

#### Value Creation Through Constructive Activism

Q1 2019 Results Call

May 2, 2019

#### Safe Harbor Statement

This presentation may contain statements of a forward-looking nature relating to future events. Statements contained in this presentation that are forward-looking statements are intended to be made pursuant to the Safe Harbor Provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements are subject to the inherent uncertainties in predicting future results and conditions. These statements reflect the Company's current beliefs, and a number of important factors could cause actual results to differ materially from those expressed herein.

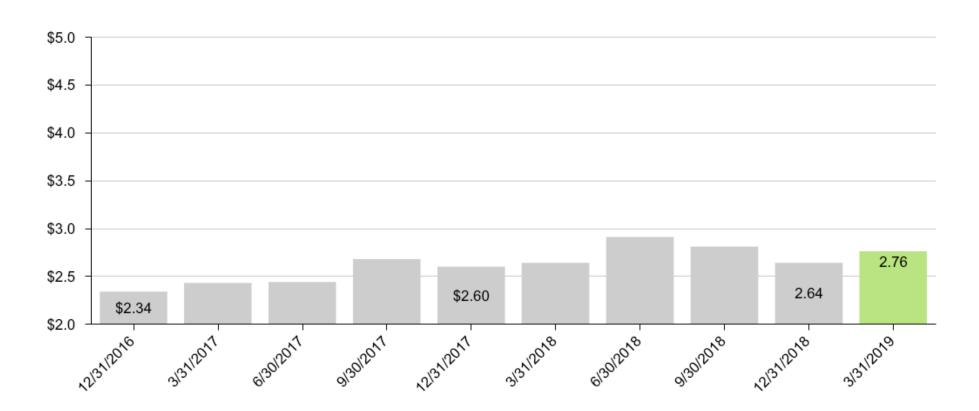
Please see the Company's filings with the Securities and Exchange Commission for a more detailed discussion of the risks and uncertainties associated with the Company's business, including but not limited to the risks and uncertainties associated with investing in privately held and publicly traded companies and other significant factors that could affect the Company's actual results. Except as otherwise required by Federal securities laws, 180 Degree Capital Corp. undertakes no obligation to update or revise these forward-looking statements to reflect new events or uncertainties.

## Summary of Q1 2019

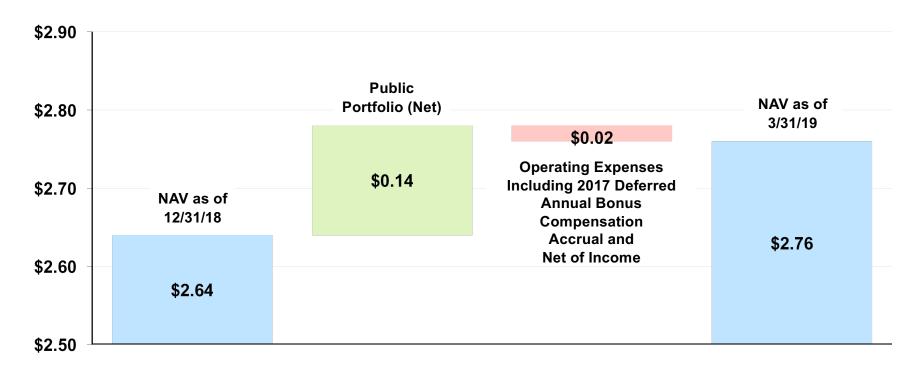
- Increases in stock price, NAV/share, stock price/NAV, and cash + liquid securities:
  - Stock Price: \$1.75 -> \$1.86 (6%)
  - NAV/Share: \$2.64 -> \$2.76 (5%)
  - Stock Price/NAV: 66% -> 67%
  - Cash + Liquid Securities: \$32.7 million -> \$36.4 million\* (11%)
- Portfolio notes
  - Public portfolio net value increased by \$4.4 million
    - Increases in value led by Adesto (\$1.9 million), TheStreet (\$1.4 million), and Airgain (\$0.7 million)
    - Decrease in value of Emcore (-\$0.3 million) was largest offset to increases
    - · Two new undisclosed positions initiated during the quarter
  - Private portfolio net value change was flat from the prior quarter.
    - Increases driven by TARA (financing), EchoPixel (comps), and D-Wave (currency)
    - Decreases driven by PWA (business fundamentals) and Petra (business fundamentals)
- Market notes:
  - · Broad market rally following December declines.

