

Salter Brothers Emerging Companies Limited

Appendix 4D

Half-year report

1. Company details

Name of entity:	Salter Brothers Emerging Companies Limited
ABN:	96 646 715 111
Reporting period:	Half-year ended 31 December 2022
Previous period:	Half-year ended 31 December 2021

2. Results for announcement to the market

	Reporting period \$'000	Previous period \$'000
Revenues from ordinary activities	11,304	13,186
Profit from ordinary activities before tax attributable to shareholders	10,216	9,426
Profit from ordinary activities after tax attributable to shareholders	7,382	7,524

Comments

The profit for the Company after providing for income tax amounted to \$7,382,000 (31 December 2021: \$7,524,000).

3. Net tangible assets

	31 December 2022 \$	30 June 2022 \$
Pre tax NTA	1.018	0.904
Post tax, pre unrealised gains tax, NTA	1.047	0.905
Post tax NTA	1.031	0.946

Notes:

- NTA per share, as required by ASX Listing Rule 4.12, is calculated in accordance with the definition of "net tangible asset backing" contained in Chapter 19 of the ASX Listing Rules. NTA calculations presented are non-IFRS information which is information presented that is not in accordance with Australian accounting standards. The information presented is unaudited.
- Refer to the attached Annual Report for the basis of calculation of Pre-tax NTA, Post tax, pre unrealized gains tax, NTA and Post tax NTA.

4. Dividends

Current period

There were no dividends paid, recommended or declared during the current financial period.

Previous period

There were no dividends paid, recommended or declared during the previous financial period.

5. Audit qualification or review

Details of audit/review dispute or qualification (if any):

The financial statements were subject to a review by the auditors and the review report is attached as part of the Half-year Financial Report.

Salter Brothers Emerging Companies Limited
Appendix 4D
Half-year report


6. Attachments

Details of attachments (if any):

The Half-year Financial Report of Salter Brothers Emerging Companies Limited for the half-year ended 31 December 2022 is attached.

7. Signed

Signed _____



Date: 20 February 2023

John Vatovec
Non-Executive Director and Chairperson

Salter Brothers Emerging Companies Limited

ABN 96 646 715 111

Half-year Financial Report - 31 December 2022

Salter Brothers Emerging Companies Limited

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Salter Brothers Emerging Companies Limited
Directors' report
31 December 2022

The Directors submit their report on Salter Brothers Emerging Companies Limited (the "Company") for the half-year ended 31 December 2022.

Directors

The names of the Company's Directors in office during the financial period and until the date of this report are set out below. Directors were in office for this entire period unless otherwise stated:

John Vatovec (Non-Executive Director and Chairperson)
Marcos Marcou (Non-Executive Director)
Robert Salter (Non-Executive Director)

Review of operations

During the half year, the Company continued to operate within the terms of its investment mandate under the management of Salter Brothers Funds Management Pty Ltd (the "Manager").

The most appropriate measure of the Company's financial performance is profit after income tax expense. Profit after income tax expense for the half-year ended 31 December 2022 amounted to \$7,382,000 (31 December 2021: \$7,524,000). The Company's profit before tax for the half-year was \$10,216,000 (31 December 2021: \$9,426,000). Basic and diluted earnings per share after income tax was 7.85 cents for the half-year (for the half-year ended 31 December 2021: 7.98).

Net Tangible Asset Backing (NTA) per share (non-IFRS)

NTA details presented are considered a key metric in assessing the performance of the Company, consistent with information presented by comparable companies. Details have been prepared on a consistent basis with details included in 'Investment Report and NTA Update' reports submitted monthly to the ASX as required by ASX Listing Rule 4.12.

	31 December 2022 \$	30 June 2022 \$
Pre tax NTA	1.018	0.904
Post tax, pre unrealised gains tax, NTA	1.047	0.905
Post tax NTA	1.031	0.946

Notes:

- NTA per share, as required by ASX Listing Rule 4.12, is calculated in accordance with the definition of "net tangible asset backing" contained in Chapter 19 of the ASX Listing Rules. NTA calculations presented are non-IFRS information which is information presented that is not in accordance with Australian accounting standards. The information presented is unaudited.
- Pre tax NTA: includes provision for tax on realised gains/losses and other earnings, but excluding provision for tax on unrealised gains/losses and any deferred tax assets relating to capitalised issue costs and income tax losses.
- Post tax NTA: includes provision for tax on unrealised gains/losses and other earnings, and includes deferred tax assets relating to capitalised issue costs and income tax losses.

Significant changes in the state of affairs

There were no significant changes in the state of affairs of the Company during the financial half-year.

Significant events after the reporting period

No matter or circumstance has arisen since 31 December 2022 that has significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

Rounding

The financial report is presented in Australian dollars and all values are rounded to the nearest thousand (\$'000), except when otherwise indicated under the option available to the Company under ASIC Corporations Instrument 2016/191 (Rounding in Financial/Directors' Reports). The Company is an entity to which this legislative instrument applies.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out immediately after this Directors' report.

