 June 2020
	\$	\$
Dividend income comprises:		
Listed equity securities held at year-end*	2,354,845	1,576,000
Listed equity securities sold during the year*	-	1,641,379

*Dividend income amounts are disclosed gross of franking credits.

During the year, the total fair value of investments sold in the normal course of the business and to preserve capital were:

	30 June 2021	30 June 2020
	\$	\$
Fair value at disposal date		
Listed equity securities	49,725,805	57,611,200
Gain on disposal after tax		
Listed equity securities	15,844,016	7,296,394

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Notes to the Financial Statements

8. DERIVATIVE FINANCIAL INSTRUMENTS

In the normal course of business the Company enters into transactions in various derivative financial instruments which have certain risks. A derivative is a financial instrument or other contract which is settled at a future date and whose value changes in response to the change in a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index or other variable.

Derivative financial instruments require no initial net investment or an initial net investment that is smaller than would be required for other types of contracts that would be expected to have a similar response to changes in market factors.

Derivative transactions include a wide assortment of instruments, such as forwards, futures and options. Derivatives are considered to be part of the investment process. The use of derivatives is an essential part of the Company's Portfolio management. Derivatives are not managed in isolation. Consequently, the use of derivatives is multifaceted and includes:

- hedging to protect an asset or liability of the Company against a fluctuation in market values or to reduce volatility;
- a substitution for trading of physical securities; and
- adjusting asset exposures within the parameters set in the investment strategy, and adjusting the duration of fixed interest portfolios or the weighted average maturity of cash portfolios.

The Company holds the following derivative instrument:

Options

An option is a contractual arrangement under which the seller (writer) grants the purchaser (holder) the right, but not the obligation, either to buy (a call option) or sell (a put option) at or by a set date or during a set period, a specific amount of securities or a financial instrument at a predetermined price. The seller receives a premium from the purchaser in consideration for the assumption of future securities price risk. Options held by the Company are exchange-traded. The Portfolio is exposed to credit risk on purchased options to the extent of their carrying amount, which is their fair value. Options are settled on a gross basis.

The Company's derivative financial instruments at 30 June 2021 are detailed below.

	As at June 2021		
	Contract / notional	Fair Values	
	Values	Assets	(Liabilities)
	\$	\$	\$
Options	263,652	3,515	-
	263,652	3,515	-

The Company did not hold derivative financial instruments at 30 June 2020.

9. PAYABLES

	As at 30 June 2021	As at 30 June 2020
	\$	\$
Management fees payable	145,407	102,679
Performance fees payable	7,040,139	1,416,708
Directors fees payable	1,821	1,821
Other payable	-	4,000
Due to brokers - payable for securities purchased	2,000,000	158,045
	9,187,367	1,683,253

Ryder Capital Limited
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For the year ended 30 June 2021

Notes to the Financial Statements

10. ISSUED CAPITAL

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Company in proportion to the number of and amounts paid on the shares held. On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

Capital risk management

The Company's policy is to maintain a strong capital base so as to maintain investor and market confidence. The overall strategy remains unchanged. To achieve this, the Board of Directors monitors the monthly NTA results, investment performance and share price movements. The Board is focused on maximising returns to shareholders with capital management a key objective of the Company. The Company is not subject to any externally imposed capital requirements.

Options

No options were issued during the year (2020: nil). At balance date the Company has 17,864,726 (2020: 26,732,673) Secondary Options on issue exercisable on or before 10 December 2021 for an exercise price of \$1.50.

