# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

#### **SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed	by the Reg	istrant □					
Filed	by a Party	other than the Registrant ⊠					
Che	ck the appro	opriate box:					
	Preliminar	y Proxy Statement					
	Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))						
	Definitive Proxy Statement						
X	Definitive	Additional Materials					
	Soliciting Material Pursuant to Section 240.14a-12						
AstroNova, Inc.  (Name of Registrant as Specified in Its Charter)  Samir Patel  Askeladden Capital Management LLC  Jeff Sands  Shawn Kravetz  Ryan Oviatt  Boyd Roberts  (Name of Person(s) Filing Proxy Statement, if other than the Registrant)							
(Che	ck all boxes	that apply):					
	X	No fee required					
		Fee paid previously with preliminary materials					
		Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11					

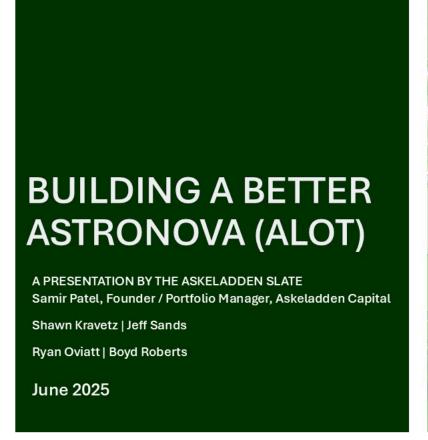
#### Samir Patel and Askeladden Capital Management LLC Issue Investor Presentation Highlighting Why Board Change is Needed at AstroNova

June 11, 2025 – We are today releasing an investor presentation, "Building a Better AstroNova," detailing the case for change at AstroNova, Inc. As the presentation spells out, we believe that AstroNova is suffering from a comprehensive failure of governance by incumbent directors, which has led to severe and persistent shareholder value. To address these challenges and "Build a Better AstroNova," we urge shareholders to support our five, highly qualified candidates (Jeff Sands, Shawn Kravetz, Ryan Oviatt, Boyd Roberts and Samir Patel) for election to the board of directors at the AstroNova annual meeting on July 9<sup>th</sup>.

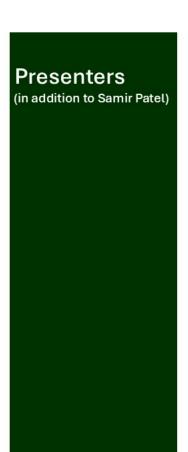
For these nominees' biographies and other important information, please see our proxy statement, which is available at <a href="https://www.sec.gov/Archives/edgar/data/8146/000121465925008382/j527250dfm14a.htm">https://www.sec.gov/Archives/edgar/data/8146/000121465925008382/j527250dfm14a.htm</a>.

A copy of the investor presentation shown below is also available at https://www.askeladdencapital.com/astronova/.

Samir Patel, Askeladden Capital Management LLC, Jeff Sands, Shawn Kravetz, Ryan Oviatt and Boyd Roberts (collectively the "Participants") filed a definitive proxy statement and accompanying proxy card with the SEC on May 20, 2025, as amended on May 21, 2025, to be used in soliciting proxies in connection with the 2025 annual meeting of shareholders (the "Annual Meeting") of AstroNova, Inc. (the "Company"). All shareholders of the Company are advised to read the Proxy Statement and other documents related to the solicitation of proxies, each in connection with the Annual Meeting, by the Participants, as they contain important information, including additional information related to the Participants, including a description of their direct or indirect interests by security holdings or otherwise. The Proxy Statement and an accompanying GOLD proxy card will be furnished to some or all of the Company's stockholders and is, along with other relevant documents, available at no charge on the SEC website at http://www.sec.gov, or by contacting Samir Patel at 1452 Hughes Road, Suite 200 #582, Grapevine, TX, 76051.







Boyd Roberts, VP Corporate Development - FranklinCovey



Jeff Sands – Founding Partner, Dorset Partners LLC

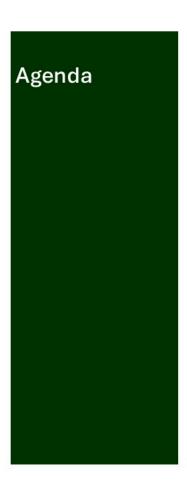


Ryan Oviatt - VP of Strategy & Integratio



Shawn Kravetz - President, Esplanade C





# Section 1: The Case for Change

- · 1.1: Overview of AstroNova / Askeladden
- 1.2: Extreme Shareholder Value Destruction
- 1.3: Broken Promises, Failed Execution
- · 1.4: Broken Go-To-Market Strategy in Product ID
- 1.5: Historical Reliance on Memjet
- 1.6: Disastrous Acquisition of MTEX
- 1.7: Governance Failures

### Section 2: Building a Better AstroNova

- · Askeladden Nominees & Skills Matrix
- Governance Philosophy & Committee Memberships
- Detailed Plan: First 60 and Next 100 Days
- Strategic Alternatives Review
- · Incumbents vs. Askeladden: How We'll Fix What's Broken

#### Q&A

The More Challenging, The Better!

# SECTION 1: THE CASE FOR CHANGE

Great business.

Flawed strategy.

Absent execution.

Shareholder value destruction.

Comprehensive failure of governance.



# SECTION 1.1: Overview of AstroNova and Askeladden

Company ignores largest investor, who has been a significant owner for 5 years.



BUSINESS MODEL

## AstroNova: Two Unrelated but High-Quality Segments

Both of AstroNova's segments have an enviable installed base driving substantial recurring revenues.

Despite these predictable and protected revenue streams, the company has recently experienced declining organic revenues, decreasing profits, and severe shareholder value destruction.

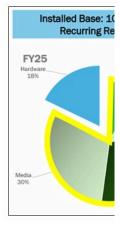
#### Aerospace (Previously Test and Measurement)

- FY24: ~\$49M segment revenue, ~\$11M segment EBIT.
- Dominant market share in flight deck ("ACARS") printers –
  AstroNova products are SFE ("supplier furnished
  equipment") on the Airbus a320neo, and BFE ("buyer
  furnished equipment") on the Boeing 737 MAX, with most
  MAX customers taking these products.
- Flight deck printers reduce burden on air traffic control, save time for pilots, and serve as a valuable redundancy feature. We believe they are in some cases required by regulations, but highly valued by customers regardless.

# Installed Base: 30 Recurring Re FY25 Portable Outs Acquisition System St. Flight Deck Printers, Networking Grays 46%

#### **Product Identification**

- FY24: ~\$102M segment revenue, ~\$9M segment EBIT.
- Produces low to medium volume label printers, as well as overprinters that print on other media such as corrugate (cardboard), wood, flexible packaging, etc. AstroNova manufactures labels but sources ink from third-parties.
- Started at lower end of market (Kiaro!, etc) and expanded upward through acquisitions of TrojanLabel,
  AstroMachine, and MTEX product portfolio now spans low-volume, <\$5,000 machines to high-volume,
  \$300,000+ machines.



#### Askeladden Capital – Founded 2016

- Concentrated, long-only, value-oriented, >\$80M AUM. Closed to new capital at ~\$50M of commitments to remain a micro-cap specialist. Clients range from individual investors to \$1B+ charitable organizations funding education and medical research.
- Have been the largest outside / non-founder shareholder of several small and micro-caps, including Fitlife Brands (FTLF), Profire Energy (PFIE), and of course, AstroNova (ALOT)
- Deep fundamental-research based approach; increasingly incorporating emerging Al
  tools as a force multiplier to cover more ground and extract critical insights from highquality data sources such as corporate filings and primary research transcripts
- Constructive long-term shareholder whose research-driven insights and feedback are appreciated by management – Mr. Oviatt and Mr. Roberts joined slate due to nearly decade-long relationship with Askeladden / Mr. Patel at their public companies

Askeladden Capital is not a serial activist. We seek to invest in companies with strong business models when they trade at attractive valuations. We seek to partner for the long-term with proven value-creating CEOs such as Dayton Judd (Fitlife), Farouq Tuweiq (Bel Fuse), Paul Walker (Franklin Covey), Ryan Oviatt (Profire Energy), and John Suzuki (BK Technologies), from whom we have learned much about what drives success. Our activism at AstroNova is an effort of last resort since the company has refused to address concerns we and many other shareholders have repeatedly expressed over multiple years.

# Example Invest FITLIF BK TECHNOLOGIES PROF EN ER GY

# Timeline of Askeladden Involvement (2016 – 2024)

Askeladden Capital
Management has
researched AstroNova
since 2016, been a large
shareholder since 2020,
and has actively engaged
with AstroNova about
concerns since 2023.

#### 2016 - 2017

#### Askeladden Founded, AstroNova Position Initiated

Askeladden Capital commenced operations; Mr. Patel began researching Astro Nova and subsequently made an investment.

#### 2020 - 2024

# Regular Communication with Management

Participated in 13+ private calls or meetings with CEO or CFO, in addition to emails and regularly asking questions on public quarterly earnings calls.

#### 2024

#### Further Concern Board Email Una

Mr. Patel continues to concerns, including the poor performand bloated inventory ba opaque investor cor In October, Mr. Patel Michas with no resp

#### June 2020

#### Askeladden Becomes 5% Owner

Askeladden, and affiliates filed a Schedule 13G disclosing beneficial ownership of 5.52% of Astro Nova's shares, maintaining 5%+ ownership since.



#### September 2023

#### Concerns First Raised

Mr. Patel emails CEO and CFO expressing frustrations over ink quality issues, elevated inventory balances, poor results in the Product ID segment, and a stagnant share price; issues subsequently discussed by phone.

# Timeline of Askeladden Involvement (2024 - 2025)

Askeladden repeatedly expressed grave concerns to AstroNova in 2024 and early 2025, but the Board did little to alleviate these concerns - and eventually stopped responding entirely.

#### November 2024

#### "Patience Exhausted"

At an in-person meeting at the Southwest IDEAS Conference, Mr. Patel explains to Greg Woods that "our patience is exhausted" and Askeladden will take action if results do not improve.





#### February - March 2025

#### **Attempted Engagement**

Mr. Patel requests Board call in February 2025. After a delay, Mr. Woods replies that a call will not occur until April- well after the nomination deadline and the March update promised in December. Mr. Patel sends Mr. Woods multiple emails stating that this is unacceptable.

#### March - May 20 Askeladden Initia

#### Contest Mr. Patel delivers no and encounters Mr.

invites Mr. DeByle to friendly coffee. Mr. I AstroNova executive no attempt in April o with Askeladden.

#### December 2024

#### MTEX Still Losing Money

Despite promises of a "strong backlog" the prior quarter, MTEX still has low revenues and operating losses. Mr. Woods publicly and privately assures investors of near-term improvements, but does not articulate a specific improvement plan.







#### March 2025 AstroNova Refuses to

# Engage with Askeladden

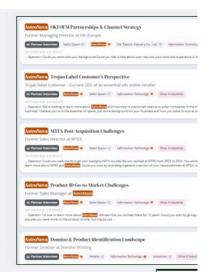
Mr. Patel has call with Mr. Warzala wherein 1 Warzala refuses to take accountability for M Memjet issues. Mr. Patel informs Board he initiate a proxy contest unless they work wit implement governance improvements and a mutually agreeable directors. Company ne responds to these emails.

We did everything we could to work behind the scenes. They left us no choice.

