

# Quarterly Report

January 31, 2019

**Roumell** Asset Management, LLC

## Fourth Quarter Summary

### Performance Summary

	4Q 2018	ANNUALIZED AS OF 12/31/18					CUMULATIVE RETURN SINCE INCEPTION*
		1 YEAR	3 YEAR	5 YEAR	10 YEAR	SINCE INCEPTION*	
<b>Roumell Opportunistic Value (Net)</b>	<b>-9.13%</b>	<b>-7.04%</b>	<b>6.40%</b>	<b>-1.85%</b>	<b>5.62%</b>	<b>7.08%</b>	<b>292.48%</b>
60% Russell 2000 Value / 40% Barclays US Govt Credit	-10.84%	-7.70%	5.63%	3.48%	8.05%	7.20%	301.33%
S&P 500	-13.52%	-4.39%	9.26%	8.50%	13.12%	5.62%	198.53%
Russell 2000 Value	-18.67%	-12.87%	7.37%	3.61%	10.40%	8.23%	386.34%
<b>Roumell Balanced (Net)</b>	<b>-9.39%</b>	<b>-8.10%</b>	<b>5.03%</b>	<b>-1.07%</b>	<b>5.20%</b>	<b>5.51%</b>	<b>192.53%</b>
Thomson US Balanced Index	-8.10%	-5.41%	4.63%	3.60%	7.88%	4.20%	127.66%

\*Inception of Roumell Opportunistic Value and Roumell Balanced is 1/1/99.

Roumell Asset Management, LLC claims compliance with the Global Investment Performance Standards (GIPS®). Our independent verifier completed its examination of the composite performance returns for the period of 1999 (inception) through December 31, 2017. All returns include reinvested dividends and interest. Please refer to the annual disclosure presentations at the end of this letter.

December blues. The S&P 500 had its worst December decline since 1931. Nearly 90% of small-cap stocks hit bear market territory (a decline of 20% or more from peak to trough). That said, it's old news. As of the end of January, separately managed RAM accounts (noted above) are up roughly 13.5%–14.5%. While the Roumell Opportunistic Value Fund (RAMSX) was down 8.97% in 2018, as of January 31st, RAMSX is up 15.68% and is in the top 1% of its Lipper category (with over 500 funds) for the YTD, 1-Year and 3-Year performance periods. We encourage separately managed account holders to consider moving their accounts into RAMSX.

### Twenty Years of Opportunistic, Deep Value Investing

The end of 2018 marked a milestone for RAM—our 20th anniversary. From the beginning, there have been myriad market conditions and always lots of things to worry about: economic slowdowns, the dot-com bubble, 9/11, wars, rising corporate and government debt levels, overleveraged consumers, the financial crisis and possibility of a depression, worldwide quantitative easing combined with potential runaway inflation and currency depreciation, and more recently, Brexit. As Gilda Radnor said, “It’s always something.”

Since our inception, we have remained consistent in the investment principles that animate us, regardless of macro-economic factors. To wit, in a 1998 quarterly letter that was written just prior to the official formation of RAM, we used the phrase “specific securities at specific prices,” and highlighted a key temperamental element of our process—averaging down. In our recent 3rd Quarter 2018 letter, we used the phrase “company-specific investment narratives, while eschewing overall stock market exposure.”

There has been little style drift. While most investors pursue “great companies,” we look for deeply mis-priced securities. We speak and think in only one language—opportunistic, deep value. We find value

in out of favor, overlooked, or misunderstood securities. Our philosophy typically leads us to focus on small companies with super-strong balance sheets, where we carry out dogged detective work. That's been our song since day one.

The following are excerpts from twenty years of letter writing. We hope you enjoy our trip down memory lane.

**3rd Q 1998**—Business risk is about winning or losing customers and creating overall shareholder wealth. Market risk is about what a shareholder is willing to do when he wakes up in the morning in a panic. Market risk is impossible to control. It appears to be managed most efficiently by 1) the security selection process itself and 2) averaging down.

**2nd Q 2002**—In this year's first quarter letter we noted that we looked to see what the market was making cheap...Pursuing this thesis, we purchased a basket of well-capitalized, fallen technology companies we considered to have good futures notwithstanding their current struggles...the market's current "judgment" will not detract us from our own analysis of a company's intrinsic value.