	30 June 2021		30 June 2020	
	Units	\$	Units	\$
(a) Movements in ordinary share capital				
Opening balance	58,756,723	64,222,935	59,396,321	65,050,053
Share buy-back	-	-	(639,598)	(825,366)
Transaction costs on shares acquired under buy-back	-	-	-	(1,725)
Income tax on transaction costs	-	-	-	(27)
Shares issued upon the exercise of options	8,867,947	13,301,920	-	-
Closing balance	67,624,670	77,524,855	58,756,723	64,222,935
(b) Options issued				
Opening balance	26,732,673	-	26,732,673	-
Options exercised during the year	(8,867,947)	-	-	-
Closing balance	17,864,726	-	26,732,673	-

Ryder Capital Limited
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Notes to the Financial Statements

11. RESERVES AND RETAINED PROFITS

	30 June 2021	30 June 2020
	\$	\$
(a) Accumulated losses		
Balance at the beginning of the year	(5,221,011)	(2,876,206)
Net (loss) / profit attributable to members of the Company	(4,533,017)	752,318
Transfer to profit reserve	-	(3,097,123)
Balance at 30 June	(9,754,028)	(5,221,011)
(b) Profits reserve		
The reserve is made up of amounts transferred from current and retained earnings that are preserved for future dividend payments.		
Balance at the beginning of the year	1,916,989	-
Dividends paid	(1,811,527)	(1,180,134)
Transfer from retained earnings	-	3,097,123
Balance at 30 June	105,462	1,916,989
(c) Capital profits reserve		
The reserve records gains or losses arising from disposal of long-term equity investments.		
Balance at the beginning of the year	16,944,472	11,424,280
Realised profit on sale of investments, net of tax	15,844,015	7,296,394
Dividends paid	(2,019,890)	(1,776,202)
Balance at 30 June	30,768,597	16,944,472
(d) Asset revaluation reserve		
The reserve records revaluations of long-term equity investments.		
Balance at the beginning of the year	9,065,404	9,436,557
Movement in fair value of long-term equity investments, net of tax	27,748,652	6,925,241
Realised profit on sale of investments, net of tax transferred to capital profits reserve	(15,844,015)	(7,296,394)
Balance at 30 June	20,970,041	9,065,404

Ryder Capital Limited
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For the year ended 30 June 2021

Notes to the Financial Statements

12. AUDITOR'S REMUNERATION

During the year the following fees were paid or payable for services provided by the auditor of the Company, its related practices and non-related audit firms:

	30 June 2021	30 June 2020
	\$	\$
Pitcher Partners		
Audit and other assurance services		
Audit and review of financial statements	-	65,587
Total remuneration for audit and other assurance services	-	65,587
Taxation services		
Taxation services	-	14,405
Total remuneration of Pitcher Partners	-	79,992
Grant Thornton		
Audit and other assurance services		
Audit and review of financial statements	50,000	-
Total remuneration for audit and other assurance services	50,000	-
Taxation services		
Taxation services	5,000	-
Total remuneration of Grant Thornton	55,000	-

The Company's Audit and Risk Committee oversees the relationship with the Company's external auditors. The Audit and Risk Committee reviews the scope of the audit and the proposed fee. It also reviews the cost and scope of other audit-related tax compliance services provided by the audit firm, to ensure that they do not compromise independence.

13. CASH FLOW INFORMATION

	As at 30 June 2021	As at 30 June 2020
	\$	\$
(a) Reconciliation of cash		
For the purposes of the statement of financial position and statement of cash flows, cash and cash equivalents comprise:		
Cash at bank	20,841,669	17,433,819
Total cash and cash equivalents	20,841,669	17,433,819

	As at 30 June 2021	As at 30 June 2020
	\$	\$
(b) Reconciliation of net (loss) / profit attributable to members of the Company to net cash (outflow) / inflow from operating activities		
(Loss) / profit attributable to members of the Company	(7,154,729)	392,995
Net gain on financial instruments at fair value through profit or loss	(3,515)	(820,525)
Income tax benefit	(7,311,381)	-
Net change in receivables	187,809	(153,437)
Net change in payables	5,662,159	1,425,265
Net cash (used in) / provided by operating activities	(8,619,657)	844,298

Ryder Capital Limited
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Notes to the Financial Statements

14. RELATED PARTY TRANSACTIONS

All transactions with related entities were made on normal commercial terms and conditions no more favourable than transactions with other parties unless otherwise stated.

