

Quarterly Overview December 31, 2022

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#### **BDC differentiated through buyout investment strategy**

## Publicly traded business development company

- Nasdaq symbol "GAIN" | market cap of \$432 million
- 2026 Notes listed on Nasdag under the symbol "GAINN," with an interest rate of 5.00%
- 2028 Notes listed on Nasdaq under the symbol "GAINZ," with an interest rate of 4.875%
- \$1.6+ billion invested since 2005 IPO

Buyout structure provides upside potential with strong downside protection

- Primary equity investor Lead majority of prospective transactions, often partnering with existing management teams
- Differentiated approach Turnkey provider of equity & secured debt to effect change of control buyouts
  - Target mix of total invested dollars per transaction is 25% equity & 75% debt (at cost)
  - Traditional BDCs typically have equity exposure of 5 10%
- Monthly distributions from interest on debt investments and other investment income
- Supplemental distributions to shareholders from capital gains on investment exits

Dedicated lower middle market focus

- Target lower middle market companies (EBITDA of \$3 \$20 million) domiciled in the United States
- Focused on businesses that are cash-flow positive (no early stage) and have strong management teams
- Industry agnostic with investments in manufacturing, business services/distribution, and consumer products

Diversified portfolio across industry and geography

- Current portfolio is diversified across 25 companies, 19 states, and 14 industries
- \$772 million in total assets at fair value

Experienced management team with proven track record

- Externally managed by an SEC-registered investment adviser, Gladstone Management Corporation, and administrator with over 70 professionals, collectively
- Nine investment professionals dedicated exclusively to Gladstone Investment Corporation
- Proven investment track record across multiple economic cycles
- (1) All information in this presentation is as of 12/31/2022, except as noted.

## **Investment Highlights**

#### Leveraged buyout investor with history of increasing distributions and realizing capital gains

1

#### **Focus on Risk Management & Equity Value Creation**

GAIN strives for prudent purchase multiples in companies with strong growth prospects. GAIN's investment discipline and risk management approach yield attractive risk-adjusted returns.

2

#### **Strong and Growing Distributions**

GAIN has consistently raised regular monthly distributions to shareholders, having never missed a monthly distribution since its IPO in 2005. The regular, monthly distribution was increased to a \$0.96/share annual run-rate in October 2022.

3

#### Outperformance Compared to Industry Peers<sup>(1)</sup>

GAIN has outperformed industry peers in total return and return of equity ("ROE") over the past five years. GAIN's five-year total return is 75% vs. industry peers of (19)% and GAIN's five-year average ROE is 14% vs. industry peers of 9%.

4

### Significant Equity Positions Drive Upside Potential and Supplemental Distributions

GAIN is a proactive board participant and driver of value creation within the portfolio. Significant equity ownership provides basis for managing downside risk and making supplemental distributions from capital gains. Average buyout exit cash-on-cash equity return of 3.9x.



# Actively Investing in New Buyout Opportunities and Strategic Investments in Existing Portfolio Companies

GAIN continues to add to its portfolio with one new buyout investment in FY 2023, in addition to investing in existing portfolio companies.

#### **Investment Focus and Process**

Investment Focus

- Target stable lower middle market companies with EBITDA of \$3 20 million
- Investment size (debt & equity) generally up to \$70 million (typically 25% equity & 75% debt)
- Lead or co-lead prospective transactions
- Focused on cash-flow positive businesses with proven competitive advantages and strong management teams
- Sector agnostic with interest in manufacturing, business services/distribution, and consumer products

Investment Structures

- Preferred equity is typically participating with a stated dividend of around 8%
- Secured 1<sup>st</sup> or 2<sup>nd</sup> lien term debt with current interest rates in the low- to mid-teens, generally with a success fee due upon a change of control and 5-year term without amortization
- Revolver may be provided with the expectation of refinancing shortly after close
- Portfolio company management option pool range of 10 25%

Deal Sourcing

- Source opportunities from investment banks, M&A advisory firms, and industry executives
- Regionally focused sourcing strategy, spearheaded by every member of the investment team
- Debt & equity from single investor provides competitive advantage by improving the certainty of close and decreasing deal complexity