Salter Brothers Emerging Companies Limited
Directors' report
31 December 2022

This report is made in accordance with a resolution of Directors, pursuant to section 306(3)(a) of the *Corporations Act 2001*.

On behalf of the Directors



John Vatovec
Non-Executive Director and Chairperson

20 February 2023

20 February 2023

The Board of Directors
Salter Brothers Emerging Companies Limited
Level 9, 477 Collins Street
MELBOURNE VIC 3000

Dear Board Members

Salter Brothers Emerging Companies Limited

In accordance with section 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of Salter Brothers Emerging Companies Limited (the "Company").

As lead audit partner for the review of the condensed financial statements of Salter Brothers Emerging Companies Limited for the half year ended 31 December 2022, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

Yours sincerely



DELOITTE TOUCHE TOHMATSU



Paul Schneider
Partner
Chartered Accountants

Salter Brothers Emerging Companies Limited
Condensed statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2022

	Note	Half-year ended 31 December 2022 \$'000	Half-year ended 31 December 2021 \$'000
Investment income			
Dividend income		1,830	2,128
Net gains on financial instruments at fair value through profit or loss	4	9,474	11,058
		<u>11,304</u>	<u>13,186</u>
Interest income		26	-
Sundry Income		30	-
Expenses			
Management fees		(728)	(827)
Performance fees		-	(2,464)
Directors' fees		(62)	(62)
Professional fees		(44)	(101)
Other expenses		<u>(310)</u>	<u>(306)</u>
Profit before income tax expense		10,216	9,426
Income tax expense	5	<u>(2,834)</u>	<u>(1,902)</u>
Profit after income tax expense for the half-year attributable to the shareholders of Salter Brothers Emerging Companies Limited		7,382	7,524
Other comprehensive income for the half-year, net of tax		<u>-</u>	<u>-</u>
Total comprehensive income for the half-year attributable to the shareholders of Salter Brothers Emerging Companies Limited		<u><u>7,382</u></u>	<u><u>7,524</u></u>
		Cents	Cents
Earnings per share for profit attributable to the shareholders of Salter Brothers Emerging Companies Limited			
Basic and diluted earnings per share	6	7.85	7.97

The above condensed statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

Salter Brothers Emerging Companies Limited
Condensed statement of financial position
As at 31 December 2022

		31 December	30 June 2022
	Note	2022	\$'000
		\$'000	\$'000
Assets			
Cash and cash equivalents		2,052	7,467
Other assets		170	185
Financial assets at fair value through profit or loss	7	92,588	79,364
Deferred tax assets	5	1,140	3,974
Total assets		95,950	90,990
Liabilities			
Trade and other payables	8	244	1,391
Income tax payable	5	329	329
Total liabilities		573	1,720
Net assets		95,377	89,270
Equity			
Contributed equity	9	93,098	94,373
Retained profits/(accumulated losses)		2,279	(5,103)
Total equity		95,377	89,270

The above condensed statement of financial position should be read in conjunction with the accompanying notes

Salter Brothers Emerging Companies Limited
Condensed statement of changes in equity
For the half-year ended 31 December 2022

	Contributed equity \$'000	Retained earnings \$'000	Total equity \$'000
Balance at 1 July 2021	94,373	3,087	97,460
Profit after income tax expense for the half-year	-	7,524	7,524
Other comprehensive income for the half-year, net of tax	-	-	-
Total comprehensive income for the half-year	-	7,524	7,524
Balance at 31 December 2021	<u>94,373</u>	<u>10,611</u>	<u>104,984</u>
	Contributed equity \$'000	Retained earnings \$'000	Total equity \$'000
Balance at 1 July 2022	94,373	(5,103)	89,270
Profit after income tax expense for the half-year	-	7,382	7,382
Other comprehensive income for the half-year, net of tax	-	-	-
Total comprehensive income for the half-year	-	7,382	7,382
<i>Transactions with shareholders in their capacity as shareholders:</i>			
Share buy-backs	(1,275)	-	(1,275)
Balance at 31 December 2022	<u>93,098</u>	<u>2,279</u>	<u>95,377</u>

The above condensed statement of changes in equity should be read in conjunction with the accompanying notes

Salter Brothers Emerging Companies Limited
Condensed statement of cash flows
For the half-year ended 31 December 2022

	Half-year ended 31 December 2022 \$'000	Half-year ended 31 December 2021 \$'000
Cash flows from operating activities		
Proceeds from sale of investments	39,577	14,145
Payments for investments	(44,488)	(15,535)
Dividend and distributions received	1,830	2,128
Sundry income	33	-
Interest received	26	-
Management fees paid	(784)	(871)
Performance fees paid	-	(876)
Operating expenses paid	(334)	(353)
Net cash (used in) operating activities	(4,140)	(1,362)
Net cash from investing activities	-	-
Cash flow from financing activities		
Payments for share buy-backs	(1,275)	-
Net cash (used in) financing activities	(1,275)	-
Net decrease in cash and cash equivalents	(5,415)	(1,362)
Cash and cash equivalents at the beginning of the financial half-year	7,467	2,427
Cash and cash equivalents at the end of the financial half-year	<u>2,052</u>	<u>1,065</u>

The above condensed statement of cash flows should be read in conjunction with the accompanying notes

Salter Brothers Emerging Companies Limited
Notes to the condensed financial statements
31 December 2022

Note 1. Corporate information

The financial statements of Salter Brothers Emerging Companies Limited (the "Company") for the half-year ended 31 December 2022 were authorised for issue in accordance with a resolution of the Directors on 20 February 2023.