(a) Management and performance fees

The Company has outsourced its investment management function to Ryder Investment Management Pty Ltd (the 'Investment Manager'), a company controlled by Peter Constable and David Bottomley. The Investment Manager is privately owned and was incorporated in July 2008.

(i) Management fee

The Investment Manager is entitled to be paid a management fee equal to 1.25% p.a. (plus GST) of the Portfolio Net Asset Value. The management fee is paid monthly in arrears.

(ii) Performance fee

The Investment Manager is entitled to receive a performance fee of 20% (plus GST) of the outperformance of the Portfolio above the Benchmark. The Benchmark is the RBA Cash Rate plus 4.25%. The performance fee is accrued monthly but is not paid until the end of each 12 month period ending on 30 June (Performance Calculation Period).

Management and performance fees during the year and payable to the Investment Manager at year end were as follows:

	30 June 2021	30 June 2020
	\$	\$
Management fees during the year	1,665,056	1,313,629
Performance fees during the year	7,040,139	1,416,708
Management fees payable at year end	145,407	102,679
Performance fees payable at year end	7,040,139	1,416,708

(b) Remuneration of directors and other key management personnel

In accordance with Section 300A of the *Corporations Act 2001 (Cth)*, all detailed information regarding the remuneration of directors and other key management personnel has been included in the remuneration report in the director's report of this Annual Report.

A summary of the remuneration of directors and other key management personnel for the year is set out below:

	30 June 2021	30 June 2020
	\$	\$
Cash salary, fees and commissions	36,530	36,530
Short-term employee benefits	36,530	36,530
Superannuation	3,470	3,470
Post-employment benefits	3,470	3,470
Total employment benefits	40,000	40,000

Ryder Capital Limited
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Notes to the Financial Statements

14. RELATED PARTY TRANSACTIONS (CONTINUED)

(c) Shareholdings

2021	Opening balance	Acquisitions / options exercised	Shares acquired / (disposed)	Balance at 30 June 2021
Ordinary Shares				
Peter Constable ¹	8,675,000	2,154,500	(10,000)	10,819,500
David Bottomley ¹	3,048,000	475,000	12,000	3,535,000
Ray Kellerman	1,020,000	510,000	-	1,530,000
	12,743,000	3,139,500	2,000	15,884,500
2020	Opening balance	Acquisitions / options exercised	Shares acquired / (disposed)	Balance at 30 June 2020
Ordinary shares				
Peter Constable ¹	8,441,000	-	234,000	8,675,000
David Bottomley ¹	3,023,000	-	25,000	3,048,000
Ray Kellerman	1,020,000	-	-	1,020,000
	12,484,000	-	259,000	12,743,000

¹ Director and shareholder (>20%) of Ryder Investment Management Pty Ltd which has power to control the voting rights as a discretionary investment manager. As at the date of incorporation one share in the Company was held by Ryder Investment Management Pty Ltd, a company controlled by Peter Constable and David Bottomley.

(d) Options to acquire shares

2021	Opening balance	Options exercised	Balance at 30 June 2021
Options (RYDOA)			
Peter Constable	3,462,500	(2,159,500)	1,303,000
David Bottomley	1,025,000	(475,000)	550,000
Ray Kellerman	510,000	(510,000)	-
	4,997,500	(3,144,500)	1,853,000
2020	Opening balance	Options exercised	Balance at 30 June 2020
Options (RYDOA)			
Peter Constable	3,462,500	-	3,462,500
David Bottomley	1,025,000	-	1,025,000
Ray Kellerman	510,000	-	510,000
	4,997,500	-	4,997,500

All shares and options acquired on the same basis as all shareholders.

Ryder Capital Limited
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Notes to the Financial Statements

15. CONTINGENT LIABILITIES AND COMMITMENTS

As at 30 June 2021 and 30 June 2020, the Company had no contingent liabilities or commitments.