#### Askeladden's Primary Research

- We believe it is the fiduciary duty of any Board to thoroughly understand the business which they oversee. Objective governance and independent oversight requires directly sourcing key insights that are not filtered through the biases of the CEO.
- Since March, we have interviewed 21 relevant experts (a few multiple times):
  - 8 AstroNova employees ranging from front-line quality and sales managers to high-level leaders in charge of geographies or functional areas – and one customer
  - 3 people directly involved in MTEX (incl. sales leader who directly reported to CEO Eloi Ferreira, and private equity firm that evaluated purchasing MTEX)
  - 6 representatives of suppliers or direct competitors managers at Epson / OKI, C-level exec and other leader at Afinia, Senior Vice President at Memjet who managed the AstroNova relationship and is intimately familiar with AstroNova, Astro Machine, MTEX, CEO Greg Woods, and CTO Mike Natalizia
  - · 3 key leaders at industrial printing peers Domino and Markem-Imaje
- Any one individual can have incomplete information or biases, but we saw many patterns
  emerge, with most points substantiated across multiple interviews. Despite the
  limitations of being outside the company (i.e. not having access to customer lists), we
  continue to work to identify additional relevant experts.

We believe we've conducted far more due diligence on MTEX alone in the past few months than AstroNova's Board did before acquiring. We think after this presentation, you'll agree.



Shown above and at right are some of the interviews we conducted... but there are many more! Expert Insight Former SVP at Me Marketing Strateg ALOT AstroNova

Expert Insight Former Director a Solutions Pose C ALOT AstroNova

Director at Domin Customization an ALOT AstroNova

> Expert Insight former Quality Ma Change and Leade LLOT AstroNova

ormer Manager a imbrace Advance LOT AstroNova

# SECTION 1.2: Extreme Shareholder Value Destruction

Whether on the Board for 3, 7, 11, or 14 years, every incumbent who joined prior to 2025 has overseen extreme shareholder value destruction.

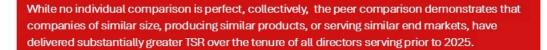


#### BENCHMARKING

#### Benchmarking AstroNova's Performance Against Peers

#### Selected Benchmarks for Total Return Comparison

- AstroNova is composed of two unrelated divisions and lacks direct publicly-traded competitors, making exact peer group identification challenging. For example, in AstroNova's Product Identification segment, competitors include relatively small divisions of giant corporations like Canon and Epson, as well as private companies such as Afinia.
- iShares Micro-Cap ETF and iShares Small-Cap ETF selected to represent a broad swath of AstroNova's small and micro-cap peers.
- · iShares US Aerospace & Defense ETF selected to represent aerospace sector.
- Brady Corporation (BRC) and Zebra Technologies (ZBRA), established U.S. industrial and label printing solution providers, selected to represent product identification sector.
   (Numerous AstroNova employees, including CTO Mike Natalizia and new sales leader Jorik Ittman, have worked at either Brady or Zebra.)







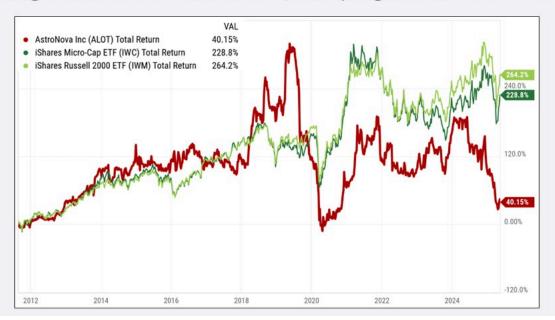
#### BENCHMARKING

# Extreme Shareholder Value Destruction During Tenure Of All Incumbe

	Total Return Since Mitchell Quain joins Board (August 24, 2011 - Almost 14 Years)	Total Return since Greg Woods Named CEO (February 1, 2014 - 11 Years)	Total Return since Richard Warzala Joins Board (December 6, 2017 - 7+ Years)	Joins Board (April	Total Return since Alexis Michas Joins Board (June 17, 2022 - 3 years)	Total F As Acqu (Ma
AstroNova (ALOT)	40.1%	-28.3%	-37.0%	-43.5%	-24.1%	
iShares Micro-Cap ETF (IWC)	228.8%	81.6%	37.8%	35.8%	18.2%	
iShares Small-Cap ETF (IWM)	264.2%	115.3%	52.5%	51.6%	31.0%	
iShares US Aerospace & Defense ETF (ITA)	629.0%	266.4%	101.7%	86.4%	86.5%	
Brady Corporation (BRC)	291.5%	254.6%	125.1%	132.7%	82.8%	
Zebra Technologies (ZBRA)	772.6%	442.8%	183.3%	113.4%	3.4%	
Peer Median Performance	291.5%	254.6%	101.7%	86.4%	31.0%	
ALOT Underperformance vs. Peer Median	<u>-251.4%</u>	-282.9%	-138.7%	-129.9%	<u>-55.1%</u>	
ALOT Underperformance vs. Lowest- Performing Peer	-188.7%	<u>-109.9%</u>	<u>-74.8%</u>	<u>-79.3%</u>	<u>-27.6%</u>	

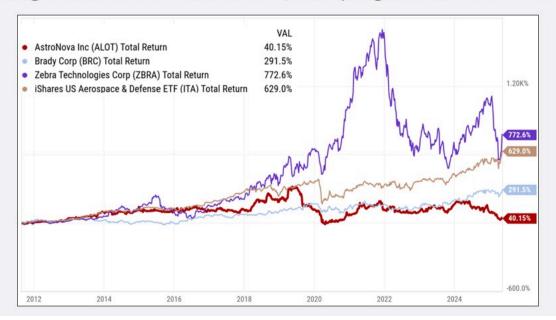
As of the record date for the annual meeting (May 15, 2025), AstroNova shares had dramatically underperformed all benchmarks during the tenur incumbent directors serving prior to 2025, with ~50% of shareholder value destroyed in the year following the disastrous MTEX acquisition in May

# TSR During Board Tenure of Mitch Quain (August 24, 2011 – Almost 14



In the almost 14 years since Mr. Quain joined the Board, AstroNova's TSR has lagged its peer median by 251% and its lowest-performing peer by 1

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# TSR During CEO Tenure of Greg Woods (February 1, 2014 – 11+ Years)



In the 11+ years since Mr. Woods became CEO, AstroNova has a TSR of NEGATIVE 28%, has lagged its peer median by 283%, and its lowest-perfor

# TSR During CEO Tenure of Greg Woods (February 1, 2014 – 11+ Years) VAL - AstroNova Inc (ALOT) Total Return Brady Corp (BRC) Total Return 254.6% - Zebra Technologies Corp (ZBRA) Total Return 15Nares US Aerospace & Defense ETF (ITA) Total Return 266.4% 800.0%

In the 11+ years since Mr. Woods became CEO, AstroNova has a TSR of NEGATIVE 28%, has lagged its peer median by 283%, and its lowest-perfor

400.0%

2018

2019



In the 7+ years since Mr. Warzala joined the Board, AstroNova has a TSR of NEGATIVE 37%, has lagged peer median by 139%, and lowest-performing

2022

2023

2021

2020

100.0%

2025

2018

2019

2020

2021

# TSR During Board Tenure of Richard Warzala (December 6, 2017 – 7+ Y

In the 7+ years since Mr. Warzala joined the Board, AstroNova has a TSR of NEGATIVE 37%, has lagged peer median by 139%, and lowest-performing the state of the s

2022

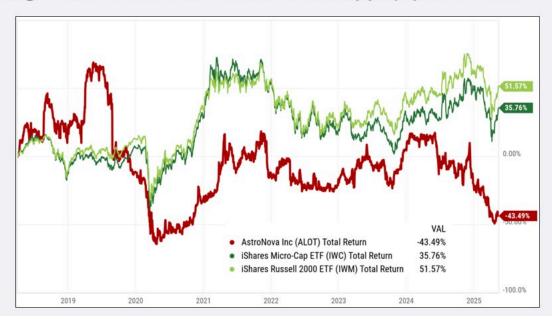
2023

2024

-200.0%

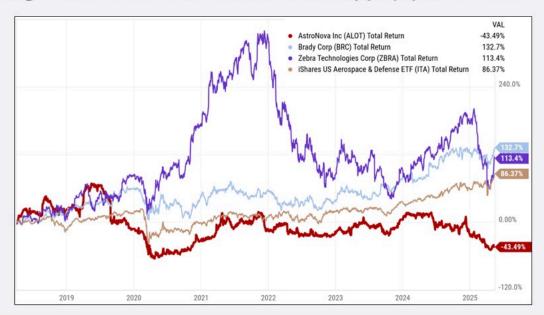
2025

# TSR During Board Tenure of Yvonne Schlaeppi (April 3, 2018 – 7 Years)



In the 7 years since Ms. Schlaeppi joined the Board, AstroNova has a TSR of NEGATIVE 43%, has lagged peer median by 130%, and lowest-perform

# TSR During Board Tenure of Yvonne Schlaeppi (April 3, 2018 – 7 Years)

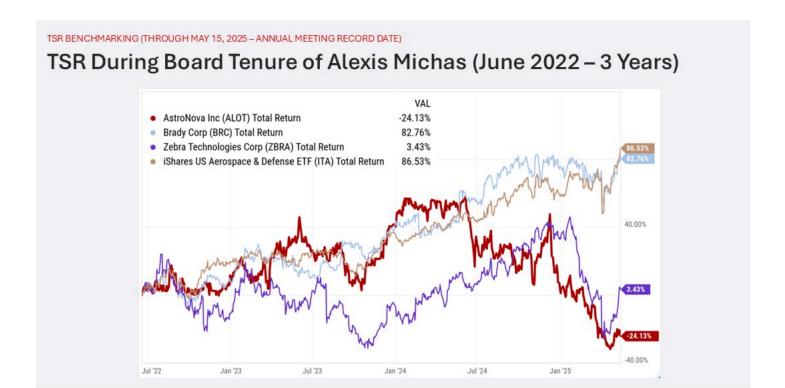


In the 7 years since Ms. Schlaeppi joined the Board, AstroNova has a TSR of NEGATIVE 43%, has lagged peer median by 130%, and lowest-perform

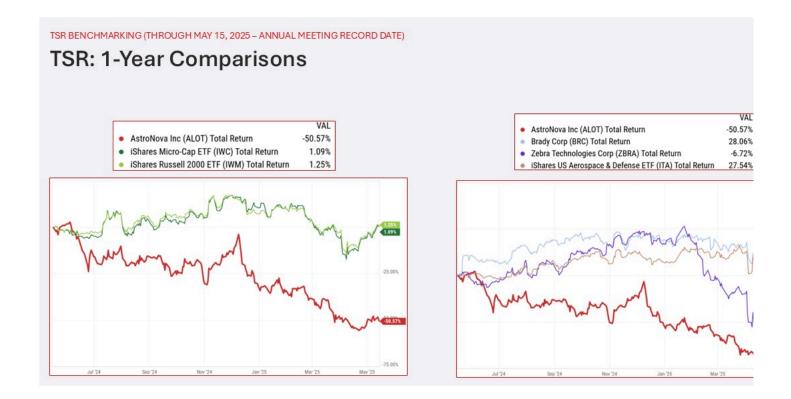
# TSR During Board Tenure of Alexis Michas (June 2022 – 3 Years)



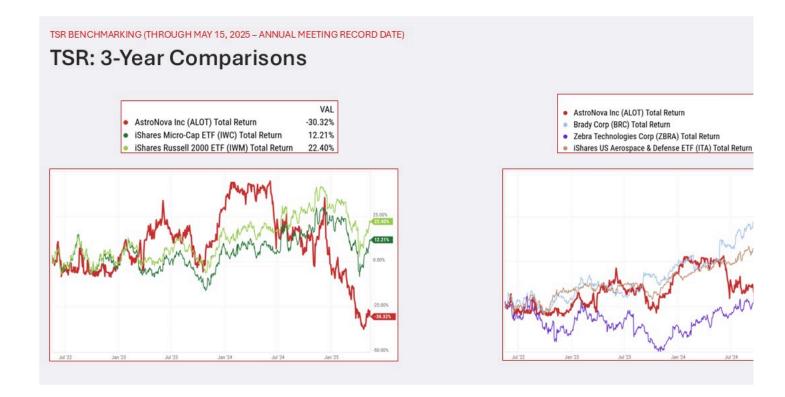
In the 3 years since Mr. Michas joined the Board, AstroNova has a TSR of NEGATIVE 24%, has lagged peer median by 55%, and lowest-performing performing per