<sup>\*</sup> Net of unsettled trade as of the end of the quarter

#### **Historical Trend of NAV**

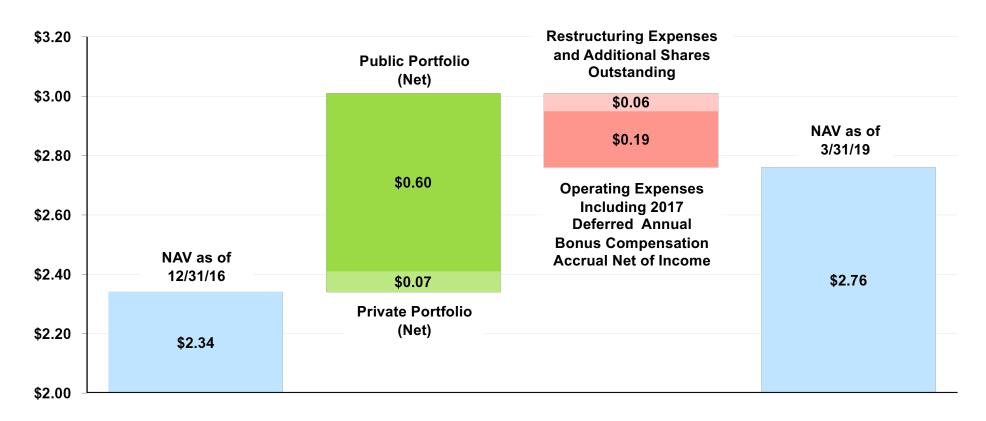


#### Source of Changes in Net Assets – Q4 2018 to Q1 2019



Note: Private portfolio change in value was \$0.003 per share. Interest write-off related to PWA included in private portfolio value change rather than change in income for this chart.

#### Source of Changes in Net Assets – Q4 2016 to Q1 2019



Note: Appreciation of MRSN pre-IPO to the IPO price is allocated to the private portfolio and post-IPO to the public portfolio.

#### Public Company Weighted Average Performance in Q1 2019

Ticker Symbol	Total Shares Owned on 12/31/18	Shares Purchased	Shares Sold	Total Shares on 03/31/19	IPO PPS / PPS @ 12/31/18	Avg. Purchase PPS	Avg. Sale PPS	PPS on 3/31/19	Gross Investment / Value @ 12/31/18	Cash Invested	Cash Received From Sales	Value @ 03/31/19	Value + Cash Received	Total Net Change	% Change
AIRG	188,784	65,998	64,482	190,300	12.27	10.43	12.17	12.83	1,870,849	688,550	784,967	2,441,549	3,226,516	667,116	26.1%
EMKR	564,828	87,680		652,508	5.90	3.73		3.65	2,372,278	327,389		2,381,654	2,381,654	(318,013)	(11.8%)
IMI	1,411,729	1,387,325	2,099	2,796,955	2.04	1.12		1.15	1,425,846	1,548,227	2,420	3,216,498	3,218,918	244,844	8.2%
IOTS	1,116,675		51,210	1,065,465	7.40			6.05	4,913,370		323,163	6,446,063	6,769,226	1,855,856	37.8%
LTRX	400,000	126,400		526,400	4.54	2.69		3.02	1,176,000	339,663		1,589,728	1,589,728	74,065	4.9%
MRSN	301,100			301,100	15.77			5.26	1,228,488			1,583,786	1,583,786	355,298	28.9%
SYNC	1,595,306	2,500		1,597,806	1.60	1.59		1.57	2,361,053	3,963		2,508,555	2,508,555	143,540	6.1%
TST	4,668,552	33,333		4,701,885	1.79	2.22		2.33	9,477,161			10,955,392	10,955,392	1,478,231	15.6%
Other									44,554	2,746,795	141,442	2,540,774	2,682,216	(109,133)	(3.9%)
Total Pu	Total Public Portfolio								24,869,599	5,654,587	1,251,992	33,664,000	34,915,991	4,391,805	14.4%

Note: Past performance is not an indication or guarantee of future performance. Amounts above are gross unrealized and realized returns. 180 Degree Capital Corp. is an internally managed registered closed end fund and does not have an external manager that is paid fees based on assets and/or returns. 180 also has more than 50 percent of its investment portfolio in legacy privately held investments. Please see its filings with the SEC for information on its expenses and expense ratio.