Due Diligence

- Typical due diligence period of 45 to 60 days after executing letter of intent
- Thorough multi-disciplinary approach blending internal industry experience, onsite visits and management assessments, supplemented with third party quality of earnings reports, industry studies, management assessments, and customary legal and insurance investigations

## **Risk Management and Value Creation**

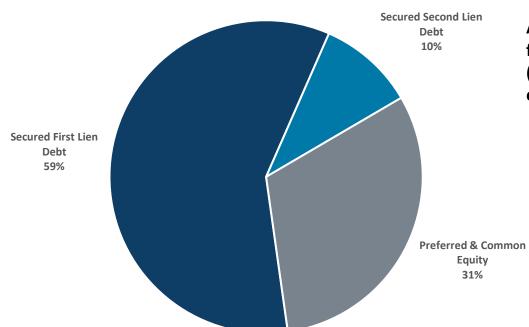
GAIN takes a long-term approach with a strategy to deploy debt & equity designed to streamline post-close value creation

**Investment Horizon Certainty and Speed to Close** Long term investment horizon as a No third-party capital required to publicly-traded fund, GAIN has no close transactions, as GAIN provides fund life constraints. substantially all the debt & equity. INVESTMENT **Value Creation Board Participation Streamlined post-close value GAIN participates on boards** of its creation, as GAIN is the primary portfolio companies and regularly third-party term debt & equity engages with management. investor.

## **Upside Potential Driven by Focus on Equity Securities**

- GAIN's equity ownership provides further upside to shareholders through prospective capital gains and other income from successful exits which supports supplemental distributions from time to time
- Since inception, GAIN has generated approximately \$324 million in net realized gains and dividends on the exit of the equity portion of buyout portfolio companies

### Meaningful Equity Component in GAIN Portfolio<sup>(1)</sup>



Approximately 31% of GAIN's portfolio, at fair value, is comprised of equity securities (typically preferred equity with common equity participation)

### **Successful Realizations Enhance Shareholder Value**

History of exits generating significant capital gains. GAIN's target investment mix of 75% debt and 25% equity provides potential for high returns through consistent current yield and capital appreciation at exit.

\$ in '000s

	li	ives	sted Capital <sup>(1)</sup>	Equity Return at Exit				
Exits in Fiscal Year	Total	Debt <sup>(2)</sup>			Equity	Equit	y Proceeds <sup>(3)</sup>	CoC
FY 2023 to date <sup>(4)</sup>	\$ 64,625	\$	56,000	\$	8,625	\$	10,088	2.1x
FY 2022	\$ 84,686	\$	57,299	\$	27,387	\$	49,395	1.9x
FY 2021	\$ 14,025	\$	12,500	\$	1,525	\$	16,853	11.1x
FY 2020	\$ 100,328	\$	76,364	\$	23,963	\$	94,397	3.9x
Exits in prior FYs / others <sup>(5)</sup>	\$ 294,274	\$	234,151	\$	60,123	\$	266,127	4.6x
Total	\$ 557,938	\$	436,314	\$	121,624	\$	436,861	3.9x

<sup>(1)</sup> Some capital may have been returned/restructured/written-off prior to ultimate exit.

<sup>(2)</sup> Excludes line of credit commitments.

<sup>(3)</sup> Includes all equity proceeds on exit (return of capital, realized gains, and dividends); does not include debt repayments or gains/losses on debt.

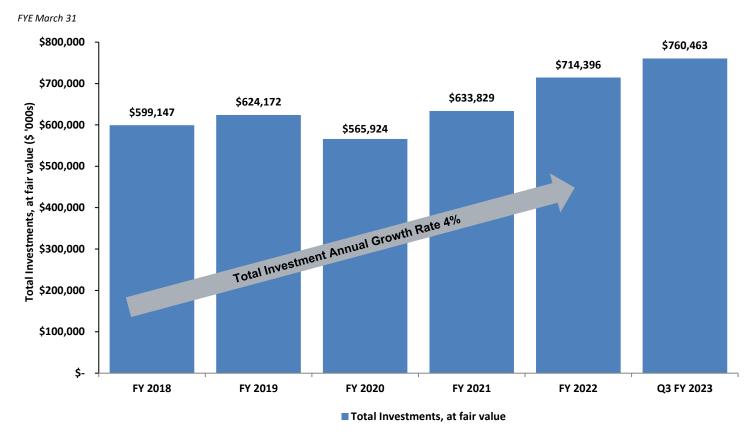
<sup>(4)</sup> Includes all buyout exits from 4/1/2022 through 12/31/2022.