16. DIVIDENDS

On 14 August 2020, the Directors declared a fully franked dividend of 3.00 cents per share paid on 9 September 2020 on ordinary shares held as at record date 20 August 2020 (ex-dividend date of 19 August 2020).

On 19 February 2021, the Directors declared a fully franked dividend of 3.00 cents per share paid on 13 April 2021 on ordinary shares held as at record date 25 March 2021 (ex-dividend date 24 March 2021).

Subsequent to balance date, on 13 August 2021, the Directors declared a fully franked dividend of 4.00 cents per share paid on 8 October 2021 on ordinary shares held as at record date 23 September 2021 (ex-dividend date of 22 September 2021).

	30 June 2021	30 June 2020
	\$	\$
Dividend franking account		
Opening balance of franking account	73,136	457,997
Franking credits on dividends received	676,846	736,508
Franking credits on dividends paid	(1,642,036)	(1,121,369)
Tax payment made	7,311,383	-
Closing balance of franking account	6,419,329	73,136
Franking credits on tax payable in respect of the current period's profits	2,290,015	5,375,334
Adjusted franking account balance	8,709,344	5,448,470

The impact on the dividend franking account of the dividends proposed after balance sheet date but not recognised as a liability is to decrease it by \$1,159,280 (2020: \$755,444).

The Company's ability to pay franked dividends is dependent upon the receipt of franked dividends from investments and the payment of tax.

17. SEGMENT INFORMATION

The Company has only one reportable segment and one industry. It operates predominantly in Australia and in the securities industry. It earns revenue from dividend income, interest income and other returns from the investment Portfolio. The Company invests in different types of securities, as detailed in Note 7 Investments and Note 3 Fair Value Measurement.

18. EVENTS SUBSEQUENT TO REPORTING DATE

Except in relation to the dividend declared subsequent to balance date and referred to in the dividends note above, no matters or circumstances have arisen since the end of the period which significantly affected, or may significantly affect, the operations of the Company, the results of those operations or the state of affairs of the Company in future financial years.

Ryder Capital Limited
Annual Report
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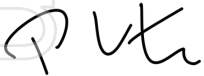
Directors' Declaration

The Directors declare that:

- (a) In the Directors' opinion, the attached financial statements and notes thereto are in accordance with the *Corporations Act 2001 (Cth)*, including compliance with Accounting Standards, and giving a true and fair view of the financial position as at 30 June 2021 and performance of the Company, for the year ended 30 June 2021;
- (b) 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;
- (c) In the Directors' opinion, the attached financial statements are in compliance with International Financial Reporting Standards, as stated in Note 1(b) of the financial statements;
- (d) The Directors have been given the declarations required by S.295A of the *Corporations Act 2001 (Cth)*; and
- (e) The remuneration disclosures contained in the Remuneration Report comply with S300A of the *Corporations Act 2001 (Cth)*.

Signed in accordance with a resolution of the Directors made pursuant to S.295(5) of the *Corporations Act 2001 (Cth)*.

On behalf of the Directors



Peter Constable
Chairman
Ryder Capital Limited
Sydney, 13 August 2021

Ryder Capital Limited
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For the year ended 30 June 2021

Independent Auditor's Report to the Members



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Independent Auditor's Report

To the Members of Ryder Capital Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of Ryder Capital Limited (the Company), which comprises the statement of financial position as at 30 June 2021, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the Directors' declaration.

In our opinion, the accompanying financial report of the Company is in accordance with the *Corporations Act 2001*, including:

- a giving a true and fair view of the Company's financial position as at 30 June 2021 and of its performance for the year ended on that date; and
- b complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit 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 financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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Ryder Capital Limited
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Independent Auditor's Report to the Members



Key audit matter

How our audit addressed the key audit matter

Existence and valuation of financial instruments – refer to Note 3: Fair value measurement and Note 7: Investments

The Company carries financial assets designated at fair value through other comprehensive income at \$119,197,825 as at 30 June 2021.