**4th Q 2002**—Our current holdings possess meaningful discounts to tangible book values, under reported real estate values, strong balance sheets, competent and honest management teams (best we can tell) and business models that are straightforward. As we've stated many times, our job is not to predict the direction of the overall market or to discern how the market will value our holdings in the short term. Our job is to discover value through a conservative analysis of a company's business and its assets, justify the analysis on a quantitative basis, and demand a meaningful discount to our estimate of the business's worth.

**2nd Q 2003**—Our sell discipline has shortcomings. For instance, because we are often seeking to simply arbitrage the difference between a security's current public price and its *current* intrinsic value, we will often not participate in the growth of the company's intrinsic value itself. We are always looking to update (hopefully increase) our corporate value estimate with new information, but our targets are based primarily on taking advantage of *current discrepancies* rather than making long-term judgments about the growth of a particular business.

**2nd Q 2004**—I liken our opportunistic deep value investing strategy to a tiger patiently waiting in the weeds; off to the side, quiet and calm, waiting for a mistake to happen. Why risk coming out of the weeds when the odds are not (wholly) in your favor? And like the tiger, we demand differing levels of safety to come out of hiding depending on the type of prey...Nevertheless, regardless of the type of opportunity, we need to have the odds strongly in our favor.

**1st Q 2005**—Roumell Asset Management strives to align itself with quality people in all of its activities. In selecting investments, we ask ourselves: Do we want to partner with this management team? Are they honest? Are they smart operators? If you can imagine making a private equity investment, you would probably do a tremendous amount of due diligence on the management team. However, for some reason, once a company trades on the public markets, investors often feel management isn't worth trying to assess. Some investment managers (even some we respect), choose to "let the numbers speak for themselves" and avoid any real management inquiry. We are not looking for perfection, but we seek to go into business with people we believe we can trust. Often, we have to wrestle with what appears to be cheap assets controlled by less than stellar operators.

**3rd Q 2006**—Our aversion to an over reliance on debt financing directly affects how we invest your money. In fact, if a novice were to ask us for one simple rule to adhere to as he/she embarked on a strategy

to invest in individual companies, we would say stay away from companies who rely heavily on debt financing and pursue those with strong balance sheets. In other words, focus *first and foremost* on a business's staying power and ability to survive regardless of the general economic or industry specific climate by referencing its balance sheet (including off-balance sheet items, such as unrealized real estate appreciation).

**4th Q 2008**—We are mindful of the current environment characterized as it is by a dramatically slowing economy, real asset price declines, and the difficulty in assigning value to companies and their assets. However, in this environment, security prices appear in many instances to be priced at ridiculously low levels. If historically the investment criterion was “cheap,” it is now “ridiculously cheap” because (1) such prices are available and (2) it is necessary given current economic conditions. Demanding a greater margin of safety seems quite appropriate. Perhaps our view is best described as being tempered, judicious, and flexible, but clearly one of opportunism as well. The economic outlook is truly muddled.

We do not hold securities on margin, have ample cash reserves, and are confident in our abilities as we enter a period that should allow a flexible, research-intensive firm such as ours opportunities to make money for our clients.

**4th Q 2009**—We finished 2009 on a solid note. Our sizable investments in high yield corporate debt and select well-capitalized small companies paid off. We were cautious (and continue to be), holding roughly one-third of our assets in cash throughout the period.

**4th Q 2011**—Our emphasis is on taking advantage of investment situations where we can reasonably expect to gain an informational and analytic edge through dogged, disciplined detective work to uncover well-capitalized promising securities underfollowed by Wall Street.

For us, while remaining conscious of both stresses and opportunities in the greater economy, investing is about price versus value, plus patience, as it pertains to very specific securities purchased at very specific prices.

**4th Q 2012**—As much as information has become easier to access, we still believe firmly that this information is uneven in quality and does not replace old-fashioned shoe leather work. In our minds, the investment culture has been taken in by the notion that everything can be learned while sitting at one's desk searching the internet. Deeper understanding often demands direct experience. Our research process is relentless and includes regular travel to see management teams, assets, customers, and competitors firsthand in order to obtain more and better information.