\*\* "Other" refers to positions that have not yet been disclosed publicly and/or immaterial warrant positions.

# Our Public Positions Had a Positive Q1 2019 - Largest Increases in Value

- Adesto Technologies Corporation (IOTS): Increased by \$1.9 million (\$0.06/share) from \$4.40 to \$6.05 (+37.5%)
  - Q4 2018 earnings report and 2019 outlook viewed favorably on integration and cross-selling between acquired assets.
  - Held analyst day in March 2019.
  - Philadelphia Semiconductor Index (SOX) increased by 21% in quarter.
  - Stock is up 5.3% through April 30, 2019.
- TheStreet, Inc. (TST): Increased by \$1.4 million (\$0.05/share) from \$2.03 to \$2.33 (+14.8%)
  - Closed sale of B2B business to Euromoney.
  - Q4 2018 earnings report and 2019 outlook regarding subscription trends viewed positively.
  - Announced \$1.77/share distribution on April 2, 2019; distribution received on April 22, 2019.
  - Stock is up 6.0% through April 30, 2019, including the \$1.77/share distribution.
  - Note: TST completed a 1-for-10 reverse stock split on April 26, 2019.
- Airgain, Inc. (AIRG): Increased by \$0.7 million (\$0.02/share) from \$9.91 to \$12.83 (+29.5%)
  - Q4 2018 earnings report and 2019 outlook viewed favorably even though the company filed a shelf and completed a
    distribution of shares from an early VC investor to its limited partners.
  - Subsequent to quarter end, 5G interest and rollout expectations driving investors to AIRG as one of few potential "pureplays" in the space.
  - Stock is up 24.5% through April 30, 2019.

## Largest Decrease in Value and Other Notable Portfolio Events in Q1 2019

- Emcore Corporation: Decreased by \$318,013 (\$0.01/share) from \$4.20 to \$3.65 (-13.1%)
  - No material developments during the quarter.
  - Q4 2018 report generally positive with favorable outlook for 2019.
  - Investor relations efforts need complete overhaul.
  - Stock is up 7.4% through April 30, 2019.
- Intermolecular, Inc.: Increased by \$244,844 (\$0.008/share) from \$1.01 to \$1.15 (+13.9%)
  - Stronger than expected Q4 2018, but mixed guidance for Q1 2019 and CY2019.
  - Added material to position in the quarter buying out a portion of a large holder who was liquidating its position.
  - Stock is down 5.7% through April 30, 2019.
- Synacor, Inc.: Increased by \$143,540 (\$0.005/share) from \$1.48 to \$1.57 (+6.1%)
  - Q4 earnings report positive; albeit AT&T overhang remains.
  - Joined board in March 2019.
  - Stock is down 7.0% through April 30, 2019.
- Lantronix, Inc.: Increased by \$74,065 (\$0.002/share) from \$2.94 to \$3.02 (+2.7%)
  - CEO resigned on March 1, 2019 to take position at larger company.
  - New CEO, Paul Pickle, formerly of Microsemi, appointed CEO on March 25.
  - Stock is up 20.5% through April 30, 2019.

#### One Year Public Company Weighted-Average Performance

Ticker Symbol	Total Shares Owned on 3/31/18	Shares Purchased	Shares Sold	Total Shares on 03/31/19	IPO PPS / PPS @ 03/31/18	Avg. Purchase PPS	Avg. Sale PPS	PPS on 3/31/19	Gross Investment / Value @ 03/31/18	Cash Invested	Cash Received From Sales	Value @ 03/31/19	Value + Cash Received	Total Net Change	% Change
AIRG		256,282	65,982	190,300		9.04	12.17	12.83		2,315,666	803,109	2,441,549	3,244,658	928,992	40.1%
EMKR		653,308	800	652,508		4.62	5.24	3.65		3,015,688	4,192	2,381,654	2,385,846	(629,842)	(20.9%)
HEAR		285,714	285,714			3.50	17.13			1,000,000	4,893,675		4,893,675	3,893,675	389.4%
IMI		2,799,054	2,099	2,796,955		1.03	1.15	1.15		2,876,888	2,420	3,216,498	3,218,918	342,029	11.9%
IOTS	1,525,260	532,307	992,102	1,065,465	7.40	5.21	8.68	6.05	11,286,924	2,773,712	8,615,929	6,446,063	15,061,992	1,001,357	7.1%
LTRX		526,400		526,400		3.45		3.02		1,815,243		1,589,728	1,589,728	(225,515)	(12.4%)
MRSN	294,554	74,438	67,892	301,100	15.77	8.64	21.55	5.26	4,645,117	643,111	1,462,739	1,583,786	3,046,525	(2,241,702)	(42.4%)
SYNC	1,305,200	292,606		1,597,806	1.60	1.51		1.57	2,088,320	443,280		2,508,555	2,508,555	(23,045)	(0.9%)
TST	4,636,363	65,522		4,701,885	1.79			2.33	8,299,090			10,955,392	10,955,392	2,656,302	32.0%
PDLI		500,000	500,000			2.37	2.99			1,183,826	1,493,632		1,493,632	309,805	26.2%
Other										2,793,658	182,442	2,540,774	2,723,216	(70,442)	(2.5%)
Total Pu	Total Public Portfolio 26,319										17,458,137	33,664,000	51,122,137	5,941,614	13.2%