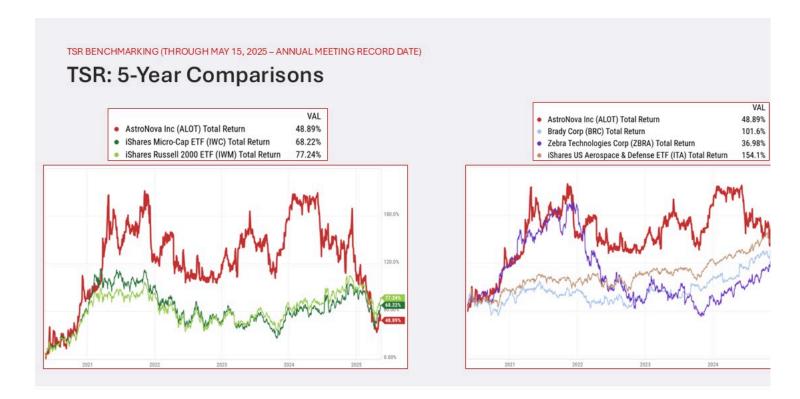
In the 3 years since Mr. Michas joined the Board, AstroNova has a TSR of NEGATIVE 24%, has lagged peer median by 55%, and lowest-performing performing per



AstroNova TSR has dramatically underperformed all selected benchmarks over the past 1 year.



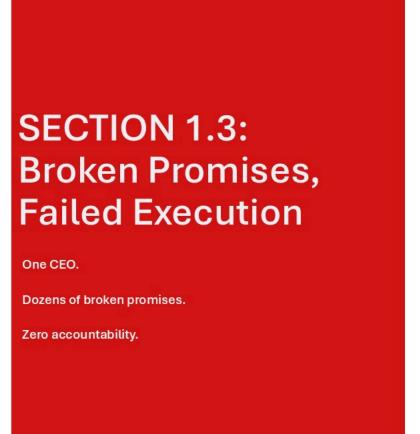
AstroNova TSR has significantly underperformed all selected benchmarks over the past 3 years.

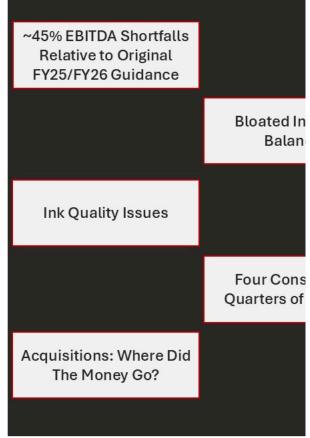


While AstroNova has underperformed the median benchmark to a lesser degree over 5 years, this is due primarily to the skewed starting point (Mashares plummeted during the early days of COVID, when air travel was essentially halted. On a longer-term basis (next slide), ALOT has underper



AstroNova has dramatically underperformed even its worst-performing peer over the past 10 years. As previously shown for each director, periods years, and almost 14 years also show dramatic underperformance.



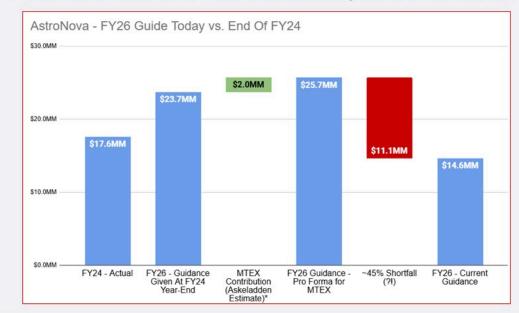




\*AstroNova did not provide profitability guidance, but they guided to \$8 - \$10 million in revenue and repeatedly referenced MTEX's low costs margins, so here we use an estimate of 15% EBITDA margins, slightly above the company's 13.5% midpoint guidance. A different assumption materially impact the analysis: MTEX was expected to contribute profits, so FY25 results should have been above original guide.

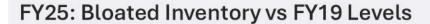
#### **OPERATIONS**

#### FY26 EBITDA: Also ~45% Shortfall, 17% Below FY24!



- FY24 Year-End: "100 b improvement" upon F EBITDA margins
- Implies ~\$23.7M in FY
- MTEX acquisition sho revenues in full year v growth" and "handson
- FY26 guidance today in \$14.6M - 45% shortfal FY24 communication, below FY24 actual rest partial benefit of ~\$3N restructuring

\*AstroNova did not provide profitability guidance for MTEX, but they guided to \$8 - \$10 million in revenue for the partial year FY2025, "significe expectations, and repeatedly referenced MTEX's low costs and "handsome" margins, so here we use an estimate of \$2M for MTEX in FY2026 assumption would not materially impact the analysis: MTEX was expected to contribute profits, which should be additive to original FY26 gr





ALOT filings disclose "da on hand" metric.

Multiple promises since reduce inventory... but a FY25, it remained near-p

INVENTORY DAYS ON HA INCREASED BY ADDITIO FY26.

Despite excess inventor was somehow still short aerospace components

How many times will CE cry wolf?

Bloated inventory balances of \$51.5M at 10-Q exceed total indebtedness and represent an incredible 70% of the market of Improving inventory turns to FY19 levels would free \$15 - \$20 million in cash to reduce debt and invest behind key strategers.

#### **OPERATIONS**

# FY2023 – Present: Inventory Reduction Promises Broken

AstroNova's inventory days on hand have ballooned from 113 in 2014 to 175 at YE FY25 and 185 Q1 FY26, failing to normalize post-COVID despite repeated management promises, highlighting poor operational control and negatively impacting cash flow and debt reduction.

#### FY2014

#### **Baseline Inventory**

Inventory days on hand at 113 days when Greg Woods became CEO on February 1, 2014, representing the starting point for operational performance evaluation.

#### FY2023

#### Post-COVID Peak

Inventory days peak at 176 days due to COVID supply chain challenges. CEO promises: "We're starting to work our inventory down... it's definitely higher than what we need [...] we have good, reliable supply..."

#### FY2025

#### Inventory Days Return To Peak

Form 10-K discloses 175 days of inventory on hand at year-end – essentially equivalent to peak and >40% above pre-COVID baseline.















#### FY2019

#### Relatively Stable Inventory

Inventory days on hand rose to 120 days, but remained relatively consistent with prior years.

#### FY2024

#### **Failed Destocking**

Inventory balances remain elevated at 168 days. Yet more promises are made to reduce it.

#### Today: More P

#### Woods Cries \

CEO Greg Wood 2025: "we're tak action to reduce improve cash flo inventory reduce

Q1 FY26: inventorspike to 185 day

#### **OPERATIONS**

### Ink Quality Issues: FY22 – FY24

Manager at competitor Afinia told us that Memjet ink quality issues took them only six months to resolve – why did it take AstroNova so much longer?

#### Q4 FY2022

#### First Disclosure

AstroNova first discloses elevated warranty costs, although problem started early in the fiscal year. CEO Woods: "the solution has been put in place... and kind of putting that behind us," with only a few machines left to repair.

#### Q3 & Q4 FY2023

#### **Mounting Costs**

Q3 10-Q discloses 11% y/y revenue decline (>\$3 million) attributable to ink issues. CEO Greg Woods cites three financial impacts:

- Lost ink sales (offline)
- Cost of replacing ink
- Warranty / repair costs

#### FY2024 Year-E

#### Printers Finally

The issue is finally although not befo damage (per 10-K) the company never single figure of the estimate millions costs and tens of lost revenues basidisclosures.

#### Q2 FY2023

#### **Issue Persists**

Certain customer printers remain offline. AstroNova's technical team is "aggressively working in the process of retrofitting the affected printers to quickly return them to full operating condition."



#### Restructuring Program

Product ID revenues continue to be "tamped down" due to quality issues. Company announces an "acceleration of the ongoing printer retrofit program."



DELAYS

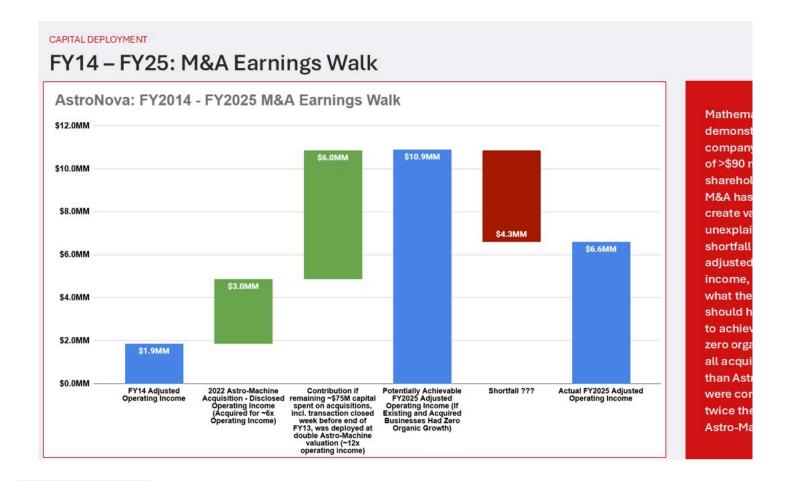
#### FY25: Four Consecutive Quarters of "Delays"

Just like the ink quality issues that were supposed to be fixed soon after FY22...

... "delays" are cited as excuse during every quarter of FY2025

- Q1 FY2025: Aerospace segment sees \$3 million revenue shortfall due to component shortages which delayed shipment and repair of certain aircraft printers. Blamed on suppliers who could not deliver product on time – how are they short on critical components despite bloated inventory balances?
- Q2 FY2025: CEO Woods blamed MTEX's very low revenue contribution on integration delays blaming MTEX's entrepreneurial culture and lack of processes (which AstroNova should have foreseen during due diligence)
- Q3 FY2025: Boeing strike "delayed shipments" and noted that during Q4, they had started shipping a "delayed" large inkjet printer order.
  - Optimistic outlook for Q4: "With the strike now resolved, we're ramping shipments back up, and we expect stronger sales volume as we close out fiscal 2025."
- Q4 FY2025: company-wide revenues declined sequentially from Q3 to Q4 by 7.5%; PI by 2.5% and Aerospace by 17%. Adjusted EBITDA declined sequentially by 13.5%. Results blamed on "delayed defense order" and "deferred deliveries associated with the Boeing strike."
- FY2026 guidance: the PI segment would "not perform strongly out of the gate," with improvements expected during "second half of the year."

AstroNova's co pattern of blar poor quarterly highlights syst failures and la accountability Woods.



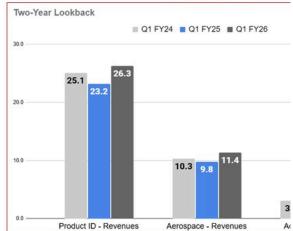
#### GOVERNANCE

# Lack of Accountability or Self-Reflection

#### AstroNova's Q1 FY26 Presentation: Zero Accountability

- Mr. Woods had the audacity to cite "value-generating M&A" as positive for "strategy execution" in Q1 FY26, a quarter after experiencing a covenant breach (lender subsequently agreed to waiver), recording a \$13.4M (~70%) goodwill impairment on the MTEX cash outlay, and discontinuing 70% of MTEX's product line.
- Mr. Woods boasts about double-digit y/y revenue growth without acknowledging that Q1 FY25 saw meaningful revenue declines. On a 2-year basis, growth is modest, and Q1 FY24 results were already burdened by previouslydiscussed ink-quality issues that reduced high-margin ink sales.
- Mr. Woods boasts about double-digit y/y growth in "adjusted operating income" – but again, Q1 FY25 saw significant declines from an itself-weak Q1 FY24; Adjusted EBITDA is flat to Q1 FY24 levels.