The “higher things” in life (thinking, feeling, temperament, and patience) will never become commodities. The investment operation flows from a clear, well-defined philosophy with the discipline to forge ahead independent of the market's current vote of confidence—and that's finally about a firm's character. Proverbs perhaps says it best, “Where there is no vision, the people will perish.” In turn, if there is no investment vision, the strategy will, at some point, fail. The investor must internalize his or her process and beliefs such that they become part of his or her being. The mind's eye ultimately becomes the tool to distinguish between risk and reward.

**2nd Q 2013**—We believe that an investor's time is best spent deepening his or her understanding of a specific company's dynamics, and the less followed a company is by the broader investment community the better because less information is likely to be “priced-in.” If you focus on securities with the least amount of information priced-in, detailed, exhaustive research can provide a significant investment edge, in our opinion. Time spent talking to a company's customers is more valuable than time spent trying to gauge

the direction of interest rates. Recently, in Birmingham, Alabama, we met with a significant customer of one of our holdings and learned that this client's satisfaction and loyalty to our company were quite high, but that the client had nonetheless used new competition in the marketplace to extract much better pricing. Our investors will be far better served by that interview than had we attempted to forecast interest rates. Information pertaining to specific securities beats musing about overall economics, in our view.

**3rd Q 2013** — In the past year, six of our top ten equity holdings have realized value by either an outright company sale or by selling divisions...We think resource conversion is an outgrowth of a sound investment philosophy because it results from identifying assets with real economic value to sophisticated buyers, as opposed to relying on the charity of quantitative easing...Our resource conversion events all involved strategic buyers, i.e., buyers who wanted the assets to help build their own businesses, versus financial buyers simply taking advantage of ultra-low borrowing rates. We view resource conversion as a major, too-often-ignored path to value realization. For us, it's a central theme.

**4th Q 2014**—Value investing works because it requires a level of patience most investors do not have. It requires one to invest in a company often in the midst of bad news, and hold the investment for an undefined amount of time during which more bad news is likely to be announced, further weighing on the stock, until finally operations improve, or perhaps a resource conversion occurs, and the stock trades at (or often above) fair value. Take a minute to think about that progression. Many people cannot bring themselves to buy into something with negative news flow. Others get hung up on the uncertainty around the timing of such investments. Some value investments work out in a year while others take several years.

**3rd Q 2018** — Our portfolio is comprised of strongly financed companies, sold-off share prices, significant inside ownership stakes, and prices that, in our opinion, dramatically misprice the value embedded in each security. Moreover, as is typically the case, our portfolio is highly event-driven and we believe the “events” are likely to occur within a reasonable amount of time. The “market” does not detract us from investing in these special situations. We take comfort in being exposed to company-specific investment narratives, while eschewing overall stock market exposure. We feel confident we're well-positioned going forward.

Thank you for your confidence and the privilege of investing on your behalf.

### **Top Three Purchases**

**Enzo Biochem Inc., ENZ.** ENZ was written-up at length in our last letter. We added to the position in the fourth quarter and will simply highlight our investment thesis in this letter. ENZ is a debt-free company possessing a strategically located clinical lab footprint (NY Tri-State area) in a consolidating industry. Moreover, the company has significant IP assets, a therapeutics business we expect to be monetized in the first half of 2019, and considerable IP litigation optionality. ENZ's market cap is roughly \$160 million and it has \$53 million in cash, which equates to an Enterprise Value of \$107 million.

The company has won settlements/royalty payments of \$100 million (\$67 million net) over the past several years, highlighting its rich IP assets. ENZ's current enterprise value is roughly 110% of what the company has collected in IP litigation. The company currently has seven outstanding IP suits, six of which are financed on a contingency basis with the law firm that has already won ENZ suits against Illumina, Thermo Fisher Scientific and Siemens.

ENZ has multiple shots on goal, i.e., ways to win. The company's share price has dropped from over \$10 two years ago to its current sub-\$3/share price because of dramatically reduced reimbursement payments (Medicare and private pay insurers) for its clinical lab services business.

While there is near-term pain associated with the reimbursement issue effecting ENZ's lab business, it is ultimately well positioned to be a winner with its low-cost Ampiprobe diagnostic panels that the company believes possess a 60% gross margin given that it's integrating its own IP. We believe smaller, independent labs are being particularly squeezed by reimbursement payments and that ENZ offers an outsourced diagnostic solution.