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# Public Company Weighted Average Performance End of 2016-End of Q1 2019

Ticker Symbol	Total Shares Owned on 12/31/16	Shares Purchased	Shares Sold	Total Shares on 03/31/19	IPO PPS / PPS @ 12/31/16	Avg. Purchase PPS	Avg. Sale PPS	PPS on 3/31/19	Gross Investment / Value @ 12/31/16	Cash Invested	Cash Received From Sales	Value @ 03/31/19	Value + Cash Received	Total Net Change	% Change
AIRG		256,282	65,982	190,300		9.04	12.17	12.83		2,315,666	803,109	2,441,549	3,244,658	928,992	40.1%
EMKR		704,008	51,500	652,508		4.73	6.85	3.65		3,330,269	352,528	2,381,654	2,734,182	(596,087)	(17.9%)
ENUM	7,966,368		7,966,368						1,035,628		87,041		87,041	(948,587)	(91.6%)
HEAR		285,714	285,714			3.50				1,000,000	4,893,675		4,893,675	3,893,675	389.4%
IMI		2,799,054	2,099	2,796,955		1.03	1.15	1.15		2,876,888	2,420	3,216,498	3,218,918	342,029	11.9%
IOTS	1,769,868	532,307	1,236,710	1,065,465		5.21		6.05	3,274,256	2,773,712	10,457,936	6,446,063	16,903,999	10,856,032	179.5%
LTRX		526,400		526,400		3.45		3.02		1,815,243		1,589,728	1,589,728	(225,515)	(12.4%)
MRSN	294,554	84,438	77,892	301,100		9.29		5.26	4,418,310	784,666	1,612,575	1,583,786	3,196,361	(2,006,615)	(38.6%)
PDLI		500,000	500,000			2.37	2.99			1,183,826	1,493,632		1,493,632	309,805	26.2%
SYNC		1,597,806		1,597,806		2.72		1.57		4,342,356		2,508,555	2,508,555	(1,833,801)	(42.2%)
TST		4,701,885		4,701,885		1.04		2.33		4,891,794		10,955,392	10,955,392	6,063,599	124.0%
USAK		262,165	262,165			6.68	14.13			1,749,985	3,705,596		3,705,596	1,955,612	111.8%
Other										2,820,620	206,582	2,540,774	2,747,356	(73,264)	(2.6%)
Total Pu	Total Public Portfolio								8,728,194	29,885,025	23,615,093	33,664,000	57,279,093	18,665,874	48.3%

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<sup>\*</sup> MRSN completed an IPO in June 2018 at \$15.00. This analysis measures the performance of MRSN stock using the IPO price as the starting value. MRSN was an investment of 180 as a privately held company.