<sup>(5)</sup> Includes all buyout exits from inception in 2005 through 3/31/2019 and other non-material buyout exits.

## **Growing Portfolio**

From 3/31/2018 to 12/31/2022, we have:

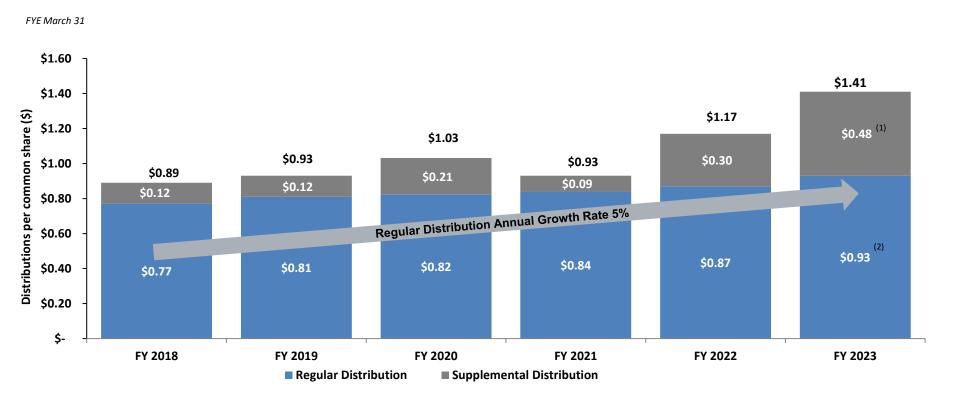
- Made investments in 11 new companies, deploying approximately \$329 million of new capital (1)
- Exited 17 companies, returning approximately \$271 million<sup>(1)</sup> of invested capital and realizing approximately \$179 million of net gains



<sup>(1)</sup> Excludes line of credit commitments.

## **Strong and Growing Monthly and Supplemental Distributions**

- From inception through 12/31/22, GAIN has paid 210 consecutive monthly distributions to common shareholders
- GAIN's regular annual distribution run-rate was increased 6.7% to \$0.96 per common share in October 2022
- In addition to regular distributions, GAIN has also paid supplemental distributions to common shareholders, consisting of realized capital gains from portfolio company exits



<sup>(1)</sup> Includes the supplemental distribution of \$0.12 paid in June and December 2022 and the declared but not yet paid supplemental distribution of \$0.24 in March 2023.

<sup>(2)</sup> Assumes a full year of the regular monthly distributions, including amounts not yet paid in March 2023.

## **History of Driving High Shareholder Returns**

### Return on Equity Outperforming Industry Peers(1) 35% 30% 28% 26% 25% 25% 23% 20% 16% 15% 11% 10% 5% 0% Mar-21 Jun-21 Sep-21 Dec-21 Mar-22 Jun-22 Sep-22 Dec-22

■ GAIN ROE

(1) Source: Capital IQ, latest available quarterly data as of 3/6/2023. BDC peer group defined as participants in MVIS US BDC Index as of 3/6/2023. ROE defined as LTM NII +/- real & unrealized gains/losses divided by average NAV. (2) Total return as of 12/31/2022 inclusive of reinvested dividends. BDC peer group defined as participants in the S&P BDC Index as of 3/6/2023.