On December 19th, we received indication that the litigation component of our investment thesis appears to be materializing when Enzo and Roche issued the following statement to the Honorable Denise L. Cote of the Southern District of New York; "Following up on the parties' call to chambers yesterday, the parties are pleased to report that they have reached an agreement in principle to resolve the above-captioned matter. The parties are currently finalizing the agreement and related stipulation of dismissal and endeavoring to have those completed shortly after the new year," further stipulating that a settlement would be reached by January 25, 2019. On January 24th, the parties made a request for a two-week extension to file settlement terms. Until then, we wait.

**ZAGG Inc., ZAGG.** ZAGG was created from the concept of applying a clear film originally designed to protect military helicopter blades in harsh desert conditions to protect consumers' mobile devices. ZAGG designs, produces and distributes professional product solutions for mobile devices, including screen protection (glass and film), keyboards for tablet computers and mobile devices, keyboard cases, earbuds, mobile power solutions, cables, and cases under the ZAGG and InvisibleShield brands.

The company designs product solutions for users of mobile devices, and sells these products to consumers through global distribution partners and online. The company offers products for various market segments of handheld electronic devices, including smartphones, tablets, notebook computers, laptops, gaming devices, global positioning system (GPS) devices, watch faces, and similar devices and surfaces. Its other brands include mophie (power management and power cases) and BRAVEN (rugged Bluetooth audio). ZAGG has a #1 market share in screen protection (52%), #1 in battery cases (64%), #1 in external power and #2 in wireless charging (24%). Its products are distributed through big box retailers (e.g., Best Buy) and wireless carriers (e.g., AT&T), who like the higher margins of accessories.

ZAGG has made several acquisitions over the past few years. These acquisitions will move the company towards its stated revenue goal of \$1 billion. For reference, revenue for 2018 and 2019 is estimated to be \$535 million and \$620 million, respectively. Management has stated that future acquisitions will be tuck-ins with revenue less than \$50 million and also will be accretive within the year of acquisition.

One key acquisition was mophie. ZAGG acquired mophie in March 2016 for \$62 million (adjusted for negative working capital). Integration was difficult. In 2017, ZAGG management replaced mophie's entire senior management team. Additionally, mophie did not get certification from Apple to incorporate new wireless charging in its Power Cases until November of 2018, which caused a 60% decline in sales for that product. ZAGG management has confidence in the mophie division going forward.

A year ago, ZAGG's stock price was over \$21 per share. In addition to the questions surrounding mophie, the company faces competition at lower price points, particularly in screen protection, which represents about 60% of revenue. The share price also reacted to the news of a slowdown in iPhone sales. Of course, there is also a risk that smartphones of the future will not need screen protection, although that appears to be several years out if it occurs at all. Moreover, if this long-rumored prediction does occur, it's likely to affect only higher-end, more expensive phones.

In the 4th quarter, we spoke with ZAGG CEO Chris Ahern. Mr. Ahern recently replaced the former CEO who retired. Mr. Ahern was the chief architect in turning around mophie as well as international sales. When speaking about M&A, he stated that ZAGG already has the infrastructure in place for \$1 billion

in sales. We believe Mr. Ahern has the right strategic vision for ZAGG. Management appears to be an astute capital allocator and has repurchased significant amounts of stock.

In our opinion, ZAGG was trading cheaply at the time of our purchase, with a market cap of roughly \$275 million. At our purchase price of about \$9.60, we paid 0.5x EV/Revenue, 3.7x EV/EBITDA, and a P/E of 6.2x (all are based on 2019 estimates). Moreover, ZAGG will generate roughly a 20% free cash flow yield. Although the balance sheet became slightly net debt with the November 2018 acquisition of Gear4 (roughly 15% of market cap), ZAGG plans to pay down its line of credit with its healthy free cash generation.

In early 2019, in continuation of its growth strategy, ZAGG announced the acquisition of HALO. HALO sells mobile phone chargers and batteries. It primarily sells through QVC (90%) and other home shopping sites. The purchase price was \$43 million and will be accretive to both gross margins and EBITDA margins. QVC opens up another channel for distribution for ZAGG's products.