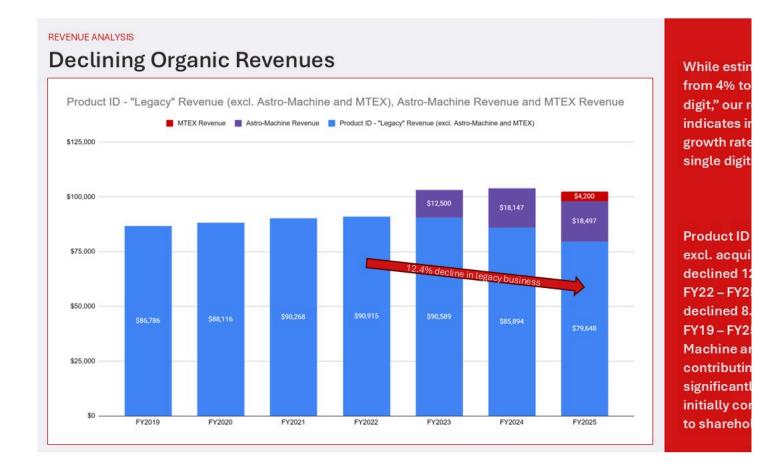
# SECTION 1.4: Broken Go-To-Market in Product ID

"Dinosaur" marketing strategy.

Competing with channel partners.

Providing customers poor service and quality.





#### LEAD GENERATION

# Trade Show Reliance and Lead Generation Failures

#### Excessive Reliance on Trade Shows and Impact of Pandemic

- CEO Greg Woods: "Pl... relies heavily on trade show participation." He frequently mentions trade shows on earnings calls.
- In June 2024, Woods expressed excitement about "leads" and "deals" generated via MTEX-ALOT joint booth at Drupa. FY2025 subsequently saw substantial revenue declines for both legacy ALOT and MTEX.
- Many industry veterans and former AstroNova employees highly critical of AstroNova's reliance on trade shows.
- Former ALOT sales director: "trade shows are [...] not just outdated, they are also extremely expensive."



Former Domino Printing executive on trade show

"[Trade shows] are quite old-fashioned, aren't ti all digital marketing now. It's easy to fall into the approach, thinking that what worked for 30 years continue to succeed."

#### MARKETING

CEO Ignores Pleas From Sales Organization – Where Is the Board as Leads Dry Up and Sales Decline?



#### Former AstroNova Employees Complain About Resistance To Change

Former AstroNova sales manager: "I was vocal about the lack of leads, as vexhibitions, which were shut down due to Covid-19. When exhibitions resure was low. We hired an external agency for leads, but the results were poor... agency doing cold calling for us, which provided some leads, but the result negligible. This led me to believe that we need to be where people are looking.

Yes, you could go to exhibitions, but nine times out of 10, if you're a busines print your own labels, what are you going to do in this day and age? You're git, right?

[My manager] and I both interviewed a candidate on Upwork [with experier pushed it, and it happened, but we were up against a marketing person [...] one stopping all of this."

Samir Patel: "you're saying Greg Woods wants to go to these trade shows regard VP of sales and the people who are actually selling and trying to generate leads [...] when people in the organization who are selling to customers are saying the effective way to generate leads."

Former ALOT sales director: "Exactly. I would certainly go that far."

#### GO-TO-MARKET

## Three Key Revenue Generation Problems

# Direct Salesforce Competing With Channel Partners

- Multiple industry sources state AstroNova frequently poaches sales from dealers / resellers
- Strongly disincentivizes sellers –
   Afinia has much stronger channel approach with far fewer resources
- Tried to sell white-labeled OKI products jointly with OKI sales reps while undercutting them on price, so OKI reps took the business back

#### Lack of Clear Focus and Market-Specific Strategies

- Former employees and industry veterans suggest AstroNova unable to cover the whole European and Asian market
- More fragmented (culturally, linguistically, etc) than U.S. – need strong local partners
- AstroNova now sells products from low 4 figures to mid 6 figures – very different market segments

#### 3 Increasing Direct a Competition For S

- While AstroNova has evolve, the industry
- Rise of digital printin traditional advantag tabletop printers vs. commercial printers
- Other companies ha new products
- Current TrojanLabel "AstroNova recently new printer, but it did special."

"I think they are struggling to grow because they're not quite sure what they are." Former SVP, Memje

#### CUSTOMER EXPERIENCE

#### **Quality & Customer Service Deficiencies**

#### A TrojanLabel Customer's Experience

- "When there's a problem, my assumption, whether fair or not, is that I'm not going to get any help. [...] It's definitely gotten worse. The woman [here locally] is good. She's very capable and will deal with the problems, but she often has to escalate issues, and that's where the chain of communication seems to break down."
- "We're used to dealing with white lines now. It's annoying [...]
  We only call AstroNova for more extensive problems, like
  when the printer isn't working, won't switch on, or shows
  unfamiliar errors. For day-to-day minor printing errors, we
  accept them as part of the machine's limitations."
- "I think [my sales manager] had a lot of frustration with AstroNova [...] Every time we called, it was me complaining, and he'd say, "Don't worry, you're not the only one today."



Former Quality Manager at AstroNova: "At the end of every quarter, if there were quality issues [...], they can their best but when it came down to making a shipmer revenue, that was priority and that was the culture. [... functioning even marginally, it was a shipment, it was

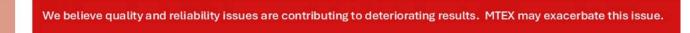
(Note: we believe he was referring more to Aerospace but speaks to company's quality culture.)

**QUALITY & CUSTOMER SERVICE** 

## Labels as Low Cost, High Cost-of-Failure Products

Labels cost pennies but can shut down a customer's operation and impact millions of dollars of product v

- Labels are required to sell products for product-identification, regulatory compliance, and retail acceptant
- TrojanLabel customer experiencing ongoing quality issue when we called him: "We have 400,000 unusable
  nothing left for next week. Imagine having a warehouse that's about to shut down. [This issue] first surface
  a half or two years ago, got fixed, and then randomly unfixed again [...] This has happened multiple times. N
  with no labels, and I have a busy warehouse behind me. I'm in trouble."
- AstroNova's failure to prioritize quality and customer relationship management threatens long-term loyalty recurring consumables revenue streams crucial for sustained profitability
- "Situations like this are stressful and pose a major risk. Can I afford for this to happen again? Incidents like
  incentivize business owners to explore other options. It doesn't mean I'm necessarily going to switch, but [
  the factors that drive people to look at alternatives. [...] Everyone's competing for my business. I haven't ha
  far, but I am aware there are new models in the market. For me, it's about the right time to make that move.



# SECTION 1.5: AstroNova's Excessive Reliance on Memjet: Strategic Risks and Governance Failures

AstroNova's Board fails to diversify away from key supplier, instead doubling down in 2022 via acquisition.

Then they make a poorly thought out, risky acquisition to accomplish the exact opposite in 2024.



#### PRINTHEAD STRATEGY

# Strategic Importance of Printheads in Industrial Printing

SELECTING PRINTHEAD SUPPLIERS: A KEY STRATEGIC DECISION FOR INDUSTRIAL PRINTING COMPANIES



#### **Key Components of Industrial Printers**

- Printhead: The core technology that deposits ink onto various media, determining print quality and consumable compatibility.
- Ink Delivery System & Electronics:
   Controls ink flow and precision, often
   integrated with printhead technology,
   essential for print consistency and
   efficiency.
- Material Handling System: Mechanism that feeds media (labels, cardboard, wood) through the printer; largely independent but essential for overall operation.



#### Razor/Razorblade Model and Re

- In the industry, 70-80% of up to 95% of profits are di aftermarket sales (ink, me over printer lifespan (3-7+
- AstroNova's FY2025 Prod Identification segment: 82 comes from recurring cor with only 18% from hardw highlighting annuity-like re streams. 30% from ink.
- Ink is typically locked to s printheads and suppliers, long-term aftermarket rev limiting customer switching

RISKS

**Industrial Printing - Printhead Providers** 













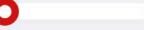
Many companies sell printheads for industrial applications. AstroNova's CEO and Board made a series of intentional decisions to double down o

#### SUPPLIER CONCENTRATION

# AstroNova: History with Memjet

AstroNova doubled down on Memjet as a key supplier by acquiring Astro Machine – a Memjet OEM – while experiencing persistent ink quality issues with certain TrojanLabel printers which were based on Memjet technology.

2016 2017 2021 - 2022 2022







#### QL-800: First Memjet Product

We believe QuickLabel products were historically primarily based on Canon printheads. In 2016, AstroNova introduced the QL-800, which a former Senior Vice President at Memjet referenced as AstroNova's first Memjet-based product.

#### AstroNova Acquires TrojanLabel

TrojanLabel produces larger, higher-volume printers that consume more ink.
TrojanLabel produces
Memjet-based equipment.
AstroNova must purchase and resell Memjet ink to its
TrojanLabel customers.

#### **Ink Quality Issues**

Certain TrojanLabel printers face quality issues with Memjet-sourced ink that render them unable to operate. Customers call it "crystalline ink contamination issue." AstroNova promises shareholders a quick fix (discussed in more depth later.)

#### Astro-Machi

In August 2022 unresolved qua with Memjet-b TrojanLabel ma AstroNova spe acquire Astro N According to M Astro Machine Memjet custor Memjet was "ti predominant p

#### STRATEGIC RATIONALE

# Missed Opportunity: Epson's Unlocked Printhead Technology

#### Epson's Unlocked Printhead Advantage: Lower Ink Cost...



Epson offered AstroNova a piezo printhead system that allowed multi-sourced inks, enabling cost savings and margin expansion by avoiding supplier lock-in on ink pricing. "We offered to AstroNova... [Epson] printheads with no commitment for ink. They could find their own supplier... they could achieve higher margins because there wouldn't be Epson or HP or Memjet putting their margin on top of the ink."

#### ... But Higher Up-Front Equipment Price



Epson manager believes AstroNova chose not to utilize Epson tenhigh up-front equipment price (\$200K-\$300K), high development lack of technical talent / internal expertise in areas adjacent to the such as the ink delivery system and electronics.

AstroNova later decides to enter the high-priced equipment market anyway, with the acquisition of MTEX.

PRINTHEAD USAGE

### AstroNova Relied On Memjet For Technical Expertise

#### **Epson Manager Shares Key Insights**

- "Their knowledge of inkjet, how to optimize an ink, how to get it to jet properly, all the technology that goes into how to do an ink delivery system, it was all given to them by the manufacturer."
- "Their technology base is not very good. I'm in the business. I grade my customers on their technology ability and I would probably give them a two or three out of five points."
- "I think they were planning on moving in the upward direction more high end equipment range and get their cost of printing down by hiring this person, but then when they went through some hard times, ended up laying him off. To me, that was their key person as far as their inkjet technology ability, was this person who ended up leaving the company."
- "Piezo is much more complicated. Memjet, for example, makes it pretty easy. They supply the
  printhead ink system, the electronics, everything goes in. You just take this unit and you put it on
  top of the media handling equipment that in a lot of cases is made by AstroNova or TrojanLabel
  [...] we did not offer a print bar or print unit that could do that."