■ Median BDC ROE

■ Mean BDC ROE



## **Financial Highlights**

	Three Months Ended								
	December 31, 2022		September 30, 2022			June 30, 2022		March 31, 2022	
Total investment income Net investment income (loss) (NII/NIL) Adjusted NII <sup>(1)</sup>	\$ \$ \$	21,594 8,569 10,011	\$ \$ \$	20,795 11,416 9,747	\$ \$ \$	19,297 7,371 8,304	\$ \$ \$	19,246 6,730 8,723	
Realized gain (loss) Unrealized appreciation (depreciation)	\$ \$	3,844 3,366	\$ \$	2,302 (10,643)	\$ \$	4,452 212	\$ \$	(10,000) 19,966	
Weighted-average shares Distributions per share from NII Distributions per share from realized gains NII/NIL per weighted-average share Adjusted NII per weighted avg. share <sup>(1)</sup> Weighted-average yield <sup>(2)</sup> ROE - NII/NIL + realized/unrealized gain (loss) <sup>(3)</sup>	\$ \$ \$	33,316 0.22 0.14 0.26 0.30 13.4% 7.7% 14.2%	\$ \$ \$	33,219 0.14 0.08 0.34 0.29 12.1% 10.3% 2.8%	\$ \$ \$ \$	33,205 0.10 0.25 0.22 0.25 11.9% 6.6% 10.8%	\$ \$ \$	33,205 0.32 0.02 0.20 0.26 14.9% 6.1%	GAIN's buyout focus drives <u>capital gains</u> & <u>outsized</u> <u>ROE</u>
Portfolio, at fair value Debt Net asset value (NAV) NAV per share	\$ \$ \$	760,463 292,088 449,191 13.43	\$ \$ \$ \$	737,935 279,088 442,470 13.31	\$ \$ \$ \$	689,513 267,584 446,409 13.44	\$ \$ \$ \$	714,396 267,584 445,830 13.43	_

<sup>(1)</sup> See slide 12 for discussion of non-GAAP measure.

#### Notes

Dollar and share amounts in thousands, except per share amounts.

The financial information above is not comprehensive and is without notes, so readers should obtain and carefully review the consolidated financial statements and notes contained therein of GAIN's Form 10-Q and Form 10-K, as filed with the SEC for the respective periods.

<sup>(2)</sup> Annualized weighted-average yield on our interest-bearing investment portfolio.

<sup>(3)</sup> Annualized and based on average NAV.

## **Financial Highlights (Non-GAAP Measure)**

	Three Months Ended								
	Dece	mber 31, 2022	Sep	tember 30, 2022		June 30, 2022	March 31, 2022		
Amount									
Net investment income	\$	8,569	\$	11,416	\$	7,371	\$	6,730	
(+) Capital gains-based incentive fee		1,442		(1,669)		933		1 <u>,</u> 993	
Adjusted net investment income	\$	10,011	\$	9,747	\$	8,304	\$	8,723	
Per Share Amount									
Net investment income, per share	\$	0.26	\$	0.34	\$	0.22	\$	0.20	
(+) Capital gains-based incentive fee, per share		0.04		(0.05)		0.03		0.06	
Adjusted net investment income, per share	\$	0.30	\$	0.29	\$	0.25	\$	0.26	

Non-GAAP Financial Measure — Adjusted Net Investment Income: Adjusted net investment income represents net investment income, excluding the capital gains-based incentive fee. The Company uses this non-GAAP financial measure internally in analyzing financial results and believes that this non-GAAP financial measure is useful to investors as an additional tool to evaluate ongoing results and trends for the Company. The Company's investment advisory agreement provides that a capital gains-based incentive fee is determined and paid annually with respect to realized capital gains (but not unrealized capital gains) to the extent such realized capital gains exceed realized losses and unrealized depreciation on investments for such year. However, under U.S. GAAP, a capital gains-based incentive fee is accrued if realized capital gains and unrealized appreciation of investments exceed realized capital losses and unrealized depreciation of investments. The Company believes that Adjusted net investment income is a useful indicator of operations exclusive of any capital gains-based incentive fee as net investment income does not include realized or unrealized investment activity associated with the capital gains-based incentive fee.



### **Portfolio is Broad and Diversified**

#### Manufacturing













#### **Business/Consumer Services**

























#### **Consumer Products**















## **Geographic Diversification**



### Why own Gladstone Investment's Common Stock?

## **Consistent Monthly Distributions**

- Annual yield of approximately 7.0% as of March 6, 2023
- Increased regular monthly distributions annual run-rate by 28% since April 2016 to \$0.96 per share as of October 2022

#### **Supplemental Distributions**

- Supplemental distributions to be made from realized gains and net investment income
- Most recently: \$0.24 per share declared to be paid in March 2023, \$0.12 per share paid in each December, June, and February 2022, and \$0.09 per share paid in December 2021.