ZAGG's real competitive advantage seems to lie in its distribution channels. The company has strong relationships with big-box retailers like Best Buy and wireless carriers like AT&T and provides product guarantees. Mobile accessories are often purchased at the point of smartphone sale and attachment rates (phones where screen protection is purchased) continue to rise. In effect, the company is positioning itself to be "the" smartphone accessory company representing a broad suite of mobile products.

**Sierra Wireless Inc., SWIR.** Sierra Wireless is an Internet of Things (IoT) provider empowering businesses to transform in the connected economy. The company offers a device to cloud solution, comprised of embedded and networking solutions integrated with its secure cloud and connectivity services. OEMs and enterprises rely on SWIR to deliver fully integrated solutions to reduce complexity, turn data into intelligence and get their connected products and services to market faster. SWIR has an estimated 30% of the market while competitors Telit and Gialto are each estimated to have 20% market share.

SWIR operates under three reportable segments:

**OEM Solutions**—Wireless technologies and support of open source initiatives that enable OEMs and system integrators to get their IoT solutions to market faster. SWIR makes it simple to embed cellular, Wi-Fi, Bluetooth and Global Navigation Satellite System technologies, as well as manage devices, connectivity services, and data through its IoT cloud platform. Customers include automotive, transportation, energy, enterprise networking, sales and payment, mobile computing, security, healthcare and others.

**Enterprise Solutions**—Provides networking solutions comprised of cellular gateways and routers that are complemented by cloud-based services and on-premise software for secure device and network management.

**IoT Services**—Enables the digital transformation of enterprises through integrated IoT cloud and connectivity services. This segment is comprised of three main areas of operation: (i) cloud services, which provide a secure and scalable cloud platform for deploying and managing IoT subscriptions, over-the-air updates, devices and applications; (ii) global cellular connectivity services which are subscription-based and include flexible Smart SIM and core network platforms; and (iii) managed broadband cellular services, which include a combination of hardware, high speed connectivity and cloud services.

RAM has a history in investing in SWIR, as this is our third time in the stock. For many years, we spoke with recently retired CEO Jason Cohenour. After an extensive search, the company choose Kent Thexton to be President and CEO as of November 1, 2018. Mr. Thexton had been serving as interim President

and CEO since May 31, 2018. He has extensive experience in the cellular wireless and IoT industries. We recently spoke with Jason Krause, COO, and David McClennan, CFO, and came away convinced that SWIR was continuing to move in the right direction.

SWIR operates in a dynamic industry which appears to have significant growth potential. Yet, SWIR's valuation currently seems cheap with an EV/Revenue multiple of only 0.6x and an attractive EBITDA margin of 7.9%. In 2018, smaller rival Telit, sold its automobile division, which had recent product stumbles, for 1.2x EV/Revenue. Other acquisitions in the space have also occurred at over 1x EV/Revenue.

SWIR has a solid balance sheet with net cash representing about 12% of market cap. We believe SWIR is also an attractive acquisition target for a larger competitor as it has excellent and industry leading technologies. SWIR's products and services are high quality and well-received as evidenced by numerous high-profile contract wins (e.g., Volkswagen). While the company's core module business (75% of revenue today) has sub 30% gross margins, its Enterprise and IoT Services businesses possess gross margins of 54% and 40%, respectively. We believe the company is in front of a sustained period of industry growth and, as such, will do well as a going-concern and, at the same time, remain a likely acquisition target.

Disclosure: The specific securities identified and described do not represent all of the securities purchased, sold, or recommended for advisory clients, and the reader should not assume that investments in the securities identified and discussed were or will be profitable. The top three securities purchased in the quarter are based on the largest absolute dollar purchases made in the quarter.