AstroNova's C failed to devel technical taler remained over their supplier ( this expertise. the employee manager perco best technical inkjet technologi INDUSTRY TRENDS

# **Industry Trend: Democratization of Printhead Technology**

Emerging global integrators are reshaping printhead technology development and supply



A former Domino executive explains:

- "A significant change in the last 10 years, maybe less, is the rise of integrators marketplace. These aren't the traditional names; they're using print heads fro Sanyo, and others, and providing an ink system that works with those print he adding lower-value components themselves."
- "Many Far Eastern integrators are now involved in the business. Domino has
  of them, and the cost to develop something with them as an integrator is mu
  doing it in-house."
- "[we worked with one who] is flexible and agnostic regarding which printhead with access to various suppliers. Their expertise lies in the backend of the eq such as the ink system and software integration."

We believe that if AstroNova lacked in-house expertise, they could have worked directly with third-party integrators.

# SECTION 1.6: MTEX Acquisition Failures

Lack of due diligence and integration plan leads to:

Covenant breach.

Nearly 50% loss in market value.

70% impairment on cash outlay less than 1 year after deal.



# AstroNova Acquires MTEX

#### **Acquisition Details and Initial Description**

- May 2024: AstroNova acquires MTEX for \$18.7 million upfront cash plus assumption of certain debt and additional contingent consideration.
- MTEX described to shareholders as a "technology disruptor" with "handsome margins" expected to drive "significant" revenue growth.
- MTEX moves AstroNova into higher-volume printers costing six figures, <u>aims to</u> <u>diversify away from Memjet printhead</u> <u>reliance (which company doubled down on</u> <u>two years prior)</u>



### MTEX Technology: Questionable Origins, Ongoing Competition

- According to an Afinia executive, MTEX partnered with Chinese company UPG to jointly develop products based on printheads not directly sourced from HP, but instead found on the open market – potentially refurbished.
- Afinia executive: "I think the big thing is to look at their relationship and how things go with the UPG Group. It makes the situation a bit difficult for other people to engage with AstroNova [...] when they know the Chinese can come in and probably sell it for five grand less."
- We believe AstroNova has subsequently established a relationship directly with HP for these printheads
- Why did AstroNova need to buy MTEX? Why could AstroNova not simply have worked directly with HP and an integrator to develop its own product?
- This Chinese supplier, UPG, continues to market similar products on its website to those AstroNova recently launched – so how "proprietary" are these products, really?
- Other companies could seemingly utilize the same technology, but have chosen not to...

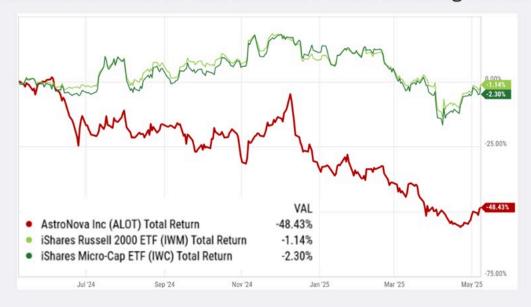




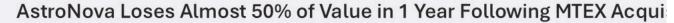
UPG continues to market on its website. For examp M330 Label Printer" appeal identical to AstroNova's reQL-425 / 435. As further c beyond visual similarity, reprochures appear to cite similar technical specifical

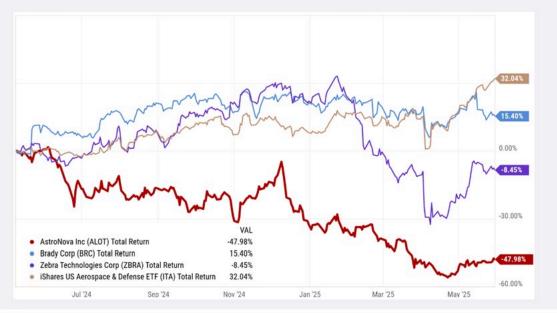
AstroNova / MTEX 'Disruptive' Technology: Just a click away in Shanghai?

# AstroNova Loses Almost 50% of Value in 1 Year Following MTEX Acqui



The MTEX acquisition severely damaged AstroNova's financial health with a \$13.4M goodwill impairment, ongoing o and a covenant breach / event of default due to increased debt and lower profitability. Liquidity critically limited at you with under \$4M available on the credit facility, threatening operational flexibility.





The MTEX acquisition severely damaged AstroNova's financial health with a \$13.4M goodwill impairment, ongoing of and a covenant breach / event of default due to increased debt and lower profitability. Liquidity critically limited at you with under \$4M available on the credit facility, threatening operational flexibility.

#### FINANCIAL IMPACT

# Expectations vs. Reality: MTEX Financials

MTEX acquisition led to major revenue shortfalls, losses, and liquidity issues within one year, highlighting poor governance and risk management.

# Q1 FY25 Q2 FY25 Q3 FY25 Q4 FY25 O O O

#### **High Expectations**

Expected \$8 - \$10M in revenues from MTEX in FY2025 with "handsome" margins and "significant" future revenue growth

#### **Poor Initial Performance**

MTEX generates less than \$1 million in Q2 revenue and \$1.4 million in operating loss. CEO Greg Woods blames "entrepreneurial private company" but states AstroNova has built a "strong MTEX product backlog [...] which will enable [MTEX] to meet our targeted revenue contribution"

#### **Continued Challenges**

MTEX generates \$1.7 million in Q3 revenue and \$1 million in operating loss. AstroNova seeking "potential remedies from the seller" due to "certain details that appear to be inconsistent with the information originally provided"

\$13.4 million impairment re than a year af 70% of MTEX' portfolio disce described as Debt covenan due to higher earnings, trigg default; waive Credit facility below \$4M, se liquidity and fi

flexibility.

Year-End Im

#### GOVERNANCE

## Selected MTEX Due Diligence Failures

#### Key Red Flag

 MTEX product line newly developed and unfocused/disparate

**Immature Product Portfolio** 

 Less than one year later, AstroNova discontinues 70% of MTEX's product line, described as "lowprofit"

#### Different Market Segment & Business Model

- MTEX participated in new market segment (large, expensive machines) AstroNova had no experience in
- Very different business model with far less focus on consumables / ink annuity stream

#### Reliability and Support Con

 Small, rapidly-growin seemed to lack adeq and support for custo reliability issues cited by multiple sources ( Memjet, Afinia, etc)

#### Industry Insight

"One minute, MTEX is making a Trojan Two
Compact competitor, then moves into an
overprinter, then [...] UV cabinets for clothing
during COVID [...] back to trying to extend into
more expensive, higher markets in terms of the
packaging segment, it seemed like a very rich
price, given [...] less maturity and [...] a very fluid
product portfolio."

— Former SVP, Memjet

"Above \$200,000, you start to become more of a competitor target for [...] billion-dollar OEMs." — Former SVP, Memjet

"The business model of MTEX was [...] completely different, they [...] sold the ink extremely cheap. In reality, they didn't even care where the customers bought their ink."

- Former Sales Leader, AstroNova

"Printer printheads require maintenance and sometim replacing. Due to the learni were doing things wrong an own printheads. This was a the clients and MTEX, and v money."

- Former Sales

CEO Greg Woods told us the timing of the trade show DRUPA and AstroNova's belief in the presence of a competing bidder for "extra pressure" and resulted in AstroNova "accelerat[ing] some things we typically wouldn't accelerate" in their due diligence

INTEGRATION

# MTEX - Lack of Cultural Integration Plan

A former C-level executive at Afinia, who worked extensively on-site in Porto while trying to develop a partnership, told us that MTEX was "freewheeling" and "unorganized," with a lack of process, procedure, and focus that made them difficult to work with.

We believe AstroNova failed to recognize the distinct cultural differences between its East Coast US operations and MTEX's base in Porto (city in northern Portugal), as well as MTEX's specific startup culture. We believe the lack of an integration plan led to operational friction, workflow clashes, and integration delays that severely impacted performance in all aspects of MTEX's business.

#### Cultural Clash Between Teams

"MTEX wasn't ready to embrace it fully. [...] the American way of working—fast-paced and organized—wasn't aligned with MTEX workflow and culture. The team wasn't prepared for the challenge at that time. We were caught off guard and couldn't keep up with marketing, production, manufacturing, and development. [...]

I don't think they [AstroNova] were aware of the labor culture in Portugal, especially in the north. From my perspective, they didn't care. It was just about meeting targets. They would ask, "Can you do it?" and we would say, "Yes, we can." In the end, you saw the results. [...]

I didn't have much opportunity to spend time with AstroNova's leadership. Honestly, I only saw them a couple of times and exchanged a few words."

-- Former MTEX Sales Leader





#### CHALLENGES

# Headwinds to MTEX Technology Adoption

MTEX technology adoption faces critical barriers in perception, reliability, and installed base dynamics, impacting AstroNova's growth potential.

#### Is The Technology Actually Differentiated?

#### Former sales leader at AstroNova:

"I won't perceive this print technology as specifically good. I don't think it is really. It was a different vendor, different ink technology, different printer technology. Other than that, I don't see any big advantages over the print technology that already exists from the likes of Canon or OKI or whatever. It's basically very cheap. It's more of a desktopstyle printhead from HP."

#### Reliability Concerns May Slow Adoption

TrojanLabel customer: "AstroNova recently showed me a new printer, but it didn't seem special. I haven't delved deeply into it to be honest."

We asked if he wants to be an early adopter; his response: "Not particularly. I prefer to see that it's working first. A business of my size doesn't have the resources to deal with those kinks. New technology often means you're essentially beta testing it for someone else. I've learned my lesson and been burned several times in the past. I always wait a bit to ensure the kinks are ironed out before committing."

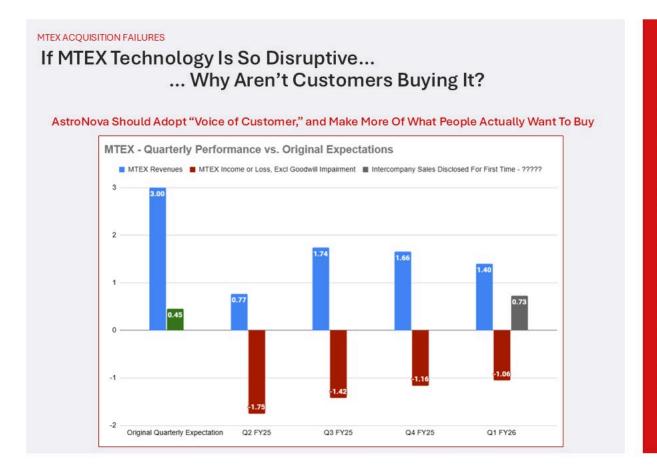
#### Installed Base Slows Adoptio

- AstroNova's 10,000+ printer generates 82% recurring rev a slow replacement cycle.
- Typical printer lifespans of 3 potentially delay full MTEX a 2030 or later, postponing fir benefits.

MTEX technology faces key adoption challenges such as reliability concerns and a slow installed base replacement cycle. These factors limit AstroNova's profitability potential from the acquisition.



Careening from excessive reliance on Memjet to excessive reliance on potentially poor-quality, immature MTEX technology.



Despite being potechnology disrufailed to demonst acceptance of its alone profitabilit "significant growfailed to come arroriginal expectat acquired (\$8 - \$1 remainder of fisc "handsome" ma

Before making a bet on MTEX tech believe AstroNov question why exi products are fail customers.

Q1 FY26, for the confusing disclo ~half of MTEX's r "intercompany s sales to end-cus half of disclosed

#### CHALLENGES

# Risky, Bet-The-Farm Strategy: Governance Careening From Bad to Wo

From the frying pan to the fire: AstroNova is moving away from Memjet and replacing it with... a technology known in the marketplace to be unreliable.