#### **Capital Gains Upside**

• 31% of investments at fair value are invested in equity as of December 31, 2022. Such investments do not generally contribute to our monthly distributions, but provide potential for capital gains that may be distributed as supplemental distributions

## Strong Total Returns and ROE vs. Peers

- 1, 3, and 5-year total returns of (17)%, 26%, and 75% vs. industry peers of (18)%, (18)%, and (19)%<sup>(1)</sup>
- 1, 3, and 5-year average return on equity of 11%, 11%, and 14% vs. industry peers of 5%, 8%, and 9%<sup>(2)</sup>

## Conservative Balance Sheet with Low Leverage

- Low leverage: leverage was about 42% of total assets
- Strong liquidation coverage: fair value of assets represents about 239% of all liabilities

#### **Diversification and Liquidity**

- Portfolio is diversified across 25 companies, 19 states, and 14 industries
- Common stock is listed on Nasdaq under GAIN

#### **Experienced Management**

Led by an SEC-registered investment adviser and administrator with over 70 professionals with a successful track record of investing in lower middle market businesses

<sup>(1)</sup> Total return as of 12/31/2022 inclusive of reinvested dividends. BDC peer group defined as MVIS US BDC Index as of 3/6/2023. (2) Source: Capital IQ, latest available quarterly data as of 3/6/2023. BDC peer group defined as participants in MVIS US BDC Index as of 3/6/2023. Average ROE defined as (A) 1, 3, and 5 year cumulative NII +/- real & unrealized gains/losses divided by (B) average NAV (defined as average of (i) beginning NAV, (ii) ending NAV, and (iii) NAV every 12 months throughout the period) divided by (C) 1, 3, or 5 (depending on the relevant time period being averaged).

## Why own Gladstone Investment's Registered Notes?

#### **Strong Quarterly Interest**

• Annual interest rate ranging from 4.875% to 5% depending on the series with interest paid quarterly

**Strong Interest Coverage** 

• Strong coverage of interest: Adjusted NII<sup>(1)</sup> before interest expense for the 12 months ended December 31, 2022 covers interest expense plus preferred dividends for the same period 3.2 times

**Daily Liquidity for Investors** 

 The 2026 and 2028 Registered Notes are listed on Nasdaq under "GAINN" and "GAINZ," respectively, and have stated maturity dates

**Conservative Balance Sheet** with Low Leverage

- Low leverage: leverage was about 42% of total assets
- Strong liquidation coverage: fair value of assets represents about 239% of all liabilities

Diversification

• Portfolio is diversified across 25 companies, 19 states, and 14 industries

**Experienced Management** 

 Led by an SEC-registered investment adviser and administrator with over 70 professionals with a successful track record of investing in lower middle market businesses

<sup>(1)</sup> See slide 12 for discussion of non-GAAP measure.

### **Corporate Data**

#### **Key Executive Officers**

**David Gladstone** Chairman & CEO

Terry Lee Brubaker Vice Chairman & COO

> David Dullum President

Rachael Easton
CFO & Treasurer

#### **Independent Directors**

Paul Adelgren
Michela A. English
John Outland
Anthony W. Parker
Walter H. Wilkinson, Jr

#### **Nasdaq Listings**

Common: GAIN
2026 Notes: GAINN
2028 Notes: GAINZ

#### **Research Coverage**

**B. Riley Securities** 

**Bryce Rowe** 

Janney

John Rowan

**Jefferies & Company** 

Kyle Joseph

**Ladenburg Thalmann** 

Mickey M. Schleien

Oppenheimer & Co.

Mitchel Penn

#### **Investor Relations**

**Investor Relations** 

703-287-5893 info@gladstonecompanies.com

#### **Websites**

**Gladstone Investment:** 

www.gladstoneinvestment.com

**Investment Adviser:** 

www.gladstonemanagement.com

Information on all Gladstone Funds:

www.gladstonecompanies.com www.gladstonedividend.com

#### Other

**Corporate Counsel:** 

Kirkland & Ellis LLP
Stradley Ronon Stevens & Young, LLP

**Transfer Agent:** 

Computershare

**Auditors:** 

PricewaterhouseCoopers LLP

#### **Corporate Headquarters**

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