The majority of investments are non-complex in nature with their fair value obtained from quoted prices in active markets. These investments are classified as 'Level 1' financial assets under Australian Accounting Standards.

The Company also carries an investment position of \$9,041,727 in Updater Inc., an unlisted company which is classified as a 'Level 3' financial asset under Australian Accounting Standards. Level 3 financial assets have significant unobservable inputs which make their valuation complex.

This area is a key audit matter due to the quantum of the financial assets designated at fair value through other comprehensive income and the significant estimation involved in valuation of Level 3 financial assets.

Our procedures included, amongst others:

- Obtaining and understanding the investment management process and controls;
- Reviewing and evaluating the independent audit report on internal controls (*ASAE 3402 Assurance Reports on Controls at a Service Organisation*) for the period 1 July 2020 to 30 June 2021 for the Custodian;
- Obtaining a confirmation of the investment holdings directly from the Custodian;
- Assessing the Company's valuation of individual investment holdings for Level 3 investments where there was no observable market data, including critical evaluation of the assumption and inputs applied in Management's determination;
- Evaluating the accounting treatment of revaluations of financial assets for appropriate current and deferred tax accounting effects; and
- Assessing the adequacy of financial statement disclosures.

Accuracy and completeness of management and performance fees – refer to Note 9: Payables and Note 14: Related party transactions

The Company has recorded management fees of \$1,551,529 and performance fees of \$7,040,139 during the year ended 30 June 2021. These fees are the most significant operating expenses for the Company and are charged by a related party – Ryder Investment Management Pty Ltd.

Related party transactions may be entered into under terms or conditions other than ordinary business considerations available to independent third parties. AASB 124 *Related Party Disclosures* contains specific requirements for transactions entered into with related parties.

The management fees and performance fees are calculated in line with the Investment Management Agreement and use metrics such as the investment portfolio value and other key inputs.

This area is a key audit matter due to the quantum of the management fees and performance fees and the inherent risk associated with related party transactions.

Our procedures included, amongst others:

- Obtaining an understanding and evaluating the processes and controls for calculating the management and performance fees;
- Making enquiries with the Investment Manager with respect to any significant events during the period and associated adjustments made to the fee calculation, in addition to reviewing ASX announcements;
- Verifying the accuracy of key inputs to the calculation, such as company dividends, tax payments, capital raisings as well as any other relevant expenses used in the calculation of management and performance fees;
- Recalculating the management and performance fees in accordance with our understanding of the terms and conditions in the Investment Management Agreement; and
- Assessing the adequacy of financial statement disclosures.

Information other than the financial report and auditor's report thereon

The Directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 2021, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and we do not express any form of assurance conclusion thereon.

Ryder Capital Limited
Annual Report
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Independent Auditor's Report to the Members



In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the financial report

The Directors of the Company are responsible for the preparation of the 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 financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at: https://www.auasb.gov.au/auditors_responsibilities/ar2_2020.pdf. This description forms part of our auditor's report.

Report on the remuneration report

Opinion on the remuneration report

We have audited the Remuneration Report included in pages 16 to 18 of the Directors' report for the year ended 30 June 2021.

In our opinion, the Remuneration Report of Ryder Capital Limited for the year ended 30 June 2021 complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The Directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Grant Thornton

Grant Thornton Audit Pty Ltd
Chartered Accountants

G S Layland

G S Layland
Director – Audit & Assurance

Sydney, 13 August 2021

Ryder Capital Limited
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Top 20 Shareholders

The Shareholder information set out below was applicable at 04 August 2021.

Listed below is additional information required by the ASX Listing Rules and not disclosed elsewhere in this report.