#### Why Multi-Sourced Inks May Be Problematic

"Epson, Canon, and HP optimize their inks for these print engines. When you source your own ink, you need to do extensive testing to ensure it doesn't damage the print head. [...] if you [...] have multiple sources [...] what happens when those inks mix [...] how do they react? Do they lessen the life of the print head or burn it out? There's a risk involved. [...] Companies like HP and Epson test for years and spend millions of dollars." - C-Level Executive At Afinia

"Printer printheads require constant
maintenance and sometimes even need
replacing. Due to the learning curve, clients
were doing things wrong and ruining their own
printheads. This was a big problem for the
clients and MTEX, and we were losing money."
- Former MTEX Sales Leader

#### Why Afinia Walked Away from MTEX Partnership

"We were not comfortable putting our name on it. Afinia is a well-recognized name in the industry for our products, quality, service, and the support we provide both pre-sales and post-sales. After a year and a half [...] we [we]re not at the comfort level needed to ensure its viability in the market and its true commercialization."

- C-Level Executive at Afinia

#### Support and Maintenance Challer

"The print head on [the Trojan T2-C complicated than an HP that's been market. [...] Once you install the ne you have to go through an alignmer align all the jets. It's complicated. I something someone making labels jellies can do without training. [...] I unlike just dropping in a cartridge of head or even an HP head. Those whe equipment expect it to run 24/7. If i someone from AstroNova will need plane or in a car to go there and fix

- C-Level Executi

AstroNova isn't just doubling down on a failed acquisition – it's making it the foundation for its entire future.

#### **GOVERNANCE AND ACCOUNTABILITY**

### Frontline Employees Pay, Failed Leaders Stay

In the Wake of Covenant Breach and Ongoing MTEX Losses, 10% of AstroNova's Global Workforce Laid Off

Dozens of AstroNova employees – through no fault of their own – lost their jobs due to poor governance. Given predictable installed-based dynamics and high recurring revenue, AstroNova should be a growing company that provides bonus, profit-sharing, and career-growth opportunities.

#### AstroNova 10-Q:

"On March 20, 2025, we announced our restructuring actions for fiscal 2026, which include the reduction of approximately 10% of the Company's global workforce, primarily in the Product ID segment."



Why must shareholders and employees bear the brunt of the CEO and Board's mistake?

#### CONCLUSION

#### MTEX SUMMARY

AstroNova's MTEX acquisition has led to massive shareholder value destruction, exposing critical governance failures and flawed strategic judgment. Immediate board refreshment and enhanced governance are essential to restore accountability and drive sustainable growth.

The MTEX acquisition has revealed severe weaknesses in AstroNova's governance, risk manag strategic execution. This final summary encapsulates the devastating financial impact, key go and misguided strategic assumptions that have eroded shareholder value and confidence.

#### Value Destruction

- AstroNova's share price declined nearly 50% in following year, dramunderperforming peer groups and industry benchmarks. The \$13.4 impairment accounted for over 20% of market capitalization and mc MTEX's cash purchase price, reflecting a massive write-down of capi
- Operating losses from MTEX, coupled with increased debt, caused ε breach and an event of default, severely constraining financial flexible

#### Governance Failures

- Accelerated due diligence driven by external pressures compromise assessment, leading to a poorly informed acquisition decision. The identify MTEX's immature product portfolio, reliability issues, and we support, reflecting inadequate oversight and risk management.
- Seeming lack of long-range planning decision to spend \$20M+ of st capital to enter an unfamiliar geography and unfamiliar market segment reliance on key supplier (Memjet) less than two years after doubling exposure via Astro-Machine acquisition. The Board seemingly failed other options that could have diversified technology base with less remainders.

#### Strategic Missteps

- Extensive evidence of immaturity and unreliability of MTEX's core tec
  has failed to achieve market acceptance (revenues) yet AstroNova
  the company on it. A balanced and diversified strategic focus beyon
  is critical to accelerate recovery and enhance profitability.
- Shareholders should demand board refreshment, implement rigorou reforms, and insist on transparent, accountable leadership to safegu interests.

# SECTION 1.7: Governance Failures

No long-term planning.

Conflicts of interest.

Absent hands-on oversight and lack of relevant expertise.

Poor risk management.

Lack of internal controls and due diligence.

No self-reflection on six years of missed targets.



#### GOVERNANCE

Accountability

# Comprehensive Failure of Key Governance Areas

#### Strategic · AstroNova Board doubled down on key • Product ID revenues suffer organic declines Direction, supplier Memjet via 2022 acquisition of Astro due to quality issues and lack of leads Board Machine, then abruptly pivoted to acquire Industry participants criticized "dinosaur" Effectiveness MTEX in 2024 to diversify away from the very marketing strategy and incoherent, self-Memjet reliance they just deepened defeating channel partner management Ignored peer best practices in printhead Board seems disengaged and several diversification - no balanced strategy, no longmembers lack recent or relevant experience term roadmap 4. Risk Management and Capital Stewardship Failure 5. Lack of Internal Controls and Due Diligence Execution, · AstroNova now plans to migrate its core Controls, and

product line to unproven MTEX technology that

even partner Afinia refused to commercialize

No integration or contingency plan for MTEX

Excessive leverage led to covenant breach

could have been forced to seek rescue

financing

and event of default - without lender waiver,

1. No Strategic Vision, No Long-Range Planning

Prior disclosed internal controls deficiency

2. Absent Hands-On Oversight + Relevant Expertise

- CEO admitted MTEX due diligence was rushed
- Industry participants highlight foreseeable challenges with MTEX – poor cultural and business model fit, quality/reliability issues
- · 70% writedown and discontinuation of 70% of product line less than 1 year after acquisition

#### 3. Interlocked Relationships + W

- Richard Warzala was Greg colleague in the 1990s
- Mitch Quain on Board for Board that appointed Woo
- Alexis Michas served on A Board, where Warzala is C

#### 6. Lack of Reflection on Six Year

- Eight STIP targets set from had 0% achievement; rema 26.7%, and 62.8%
- If internal targets are const issue is not incentives - it is execution, and leadership continues to double down failed strategy

This is not just abysmal performance - it's failed governance. The time for change is now.

# Interlocked Board Relationships: Value-Destroying CEO Greg Woods Wields Excessive Influence



Quain on ALOT Board since 2011 – part of Board that appointed Woods CEO



Greg Woods
11-year track record of ALOT
shareholder value destruction

Michas served as director of Allied Motion from 2015 – 2017, where Warzala is CEO and Chairman



Alexis 3-year track shareholder





7-year track shareholde

Mitch Quain
Nearly 14-year track record of ALOT shareholder value destruction

Removing Greg Woods and his allies from Board is necessary to restore objective governance and independent oversight

GOVERNANCE

# Recent Board Appointment Dynamics



The appointment of Darius
Nevin to AstroNova's Board
amidst an ongoing proxy
contest highlights the Board's
resistance to shareholder
engagement and raises
concerns about his
independence and lack of
recent operational experience,
undermining effective
governance and accountability.

# Proxy Contest Context and Board Response

- Darius Nevin was appointed on March 28, 2025, just days after Askeladden nominated its slate of directors.
- AstroNova's Board repeatedly ignored
   Askeladden's requests to engage in dialogue for mutually agreeable director additions.
- The Board's lack of response and apparent disinterest in even attempting to negotiate demonstrates a dismissive, callous attitude toward legitimate shareholder concerns.
- This resistance led to an expensive, distracting proxy contest (\$1M expected expenditure) that diverts focus from improving company performance.
- The Board seems unwilling to consider constructive shareholder engagement and input.

#### Concerns About Nevin's Independence

- Nevin's appointment appears strategi dilute Askeladden's influence on the I increasing its size.
- His selection by the incumbent Board alignment with existing management independent judgment.
- Lack of transparency around his select fuels skepticism about genuine indep
- The Board's failure to engage a conce shareholder before appointing Nevin trust in governance practices.
- Investor confidence is weakened by p entrenchment and lack of openness t

GOVERNANCE

# Expertise Gaps: Mr. Quain and Ms. Schlaeppi Lack Relevant or Recent Experience

We believe these Board members have little to offer AstroNova

#### Mitch Quain: Retired

 Mr. Quain has not held any direct operating roles since the COVID pandemic. We believe he may lack hands-on knowledge of key trends affecting businesses today, and AstroNova faces a rapidly evolving competitive and buyer-behavior landscape



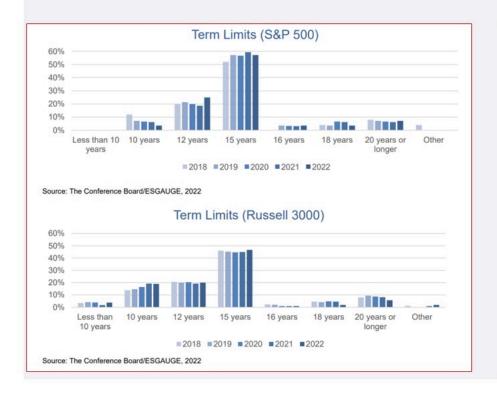
#### Yvonne Schlaeppi: Lawyer

- Currently serves as the Managing Partner of Stratevise, an "international strategic advisory firm" – and AstroNova's recent strategic decisions appear poor, out-of-date, and internally inconsistent.
- Previous experience includes General Counsel roles as well as a Partner role at a law firm, with a JD from the Columbia University School of Law, with no roles we can identify in the areas where AstroNova seems to be struggling, such as sales and operations.
- Ms. Schlaeppi's primarily legal experience lacks relevance to the challenges AstroNova faces today



#### BOARD REFRESHMENT BEST PRACTICES - PEER ANALYSIS

# Several Board Members Approach or Exceed Peer Term Limits



"As of July 2022, 57 percent of S&P 500 compolicy require board members to step down service, and 25 percent set the term limit at percent of Russell 3000 companies set the tyears and 20 percent at 12 years."

- 'Board Refreshment and Evaluations,' Hard Forum on Corporate Governance, by Matted Director of ESG Research at The Conference

Mr. Quain has served for nearly 1 Mr. Woods for 11 years.

Both share a history of underperf shareholder value destruction at

## **SECTION 2:**

# BUILDING A BETTER ASTRONOVA ...

# ... THROUGH BETTER GOVERNANCE

AstroNova's best days are still ahead – but not with the current Board.



**BOARD RENEWAL** 

## The Right Slate for the Moment

Each Askeladden nominee has a unique skillset that addresses a key current failure of AstroNova.

Mr. Patel brings extensive financial and strategic analysis, capital allocation, and deep research capabilities to AstroNova, and has committed to not accept any cash or stock compensation for serving as a director of AstroNova: his sole motivation is restoring value for his clients and all ALOT shareholders.