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# Comparison of Public Portfolio Gross Total Return and Weighted Average Return to Market Indices

	Q4 2018 to Q1 2019	One Year	Q4 2016-Q1 2019
TURN Public Portfolio Gross Total Return	13.6%	24.9%	108.4%
TURN Public Portfolio Gross Weighted Average	14.4%	13.2%	48.3%
Russell Microcap Index	13.1%	(2.4%)	11.4%
Russell Microcap Value Index	10.4%	(3.3%)	8.6%
Russell 2000	14.6%	2.0%	16.8%
Russell 3000	14.0%	8.8%	30.9%
S&P 500	13.7%	9.5%	32.4%
Dow Jones Industrial Average	11.8%	10.0%	38.2%

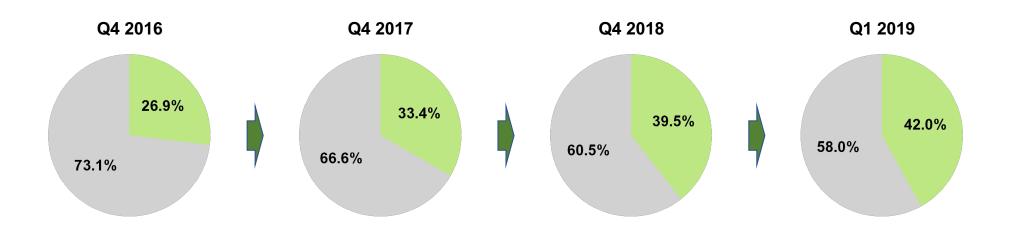
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180 Degree Capital Corp. ("180") is an internally managed registered closed-end fund and does not have an external manager that is paid fees based on assets and/or returns. 180 also has more than 50 percent of its investment portfolio in legacy privately held investments and these privately held investments generate expenses that would otherwise not be incurred by 180. Please see its filings with the SEC for information on its expenses and expense ratios. Total returns are calculated compounding quarterly, as applicable.

## Comparison of 2017, 2018, 2019 YTD and 2016-2019 YTD

	2017	2018	2019 YTD	2016-2019 YTD
NAV Change	11.1%	1.5%	4.5%	17.9%
Gross Weighted Average Public Company Value Change	55.3%	10.2%	14.4%	48.3%
Gross Total Return of Public Company Investments	53.5%	19.5%	13.6%	108.4%
Russell Microcap Index	13.2%	(13.0%)	13.1%	11.4%

## Cash + Public vs. Private Portfolio Percentages



**Private Portfolio** 

**Cash + Public Portfolio** 

## Q2 2019 QTD Update

- Public portfolio gross weighted average increase in value of \$1.67 million (4.8%), or \$0.054/share.
  - Does not include carried interest from TST SPV that will add at least an additional \$0.01 to Q2 NAV.
- Distribution of \$8.3 million received from TST on April 22, 2019.

#### **Private Portfolio Assessment**

## Portfolio Companies We Currently Believe Have the Best Likelihood to Generate Meaningful Returns or Have Opportunity for Near-Term Liquidity

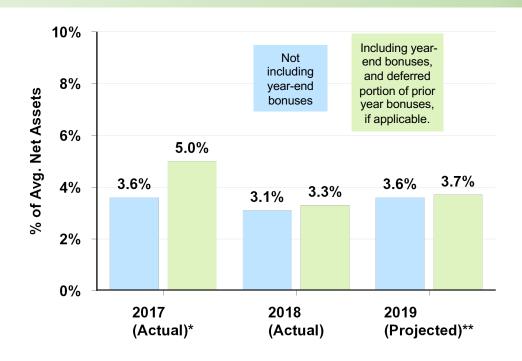
Portfolio Company	Value as of 3/31/19
AgBiome, LLC	\$13,505,593
D-Wave Systems, Inc.	\$9,661,178
ORIG3N, Inc.	\$2,832,519

## Q1 2018 to Q1 2019 Actual Comparison

Expenses	Q1 2018 Actual	Q1 2019 Actual	Difference	%	Notes
Total Personnel Related	388,754	386,599	(2,155)	(1)%	
Total Admin & Ops Expenses	64,637	61,095	(3,542)	(5)%	
Total Professional Fees	140,470	118,187	(22,283)	(16)%	
Total Office Rent	77,132	56,436	(20,696)	(27)%	Real Estate Taxes
Total Insurance Expense	53,548	59,113	5,565	10%	Workers comp. audit
Directors Fees	69,375	69,375	_	—%	
Bank Custody	7,740	12,877	5,137	66%	
Other Expenses	1,230	1,237	7	1%	
BD Expenses	1,050	10,547	9,497	N/A	BD licensed in Q2 2018
Total Operating Expenses	803,936	775,466	(28,470)	(4)%	Not including \$60k of net sublease income

Note: Does not include sublease income.