**Roumell Asset Management, LLC**  
**Balanced Composite**  
**Annual Disclosure Presentation**

YEAR END	COMPOSITE ASSETS			ANNUAL PERFORMANCE RESULTS			3-YR ANNUALIZED STANDARD DEVIATION	
	TOTAL FIRM ASSETS (MILLIONS)	USD (MILLIONS)	NUMBER OF ACCOUNTS	COMPOSITE NET	THOMSON US BALANCED MUTUAL FUND	COMPOSITE DISPERSION	COMPOSITE NET STANDARD DEVIATION	THOMSON US BL MF STANDARD DEVIATION
2018	86	4	15	-8.10%	-5.41%	2.84%	7.74%	6.33%
2017	105	8	21	10.35%	13.16%	6.00%	7.28%	5.92%
2016	91	9	24	14.25%	7.00%	6.48%	7.49%	6.51%
2015	94	12	37	-11.35%	-1.71%	4.41%	7.32%	6.56%
2014	170	49	93	-7.71%	6.00%	4.25%	6.23%	6.08%
2013	288	82	140	11.85%	15.73%	5.69%	6.62%	8.06%
2012	286	82	156	10.50%	11.71%	3.02%	6.50%	9.79%
2011	306	79	173	-5.19%	0.53%	4.28%		
2010	311	83	167	12.25%	11.75%	2.59%		
2009	249	55	124	33.19%	23.19%	5.79%		
2008	166	40	121	-22.82%	-26.97%	5.01%		
2007	270	75	154	-7.58%	5.76%	3.71%		
2006	280	87	158	14.00%	10.47%	3.69%		
2005	199	73	142	8.56%	4.22%	2.67%		
2004	123	66	119	16.48%	7.79%	3.82%		
2003	66	42	100	28.26%	18.60%	3.94%		
2002	41	27	79	-9.70%	-11.36%	3.77%		
2001	31	17	39	21.18%	-4.19%	4.75%		
2000	19	10	23	8.47%	1.95%	4.53%		
1999	16	9	22	12.53%	8.35%	2.63%		

**Balanced Composite** contains fully discretionary accounts. Roumell Asset Management, LLC (Roumell) is an opportunistic capital allocator with a deep value bias. On average, Balanced accounts have a target of 65% equity (provided an appropriate number of securities are found that meet Roumell's deep value investment criteria), with the remaining 35% in fixed income and cash. The equity allocation is all cap with a focus on smaller companies. In selecting bond investments, Roumell exercises its value discipline and buys only fixed income securities that it believes represent value on a risk-adjusted basis. It may buy individual government agency, investment grade and high-yield corporate, municipal, and foreign bonds and closed-end bond funds. When fully invested, accounts will hold about 25 to 30 positions. Roumell will hold cash in the absence of sufficient investment opportunities. For comparison purposes, the Balanced Composite is measured against the Thomson US Balanced Mutual Fund Index. In presentations shown prior to March 31, 2006, the composite was also compared against the Lipper Balanced Index. Additionally, in presentations prior to December 2006, the composite was measured against the Vanguard Balanced Index Fund. The Thomson US Balanced Mutual Fund Index is a blend of more than 500 balanced mutual funds and is therefore deemed to more accurately reflect the strategy of the composite. The Balanced Composite was created January 1, 1999.

Roumell Asset Management, LLC claims compliance with the Global Investment Performance Standards (GIPS®) and has prepared and presented this report in compliance with the GIPS standards. Roumell Asset Management, LLC has been independently verified for the periods January 1, 1999 through December 31, 2017. Verification assesses whether (1) the firm has complied with all the composite construction requirements of the GIPS standards on a firm-wide basis and (2) the firm's policies and procedures are designed to calculate and present performance in compliance with the GIPS standards. Verification does not ensure the accuracy of any specific composite presentation. The Balanced Composite has been examined for the periods January 1, 1999 through December 31, 2017. The verification and performance examination reports are available upon request.

Roumell Asset Management, LLC is an independent registered investment adviser. The firm maintains a complete list and description of composites, which is available upon request. Results are based on fully discretionary accounts under management, including those accounts no longer with the firm. Past performance is not indicative of future results.

The U.S. dollar is the currency used to express performance. Returns are presented net of management fees and include the reinvestment of all income. Net of fee performance was calculated using actual management fees. From 2010 to 2013, for certain of these accounts, net returns have been reduced by a performance-based fee of 20% of profits, paid annually in the first quarter. Net returns are reduced by all fees and transaction costs incurred. Wrap fee accounts pay a fee based on a percentage of assets under management. Other than brokerage commissions, this fee includes investment management, portfolio monitoring, consulting services, and in some cases, custodial services. Prior to and post 2006, there were no wrap fee accounts in the composite. For the year ended December 31, 2006, wrap fee accounts made up less than 1% of the composite. Wrap fee schedules are provided by independent wrap sponsors and are available upon request from the respective wrap sponsor. Returns include the effect of foreign currency exchange rates. Exchange rate source utilized by the portfolios within the composite may vary. Composite performance is presented net of foreign withholding taxes. Withholding taxes may vary according to the investor's domicile.