Expertise in Culture, Integration, and Portuguese: Boyd Roberts, VP Corporate Development – Franklin Covey



- Fluent in Portuguese (practices weekly) – can speak MTEX employees' language, literally
- Led integration of key acquisition; has driven significant revenue growth for multiple PnLs at Franklin Covey
- Highly regarded for cultural leadership with exceptional employee Net Promoter Scores

Expertise in Turnaround, Cash Flow, Accountability: Jeff Sands – Founding Partner, Dorset Partners LLC



- 3-time winner of "Turnaround of the Year" Award
- Drove performance improvement at multiple Aerospace businesses, including \$100M supplier to Boeing
- Proven techniques to rapidly improve margins and cash flow; used to high-pressure, immediate-accountability environments where there is no time for excuses

## Expertise as Public CEO, CFO, Board Member Ryan Oviatt – VP of Strategy & Integration, CE



- Drove organic growtl industrial products bu challenging, cyclical e recurring revenue – bu relationships, succes introduction, and buil to diversify into new vi-
- Helped consummat CECO, after negotiati cash 60% premium to

#### Expertise in Governance, Strategy, Capital Alle Shawn Kravetz – President, Esplanade Capital



- Experienced micro strategy consultant
- Public Board expe Chairman of Corpo Nominating Commi company successfi buyer; recently app Board of publicly-tr Holding Corporatio
- MBA from Harvard

Skills Matrix: Askeladden Slate						
	Jeff Sands	Ryan Oviatt	Shawn Kravetz	Boyd Roberts	Samir	
Corporate Strategy	☑	✓	☑	☑	L	
Turnaround / Deep Cyclical Operating Expertise	☑	☑				
M&A	☑	☑	☑	☑		
Experience in Public Board, Leadership, or Audit		<b>∠</b>		☑		
Go-To-Market Leadership / Driving Revenue Growth	<b>✓</b>	✓		✓		
Capital Allocation and Risk Management	<b>∠</b>	✓	✓	☑		
AstroNova's Largest Shareholder					E	

The Askeladden slate has the complementary expertise and motivation to rapidly improve governance at AstroNova to drive value shareholders plagued by years of poor TSR and abysmal governance.

## Our Case Meets Every Standard For Board Change

	Condition Met?	Explanation
Prolonged TSR Underperformance		ALOT shares have significantly underperformed all tenure of all pre-2025 Board members
Poor Operational Performance		Bloated inventory, persistent ink quality issues, dec revenue in PID, profit margins below FY2
Governance Red Flags (Board Interlocks)		Web of relationships with CEO Greg Woods at t
Nominees Have Relevant, Needed Experience	<u>~</u>	Complementary slate: public-company leaders experience, experienced micro-cap investors, turnar
Evidence Of Shareholder Engagement		Askeladden is not a serial activist – constructive, shareholder with a long history of engagement v
Demonstrated Governance Failures		Doubling down on Memjet reliance; rushing MTEX due of integration plan – leads to covenant breach – prior i failure and 70% writedown within 1 year of acc

We meet - and exceed - every benchmark used to recommend Board refreshment.

#### GOVERNANCE

## From Ego to Evidence: Diverse Perspectives Bring New Governance Pl

## The Greg Woods Model The Askeladden Model

#### Arrogance: Ignoring Frontline Insight

- Feedback from sales organization repeatedly ignored – stuck to "dinosaur approach" rather than evolving post-COVID
- Apparent lack of participation in collegial industry information-sharing

#### Humility: Listen First, Decide Second

- Product and marketing strategy should be shaped by customers, employees, and channel partners – not CEO preferences
- We've already conducted ~30 interviews with former employees and other industry veterans from *outside* the company – we'll keep doing so inside the Boardroom
- No one person has a monopoly on good ideas

#### **Entitlement: Roles Earned, Not Given**

- Board has allowed Greg Woods to remain CEO for 11 years
- Mr. Woods has delivered shareholder value destruction and a trail of broken promises
- Executives pursuing flawed strategy that will not lead to achieving targets

#### Accountability: Outcomes and Shareholder Value

- CEO performance will be evaluated objectively – no more excuses – growing pipeline of Interim CEO candidates if needed
- Board will define clear operational KPIs (e.g., quality, delivery, inventory, technology diversification) and link them directly to executive compensation
- · Thorough review of strategic alternatives

#### **Chaos: Incoherent Strategy**

- Direct sales team p from channel partn
- Doubling down on I then abruptly pivoti immature technolo revenue (2025)

#### Rigor: Strategic Planning and F

- Every major initiative must contingency path, and retu framework before capital i
- Rebuild product roadmap diversification, quality, and
- Hire experts with proven tr channel management to ir comprehensive rethink of

AstroNova needs fresh perspectives and leadership grounded in evidence, not ego. The first step is electing a Board that believes it serves shareholders – not the CEO.

GOVERNANCE

### Restoring Board Functionality: Committee by Committee

The Askeladden slate addresses critical boardroom failures by refreshing committee memberships with highly qualified nominees, ensuring rigorous oversight and strategic direction tailored to AstroNova's key challenges. This targeted restructuring will replace stagnation with accountability, expertise, and effective governance.

#### 1 Audit Committee

3

- Boardroom Failure: massive MTEX writedown and rushed due diligence suggests poor internal controls, which were already found deficient.
- Suggested Askeladden Nominees: Ryan Oviatt (public company Board/CEO/CFO with prior public-audit experience, ideal Chair), Boyd Roberts (prior public-audit experience at Deloitte), Shawn Kravetz (Harvard MBA, public Board experience)

## Human Capital and Compensation Committee

- Boardroom Failure: layoffs impacting 10% of workforce; lack of technical talent within organization
- Suggested Askeladden Nominees: Jeff Sands (expert in rapidly driving operational performance), Boyd Roberts (well-regarded cultural leader), Samir Patel (has interviewed 21 industry participants and formed ongoing relationships with a subset who may prove helpful in recruiting talent)

#### Nominating and Governa Committee

2

- Boardroom Failure: failed to el accountability or refresh the bo persistent underperformance.
- Suggested Askeladden Nomir Kravetz (former Nominating/Go at Nevada Gold, Harvard MBA), (largest shareholder and goverr Ryan Oviatt (public company B

#### 4 Establishment of Dedical Strategy Committee

- Boardroom Failure: careened f dependence to rushing rollout c unreliable MTEX technology tha achieve commercial acceptance
- Suggested Askeladden Nomin (hands-on knowledge of key risl companies), Shawn Kravetz (for consultant to CEOs), Samir Pate knowledge of AstroNova's strate Ryan Oviatt (CEO in charge of riand long-range strategic plannii

TACTICS

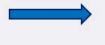
### First 60 Days: Prioritize Cash and Quality to Stabilize Foundation

Solution Implemented by

Askeladden Directors

## Problem Created By Incumbent Directors

 Excessive debt; cash tied up in working capital



 Negotiate better payables and receivables terms; perform SKU-level inventory analysis to reduce inventory and generate cash flow

- Low Product ID margins vs. peers
- A/B test price increases across the business; audit customer and product-level profitability to administer minimal contribution standards

- Competition with channel partners; poor lead-gen
- Quantify marketing analytics metrics; shift spending to high-ROI channels; implement policies to prevent channel conflict

 Customers experiencing quality issues; potentially unreliable MTEX products being rushed to market



 Prioritize and incentivize quality culture; thoroughly test reliability of new products and consider deferring launch dates



We believe AstroNova needs to invest in areas such as marketing, sales coverage and management, quality, and customer support. However currently lacks the financial flexibility to do so. In the first 60 days, we seek to generate cash to create the foundation for critical future investigations.

STRATEGY

## Next 100 Days: Drive Strategic Repositioning for Long-Term

## Problem Created By Incumbent Directors

- Lack of technology base diversification
- Unfocused product
   portfolio and lack of
   customer segmentation
- Poor customer service and declining customer purchases
- Scattered operating footprint and unfocused business model built via many acquisitions



#### Solution Implemented by Askeladden Directors

- Thoroughly evaluate print-engine and productdevelopment options; build diversified pipeline prioritizing diversification of technology base
- Analyze customer and product-level profitability; create product and marketing strategy to become dominant solutions-oriented provider in highestmargin vertical markets
- Focus on delighting customers to maximize lifetime value and repeat-purchase; implement "voice of customer" strategies and utilize metrics such as retention and Net Promoter Score as KPIs
- Analyze make-vs-buy decisions for production and product development; evaluate margin benefits from vertical integration vs. outsourcing; potentially monetize owned real estate



We believe a refreshed, modernized marketing strategy and a more customer, margin-focused organization will drive substantial improvem over multiple years as a growing installed base creates a positive flywheel, although investments are likely required over the next year.

VALUE CREATION

### Review of Strategic Alternatives



#### Key Challenges with Current Corporate Structure Weigh on AstroNova's Profitability and Valuation

- Minimal customer and technology overlap between Aerospace and Product Identification segments, which are each smaller than industry peers, preventing economies of scale in product development and global reach in sales/marketing – acquirer could generate substantial synergies
- Significant unallocated corporate overhead burden due to public company costs – acquirer could eliminate all of these
- Size/liquidity discourages institutional holders; damaged credibility weighs on valuation
- Based on installed-base dynamics and Askeladden's history with CEOs who have driven successful turnarounds – ex. John Suzuki (BKTI), Farouq Tuweiq (BELFB), and Dayton Judd (FTLF) – we believe repositioning PID may take hard work over many years
- Long history of value destruction has harmed shareholders, who deserve better returns today

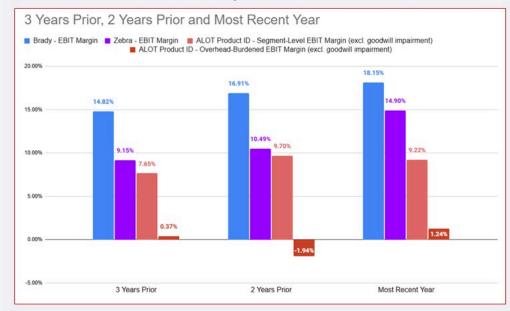
#### Recent Servotronics Transactio Potential to Unlock Substantial

- Transdigm announced acq Servotronics on May 19, 20 million in cash – very similar AstroNova's recent enterpriners
- Servotronics is an aerospa business with ~\$45 millior less than \$1 million in Adju
- AstroNova's Aerospace div million in revenues and ~\$ segment operating profit – margin business than SVT
- If AstroNova Aerospace we price as original ServoTroni would imply zero to negation Product ID segment with ~
- Due to presence of compe Transdigm subsequently ra by additional ~22%

AstroNova must rigorously evaluate all strategic options—including potential sale, merger, or standalone revitalization—to maximize shareholder valu company's low liquidity, market valuation, and distinct segment profiles, a proactive, transparent approach to exploring alternatives is critical to safeg interests and unlock hidden value. We do not seek to "fire sale" the company, but instead comprehensively evaluate how to maximize shareholder value.

#### CORPORATE OVERHEAD BURDEN

## **Demonstration of Corporate Overhead Burden**



Unsurprisingly, even without corporate overhead, AstroNo level margins in Product Ide peers such as Brady and Zeb executive at Markem-Imaje b segment should be earning?

However, if we allocate Astro corporate overhead on the b we find that the Product ID s marginally profitable at best

Note: due to differing year-ends be and the difficulty of normalizing for reporting schedules, we chose to provided by the company's most of 10-K. We believe the thrust of the remain similar regardless of which month period was analyzed.

Selling each of the two unrelated businesses to larger peers, who could generate synergies by leveraging existing footprint to eliminate overhead generate substantially more value for AstroNova shareholders than the company can achieve as a subscale public company.

#### STRATEGIC ALTERNATIVES

#### Servotronics: May 2025 Sale Unlocks Enormous Value For Long-Suffering Shareholders (Note: Chart presented for trailing 3 years, from June 7, 2022 - June 6, 2025)

VAL



Like AstroNova, Servotronics failed to create shareholder value over the past three years – but a transaction announced in May 2025 (with multiple to a 22% increase in price) exemplifies the substantial value that could be unlocked if AstroNova's Board comprehensively evaluates strategic alt SUMMARY

### Why Vote For Askeladden

What's Broken

2

What We'll Do



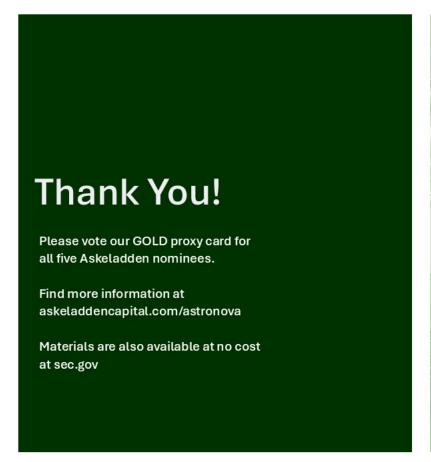
Why It Matters

- Persistent governance failures: entrenched Board members are either conflicted or lack relevant expertise.
- MTEX acquisition = \$20M unforced error no diligence or plan, 70% writeoff, covenant breach
- Pattern of broken promises and weak execution: inventory reduction, quality issues, revenue growth, profit margins
- Lack of strategy and risk management: careening from reliance on Memjet to highly risky bet on immature MTEX technology.
- Shareholder value destroyed with nearly 50% share price decline post-MTEX and consistent underperformance vs. peers.