## Day-to-Day Expense Ratio Comparison

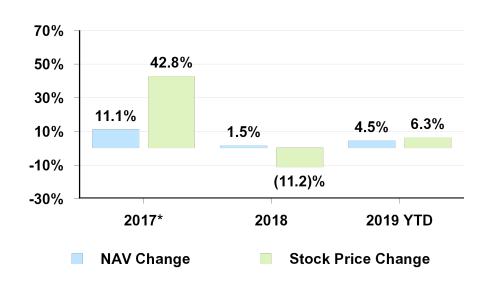


- 2019 estimate includes hiring an investment team member mid-year.
- No 2019 bonus pool accrual as of end of Q1 2019.
- Day-to-day expense side of ratio is optimized; further reductions in expense ratio will come from growing net assets.

\*\* Estimate as of March 31, 2019. Actual percentages may be materially different at end of year.

<sup>\*</sup> Is net of sublease income and excludes one-time benefit of \$190,000 related to forfeited restricted stock in 2017 and \$1 million in restructuring expenses.

# 2017 and 2018 vs 2019 Estimated Total Compensation Expense Comparison

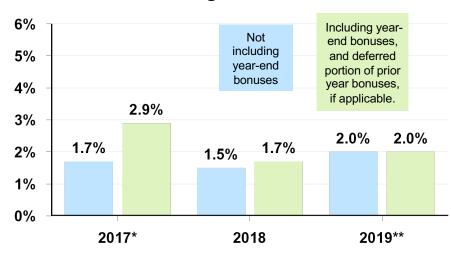


# \* Change in NAV and total compensation expense percent of NAV in 2017 includes year-end bonuses of \$1.2 million, a portion of which will be deferred and payable based on board-defined metrics in subsequent two years. Percentage based on end of year net assets.

\*\* Estimate as of March 31, 2019. Actual percentages may be materially different at end of year.

Note: 2017 percentage excludes a net benefit in stock-based compensation of \$190,000.

#### Total Compensation as Percentage of Average Net Assets



There was no bonus in 2018. Half of deferred 2017 bonus and portion of remaining half is included in 2018 total compensation percentage and remainder is included in the 2019 estimate.

## Scorecard as of March 31, 2019

	Starting Measurement Values December 31, 2018	As of March 31, 2019
Stock Price	\$1.75	\$1.86
NAV / Share <sup>(1)</sup>	\$2.64	\$2.76
Cash + Public Portfolio Value <sup>(2)</sup>	\$32,741,664	\$36,359,378
Private Portfolio Value	\$50,105,525	\$50,212,461
Cash + Public Portfolio Value / Net Assets	39.9%	42.4%
Stock Price / NAV	66.3%	67.4%
Full Year Actual Expenses <sup>(3)</sup>	\$2,642,696	\$3,101,696
Additional Third-Party Capital Under Management <sup>(4)</sup>	\$6,060,000	\$6,060,000

<sup>(1)</sup> Includes accrual of bonus and deferred bonus compensation for management in 2017 and no bonus accrual for 2018.

<sup>(2)</sup> Cash net of unsettled trade.

<sup>(3)</sup> On-going expenses net of sublease income.

<sup>(4)</sup> Total capital managed in 2018 was \$7.2 million, but we returned \$1.14 million of uninvested capital in August 2018.

#### **Sum of the Parts of TURN**

	Based on Stock Price as of March 31, 2019	Based on Stock Price as of December 31, 2018
Stock Price	\$1.86	\$1.75
Value of Publicly Traded Portfolio Companies Per Share	\$1.08	\$0.80
Cash Per Share*	\$0.08	\$0.25
Net Other Non-Investment Assets Per Share	\$0.03	\$0.04
Total Liabilities Per Share	(\$0.05)	(\$0.06)
Total Non-Private Portfolio Net Assets Per Share	\$1.14	\$1.03
Remaining Per Share Value Ascribed to Private Portfolio	\$0.72	\$0.72
Private Portfolio Value Per Share	\$1.61	\$1.61
Effective Market Value Per Share / Value of Private Portfolio Per Share	44.7%	44.7%

<sup>\*</sup> Net of unsettled trade as of the end of the quarter

#### **Our Goals for 180**

- We want 180 to be known as a prominent and dominant leader in our world of public company constructive activism.
- We will continue to strive for excellence in investment performance.
- We want to be known as game changers in helping businesses generate positive shareholder returns.

Management is 100% aligned with shareholders, we must increase the price of our stock to be truly successful.

# 180° CAPITAL CORP

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