The annual composite dispersion presented is an asset-weighted standard deviation calculated for the accounts in the composite for the entire year. Dispersion calculations are greater as a result of managing accounts on a client relationship basis. Securities are bought based on the combined value of all portfolios of a client relationship and then allocated to one account within a client relationship. Therefore, accounts within a client relationship will hold different securities. The result is greater dispersion amongst accounts. The 3-year annualized ex-post standard deviation of the composite and/or benchmark is not presented for the period prior to December 31, 2012, because 36 monthly returns are not available. Policies for valuing portfolios, calculating performance, and preparing compliant presentations are available upon request.

The investment management fee schedule for the composite is as follows: for Direct Portfolio Management Services: 1.30% on the first \$1,000,000, and 1.00% on assets over \$1,000,000; for Sub-Adviser Services: determined by adviser; for Wrap Fee Services: determined by sponsor. Actual investment advisory fees incurred by clients may vary.

8 January 2019



# Roumell Asset Management, LLC

## Opportunistic Value Composite

### Annual Disclosure Presentation

┌── COMPOSITE ASSETS ──┐ ┌── ANNUAL PERFORMANCE RESULTS ──┐ ┌── 3-YR ANNUALIZED STANDARD DEVIATION ──┐

YEAR END	TOTAL FIRM ASSETS (MILLIONS)	USD (MILLIONS)	NUMBER OF ACCOUNTS	COMPOSITE NET	60% RUSSELL 2000 VALUE/ 40% BARCLAYS US GOVT CREDIT			RUSSELL 2000 VALUE	COMPOSITE DISPERSION	COMPOSITE NET STD DEV	60% RUSSELL 2000 VALUE/ 40% BARCLAYS US GOVT CREDIT		RUSSELL 2000 VALUE STD DEV
					US GOVT CREDIT	S&P 500					US GOVT CREDIT STD DEV	S&P 500 STD DEV	
2018	86	10	30	-7.04%	-7.70%	-4.39%	-12.87%	2.26%	8.51%	9.19%	10.80%	15.76%	
2017	105	14	40	12.67%	6.42%	21.84%	7.84%	1.19%	8.83%	7.94%	9.92%	13.97%	
2016	91	17	50	15.00%	19.99%	11.97%	31.74%	2.34%	9.09%	9.10%	10.59%	15.50%	
2015	94	23	77	-15.27%	-4.26%	1.38%	-7.46%	2.80%	9.23%	8.12%	10.47%	13.46%	
2014	170	61	163	-10.74%	5.18%	13.70%	4.22%	3.41%	7.97%	7.71%	8.97%	12.79%	
2013	288	130	281	12.83%	18.61%	32.38%	34.51%	3.12%	8.90%	9.16%	11.94%	15.82%	
2012	286	157	367	13.92%	12.82%	16.00%	18.05%	1.86%	8.63%	11.36%	15.09%	19.89%	
2011	306	175	466	-9.51%	0.59%	2.11%	-5.49%	2.17%					
2010	311	189	479	14.71%	17.97%	15.06%	24.49%	2.17%					
2009	249	153	414	42.19%	15.13%	26.47%	20.57%	5.57%					
2008	166	104	413	-27.35%	-15.77%	-36.99%	-28.93%	3.40%					
2007	270	178	549	-7.67%	-3.05%	5.49%	-9.78%	2.68%					
2006	280	176	458	16.89%	15.40%	15.79%	23.48%	2.18%					
2005	199	111	312	12.38%	4.00%	4.91%	4.71%	2.59%					
2004	123	47	125	20.18%	14.92%	10.88%	22.25%	2.69%					
2003	66	15	46	32.13%	28.38%	28.69%	46.03%	4.04%					
2002	41	8	44	-10.15%	-2.31%	-22.10%	-11.43%	4.33%					
2001	31	5	30	32.76%	12.26%	-11.89%	14.02%	6.33%					
2000	19	2	12	7.97%	18.50%	-9.10%	22.83%	4.05%					
1999	16	2	9	26.02%	-1.54%	21.04%	-1.49%	3.92%					