- Instill accountability and incentives grounded in oversight and risk management, not cheerleading
- Develop clear, time-bound plan for returning MTEX to profitability or disposition of asset
- Operational triage to stabilize finances; invest to modernize marketing and rebuild trust with customers and channel partners
- Prioritize truly diversified technology base, rather than overreliance on any one platform or sole source supplier
- Launch comprehensive strategic alternatives process to maximize shareholder value

- We believe restoring funcindependent governance cycle of failure ALOT is st
- Ensure "sunk cost fallacy more losses on an ongoir
- ALOT must make investm reposition Product ID, bu flexibility to do so
- Concentration risk is a cr should be a priority for ar Board
- Evaluate if long-suffering best served with a multior a near-term transactio

AstroNova has suffered from years of governance failures, poor strategy, and execution missteps leading to significant shareholder value destruction. nominees offer a clear, actionable plan focused on operational recovery, governance reform, and strategic clarity to restore growth, accountability, and trust. Voting for Askeladden is a vote for renewed focus, transparency, and sustainable value creation.





## Questions?

The more challenging, the better – AstroNova shareholders deserve Board members who don't shy away from the toughest questions.

All of our nominees will take direct questions from interested stakeholders at the AstroNova Investor Forum on June 12 at 11 AM ET. A replay will be available.

https://zoom.us/webinar/register/WN P4nfq0iOSamSBEiaDZ0IZA#/registration



#### Sources

With limited exceptions as highlighted, the majority of analysis in this presentation is based on Askeladden's previously-publis materials including its definitive proxy statement and various analyses of AstroNova's business. These documents are available askeladdencapital.com/astronova as well as SEC.gov.

#### "AstroNova: Two Unrelated but High-Quality Segments"

Data sourced from Form 10-K for FY2025; charts at right from AstroNova's Q4 Earnings Presentation.

#### "Askeladden Capital - Founded 2016"

Askeladden's ownership of cited companies is reflected in 13Gs and those companies' proxy statements / Form 10-K filings with the SEC.

#### "Timeline of Askeladden Involvement" (both slides)

For more details, please refer to Askeladden's definitive proxy statement filed with the SEC; specifically "Background To The Solicitation" on Page 9.

#### "Askeladden's Primary Research"

For more details, please refer to our primary research analysis published on June 3, 2025.

#### "Benchmarking AstroNova's Performance Against Peers"

For more details, please refer to Page 13 and accompanying footnotes of Askeladden's definitive proxy statement filed with the SEC.

#### Remainder of Section 1.2

All total return data for ALOT, BRC, ZBRA, IWM, IWC, and ITA is sourced from YCharts. All charts were prepared using Ycharts. The table is Askeladd based on Ycharts data.

#### "FY25 EBITDA: ~45% Shortfall!"

For more details, please refer to Section 4.3 of our MTEX Technology analysis published on June 10, 2025. Underlying data sourced from AstroNova' releases as well as the announcement and conference call regarding the MTEX acquisition.

#### "FY26 EBITDA: Also ~45% Shortfall, 17% Below FY24"

For more details, please refer to Section 4.3 of our MTEX Technology analysis published on June 10, 2025. Underlying data sourced from AstroNova' releases as well as the announcement and conference call regarding the MTEX acquisition.

#### "FY25 - Bloated Inventory vs FY19 Levels"

For more details, please refer to Section 4.1 of our MTEX Technology analysis published on June 10, 2025. Underlying data sourced from AstroNova' and Form 10-Q for relevant years.

#### "FY2023 - Present: Inventory Reduction Promises Broken"

For more details, please refer to Section 4.1 of our MTEX Technology analysis published on June 10, 2025. Underlying data sourced from AstroNova' and Form 10-Q for relevant years. Comments from Mr. Woods are from May 2023 Sidoti Virtual Conference transcript and quarterly earnings call tra

#### "Ink Quality Issues: FY22 - FY24"

We discuss this topic in various analyses, including Section 1.1 of our Primary Research Analysis published on June 3, 2025, and Section 3.2 of our National Technology analysis published on June 10, 2025.

#### "FY25: Four Consecutive Quarters of Delays"

Discussed in more details in our Comment on Q4 and FY2025 Results published April 16, 2025. Underlying comments reference the relevant earning (Form 8-K) and earnings conference call transcripts.

#### "FY14 - FY25: M&A Earnings Walk"

We provide more detail in Section 2.3 of our Plan, published May 22, 2025. This includes a breakdown of capital deployed on individual acquisitions is new but based on the same analysis presented in that section.

#### "Lack of Accountability or Self-Reflection"

For more details, please refer to Section 4.2 of our MTEX Technology analysis published on June 10, 2025. Underlying data sourced from AstroNova' releases and earnings presentations for the relevant quarters.

#### "Declining Organic Revenues"

For more details, please refer to Section 2.1 of our Primary Research analysis published June 3, 2025. Underlying data sourced from AstroNova's Fo the relevant years. Industry growth estimates sourced from interviews with industry veterans discussed in the Primary Research analysis.

#### "Trade Show Reliance and Lead Generation Failures" and "CEO Ignores Pleas"

This topic is discussed in much more extensive detail in Section 2.2 of our Primary Research analysis published June 3, 2025, as well as in a quote a the analysis.

#### "Three Key Revenue Generation Problems" and "Quality & Customer Service Deficiencies"

Much more extensive analysis of these issues is presented in Section 2 of our Primary Research analysis published June 3, 2025.

#### "Labels as Low-Cost, High Cost-of-Failure Products"

For more details, please refer to Section 2.4 of our Primary Research analysis published June 3, 2025.

#### "Strategic Importance of Printheads" and "Industrial Printing - Printhead Providers"

Much more extensive analysis of these issues is presented in Section 1.1 of our Primary Research analysis published June 3, 2025, as well as other s

"AstroNova: History with Memjet" and "Missed Opportunity: Epson's Unlocked Printhead Technolo Much more extensive analysis of these issues is presented in Section 1.1 of our Primary Research analysis published June 3, 2025, as well as others

"AstroNova Relied on Memjet" and "Industry Trend: Democratization of Printhead Technology"

Much more extensive analysis of these issues is presented in Section 1.1 of our Primary Research analysis published June 3, 2025, as well as other

#### "AstroNova Acquires MTEX"

Extensive discussion of MTEX and related issues is provided in Section 1.2 of our Primary Research analysis published June 3, 2025, as well as our N Technology analysis published June 10, 2025.

#### "MTEX Technology"

The UPG topic is extensively discussed in our MTEX Technology analysis published June 10, 2025.

#### "AstroNova Loses Almost 50% Of Value"

Charts sourced from YCharts.

#### "Expectations vs. Reality: MTEX Financials"

Extensive discussion of MTEX's financials is provided in various analyses, most recently our MTEX Technology analysis published June 10, 2025, incl Sections 1 and 4.2.

#### "Selected MTEX Due Diligence Failures"

Extensive discussion of MTEX and related issues is provided in Section 1.2 of our Primary Research analysis published June 3, 2025, as well as our N Technology analysis published June 10, 2025.

#### "MTEX - Lack of Cultural Integration Plan"

Extensive discussion of MTEX and related issues is provided in Section 1.2 of our Primary Research analysis published June 3, 2025, as well as our N Technology analysis published June 10, 2025.

#### "Headwinds to MTEX Technology Adoption"

This topic is discussed in in Section 1.2 of our Primary Research analysis published June 3, 2025.

#### "All-In On MTEX"

This graphic is sourced directly from AstroNova's Q4 FY25 earnings presentation; the accompanying quote is sourced from the conference call trans

#### "If MTEX Technology Is So Disruptive..."

This chart is presented in Section 4.2 of our MTEX Technology analysis published June 10, 2025, although the underlying issue is discussed throughc analysis.

#### "Risky, Bet-The-Farm Strategy"

This topic is discussed extensively in our MTEX Technology analysis published June 10, 2025, particularly Sections 1 and 2.

#### "Frontline Employees Pay, Failed Leaders Stay"

AstroNova's Form 10-K for FY2025 and Form 10-Q for Q1 FY26 reference this restructuring.

#### "Selected MTEX Due Diligence Failures"

Extensive discussion of MTEX and related issues is provided in Section 1.2 of our Primary Research analysis published June 3, 2025, as well as our N Technology analysis published June 10, 2025.

#### "Comprehensive Failure of Key Governance Areas"

This slide primarily summarizes material discussed previously. Internal controls deficiency disclosed on Page 16 of FY2024 Form 10-K Filed April 12 relating to the Astro Machine subsidiary. The company's STIP targets are discussed on page 4 of our Comment on Q4 Results published on April 16, although this slide includes the addition of FY25 STIP performance, which was not available at the time of our Comment due to the company's prox not yet being available.

#### "Interlocked Board Relationships"

Board relationships discussed in Section 2.2 of our Plan, published May 22, 2025.

#### "Recent Board Appointment Dynamics" and "Expertise Gaps"

Discussion of Mr. Nevin's appointment and the background of Mr. Quain and Ms. Schlaeppi is provided in Section 3.1 of our Primary Research analys June 3, 2025. Additional information can be found in the Background section of both our definitive proxy and the company's.

This chart is presented in Section 4.2 of our MTEX Technology analysis published June 10, 2025, although the underlying issue is discussed throughout analysis.

#### "Several Board Members Approach or Exceed Peer Term Limits"

This is one of the few topics not discussed in any previous public analysis. Data and quote sourced from an August 22 post, 'Board Refreshment and Evaluations,' on the website of the Harvard Law School Forum on Corporate Governance, by Matteo Tonello, Managing Director of ESG Research at 1 Conference Board. https://corpgov.law.harvard.edu/2022/08/25/board-refreshment-and-evaluations/

#### "The Right Slate for the Moment"

More detailed background on each nominee is available in our definitive proxy statement filed with the SEC.

## "Skills Matrix" / "Our Case Meets Every Standard For Board Change" / "From Ego to Evidence" / "Re Board Functionality"

These slides are visual representations of our assessment of how our nominees' experiences and skillsets address key governance areas; the under challenges discussed are a summary of the entire presentation and do not contain any new material not previously discussed in the presentation. No background on each nominee is available in our definitive proxy statement filed with the SEC.

#### "First 60 Days" / "Next 100 Days" / "Review of Strategic Alternatives"

These topics were discussed extensively in our Plan, published May 22, 2025. We subsequently updated our analysis of the Servotronics transactio the subsequent improved offer, in our Primary Research analysis published June 3, 2025.

#### "Demonstration of Corporate Overhead Burden"

This is one of the few slides presenting new analysis not previously published. Underlying data sourced from the Form 10-K for each of the three control the last three fiscal years. The reference to the perspective of the Markem-Imaje executive is from a private conversation, which we believe is validate analysis, which demonstrates that these peers are earning mid to high teens margins even after corporate overhead, suggesting 20%+ margins at the level are potentially achievable.

"Servotronics: May 2025 Sale"

Chart from YCharts.