A. Distribution of equity securities

Holding Ranges	Investors	Shares	%
1 to 1,000	29	11,156	0.02
1,001 to 5,000	74	241,739	0.36
5,001 to 10,000	54	424,329	0.63
10,001 to 100,000	212	8,233,962	12.17
100,001 and Over	95	58,757,275	86.83
Total		67,668,461	100

B. Equity security holders

Twenty largest equity security holders

Name	Shares	%
CONSVEST PTY LTD	5,550,000	8.20
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	2,801,075	4.14
BNP PARIBAS NOMS PTY LTD	2,400,000	3.55
MR TIMOTHY LINDSAY MCCAUGHEY	2,298,000	3.40
MR ROBERT JULIAN CONSTABLE & MRS JANET MARIE CONSTABLE	2,200,000	3.25
PETER CHARLES CONSTABLE	2,000,000	2.96
DAHO PTY LTD	1,500,000	2.22
RK SYDNEY PTY LTD	1,500,000	2.22
DOOHAN SUPERANNUATION PTY LTD	1,500,000	2.22
CEDAR PARTY PTY LIMITED	1,240,000	1.83
GERICHTER SUPER INVESTMENTS PTY LTD	1,181,100	1.75
GERICHTER FAMILY INVESTMENTS PTY LTD	1,110,406	1.64
LEYRTH PTY LTD	1,100,000	1.63
FIR NOMINEES PTY LIMITED	1,000,000	1.48
MAYUMI AND ZENTA INVESTMENTS PTY LTD	1,000,000	1.48
MR ROBERT JULIAN CONSTABLE & MRS JANET MARIE CONSTABLE	1,000,000	1.48
HALE UNION PTY LTD	1,000,000	1.48
BS CARTER SUPERANNUATION FUND PTY LTD	1,000,000	1.48
CEDAYU PTY LTD	1,000,000	1.48
FARIWEST PTY LTD	1,000,000	1.48
S LE M SUPERANNUATION PTY LTD	1,000,000	1.48
BOND STREET CUSTODIANS LIMITED	953,668	1.41
MS ANN GUIDERA EMMS & MR TOM RICHARD SCHUTZINGER & MR PETER NORMAN SCHUTZINGER	810,000	1.20
MR JASON ANDERS SEARLE & MRS SALLY-ANN SEARLE	800,000	1.18
DHAULAGURI PTY LTD	800,000	1.18
ALEYA INVESTMENT PTY LTD	770,000	1.14
BANNABY INVESTMENTS PTY LIMITED	750,000	1.11
SNOWY GUMS GRASSES PTY LTD	725,336	1.07
DELLIGHIRAR PTY LTD	700,000	1.03
LYALL INVESTMENTS PTY LTD	670,417	0.99

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Directors' Report

C. Substantial shareholders

	Shares	%
Peter Charles Constable	10,819,501	16.00%
David Harold Bottomley	3,535,001	5.23%

D. Voting rights

The voting rights attaching to each class of equity security are set out below:

Each share is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands. Options do not have any voting rights until they vest and are exercised.

E. Stock exchange listing

Quotation has been granted for all of the ordinary shares and options of the Company on all member exchanges of the ASX.

F. Unquoted securities

There are no unquoted securities.

G. Securities subject to voluntary escrow

There are no securities subject to voluntary escrow.

H. Investment transactions

There were 456 investment transactions during the period, total brokerage paid on these transactions was \$117,466.48.

Ryder Capital Limited
Annual Report
For the year ended 30 June 2021

Corporate Directory

Directors

Peter Constable (Chairman)
David Bottomley
Ray Kellerman

Company Secretary

David Bottomley
Claudia Rososinski

Registered Office

Level 25
88 Phillip Street
Sydney NSW 2000

Contact Details

P: (02) 8211 2791
W: www.rydercapital.com.au

Share Registry

Link Market Services Limited

Level 12, 680 George Street
Sydney NSW 2000

P: 1300 554 474
W: www.linkmarketservices.com.au

Auditor

Grant Thornton Audit Pty Ltd

Level 17, 383 Kent Street
Sydney NSW 2000

P: (02) 8297 2400

Stock Exchange Listings

Ryder Capital Limited securities are listed on the Australian Stock Exchange under the following exchange codes:

Shares RYD
Options RYDOA

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RYDER CAPITAL

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