**Opportunistic Value Composite** contains fully discretionary accounts. Roumell Asset Management, LLC (Roumell) is an opportunistic capital allocator with a deep value bias. Opportunistic Value accounts can have up to 100% of their assets invested in stocks in the ideal situation where an appropriate number of securities are found that meet Roumell's deep value investment criteria. Historically, these accounts have emphasized common stocks (all cap with a focus on smaller companies). However, Roumell will also selectively purchase a mixture of high yield bonds and discounted closed-end bond funds if it is believed that these offer a favorable risk/reward profile. When fully invested, accounts will hold about 25 to 30 positions. Roumell will hold cash in the absence of sufficient investment opportunities. For comparison purposes, the Opportunistic Value Composite is measured against the S&P 500, a blend of 60% Russell 2000 Value and 40% Barclays U.S. Government Credit (calculated on a monthly basis), and Russell 2000 Value Indices. Presentations provided prior to January 1, 2014, showed the Russell 2000 in place of the blended index. The change was made to better reflect the opportunistic strategy of the composite. As noted before, the composite's allocation to equity, fixed income, and cash will vary depending on Roumell's investment decisions. The S&P 500 Index is used for comparative purposes only and is not meant to be indicative of the Opportunistic Value Composite's performance. In presentations shown prior to March 31, 2005, the composite was also compared against the Nasdaq Index. The benchmark was eliminated since it did not represent the strategy of the composite. The Opportunistic Value Composite was created January 1, 1999. Prior to January 1, 2014, this composite was known as the Total Return Composite.

Roumell Asset Management, LLC claims compliance with the Global Investment Performance Standards (GIPS®) and has prepared and presented this report in compliance with the GIPS standards. Roumell Asset Management, LLC has been independently verified for the periods January 1, 1999 through December 31, 2017. Verification assesses whether (1) the firm has complied with all the composite construction requirements of the GIPS standards on a firm-wide basis and (2) the firm's policies and procedures are designed to calculate and present performance in compliance with the GIPS standards. Verification does not ensure the accuracy of any specific composite presentation. The Opportunistic Value Composite has been examined for the periods January 1, 1999 through December 31, 2017. The verification and performance examination reports are available upon request.

Roumell Asset Management, LLC is an independent registered investment adviser. The firm maintains a complete list and description of composites, which is available upon request. Results are based on fully discretionary accounts under management, including those accounts no longer with the firm. Past performance is not indicative of future results.

The U.S. dollar is the currency used to express performance. Returns are presented net of management fees and include the reinvestment of all income. Net of fee performance was calculated using actual management fees. Net returns are reduced by all fees and transaction costs incurred. Wrap fee accounts pay a fee based on a percentage of assets under management. Other than brokerage commissions, this fee includes investment management, portfolio monitoring, consulting services, and in some cases, custodial services. Wrap accounts are included in the composite. As of December 31 of each year 2006 through 2018, wrap fee accounts made up 33%, 36%, 31%, 33%, 41%, 40%, 41%, 43%, 31%, 13%, 9%, 6% and 5% of the composite, respectively. Wrap fee schedules are provided by independent wrap sponsors and are available upon request from the respective wrap sponsor. Returns include the effect of foreign currency exchange rates. Exchange rate source utilized by the portfolios within the composite may vary. Composite performance is presented net of foreign withholding taxes. Withholding taxes may vary according to the investor's domicile.

The annual composite dispersion presented is an asset-weighted standard deviation calculated for the accounts in the composite for the entire year. Dispersion calculations are greater as a result of managing accounts on a client relationship basis. Securities are bought based on the combined value of all portfolios of a client relationship and then allocated to one account within a client relationship. Therefore, accounts within a client relationship will hold different securities. The result is greater dispersion amongst accounts. The 3-year annualized ex-post standard deviation of the composite and/or benchmark is not presented for the period prior to December 31, 2012, because 36 monthly returns are not available. Policies for valuing portfolios, calculating performance, and preparing compliant presentations are available upon request.

The investment management fee schedule for the composite is as follows: for Direct Portfolio Management Services: 1.30% on the first \$1,000,000, and 1.00% on assets over \$1,000,000; for Sub-Adviser Services: determined by adviser; for Wrap Fee Services: determined by sponsor. Actual investment advisory fees incurred by clients may vary.

9 January 2019