Salter Brothers Emerging Companies Limited is a listed public company (ASX code: SB2) limited by shares, incorporated and domiciled in Australia.

Salter Brothers Funds Management Pty Ltd, a corporate authorised representative of Salter Brothers Asset Management Pty Ltd, has been appointed to manage the Investment Portfolio for the Company.

The registered office and principal place of business of the Company is located at:

Level 9
477 Collins Street
Melbourne, VIC 3000

Further information on the nature of the operations, principal activity and other related party relationships of the Company is provided in the Directors' report.

Note 2. Significant Accounting Policies

2.1 Basis of Preparation

These general purpose financial statements for the interim half-year reporting period ended 31 December 2022 have been prepared in accordance with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*.

The financial report is presented in Australian dollars and all values are rounded to the nearest thousand (\$'000), except when otherwise indicated under the option available to the Company under ASIC Corporations Instrument 2016/191 (Rounding in Financial/Directors' Reports). The Company is an entity to which this legislative instrument applies.

The interim report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2022 and any public announcements made by Salter Brothers Emerging Companies Limited during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

The statement of financial position is presented on a liquidity basis. Assets and liabilities are presented in decreasing order of liquidity and are not distinguished between current and non-current. All balances are generally expected to be recovered or settled within twelve months, except for investments in financial assets where the amount expected to be recovered within twelve months after the end of the reporting period cannot be reliably determined.

Prior Year Comparatives

Comparative information has been disclosed in respect of the previous period for amounts reported in the financial statements.

2.2 Compliance with International Financial Reporting Standards (IFRS)

Compliance with AASB 134 ensures compliance with International Financial Reporting Standards ("IFRS") IAS 34 *Interim Financial Reporting* as issued by the International Accounting Standards Board.

2.3 Changes in Accounting Policies, Disclosures, Standards and Interpretations

(a) Amendments to Accounting Standards and new Interpretations that are mandatorily effective for the current reporting period

A number of amended standards became applicable for the current reporting period. The Company did not have to change its accounting policies or make retrospective adjustments as a result of adopting these amended standards.

(b) New and revised Australian Accounting Standards and Interpretations on issue but not yet effective

The Company has not early adopted any standards, interpretations or amendments that have been issued but are not yet effective. The Directors have assessed that the new or amended standards (to the extent relevant to the Company) and interpretations are not expected to have a material impact on the Company.

Salter Brothers Emerging Companies Limited
Notes to the condensed financial statements
31 December 2022

Note 3. Segment information

The Company only has one reportable segment and one industry. It operates in Australia and in the securities industry. It earns revenue from dividend income, interest income and other returns on its investment portfolio.

Note 4. Net gains on financial instruments at fair value through profit or loss

	Half-year ended 31 December 2022 \$'000	Half-year ended 31 December 2021 \$'000
Realised gains on financial instruments at fair value through profit or loss	(8,338)	3,292
Unrealised gains on financial instruments at fair value through profit or loss	17,812	7,766
	9,474	11,058

Note 5. Income tax

	2022 \$'000	\$'000
Provision for income tax	329	329

Note 6. Earnings per share (EPS)

Basic EPS is calculated by dividing the profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the period. For the current period diluted EPS is the same as basic EPS.

	Half-year ended 31 December 2022 \$'000	Half-year ended 31 December 2021 \$'000
Profit after income tax attributable to the shareholders of Salter Brothers Emerging Companies Limited	7,382	7,524

The basic earnings per share for the reporting period were as follows:

	Cents	Cents
Basic and diluted earnings per share	7.85	7.97

	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	94,085,651	94,392,046
Weighted average number of ordinary shares used in calculating diluted earnings per share	94,085,651	94,392,046

Salter Brothers Emerging Companies Limited
Notes to the condensed financial statements
31 December 2022

Note 7. Financial assets at fair value through profit or loss

	31 December 2022 \$'000	30 June 2022 \$'000
Listed equity securities	84,522	73,748
Unlisted equity securities	8,066	5,616
	<u>92,588</u>	<u>79,364</u>

Refer to note 11 for further information on fair value measurement.

Note 8. Trade and other payables

	31 December 2022 \$'000	30 June 2022 \$'000
Outstanding settlements payable	66	1,228
Management fee accrual	120	105
Other payable and accruals	58	58
	<u>244</u>	<u>1,391</u>

Note 9. Contributed equity

	31 December 2022 Shares	30 June 2022 Shares	31 December 2022 \$'000	30 June 2022 \$'000
Ordinary shares issued and fully paid	<u>92,545,400</u>	<u>94,392,046</u>	<u>93,098</u>	<u>94,373</u>

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Company in proportion to the number of and amounts paid on the shares held. On a show of hands every holder of ordinary shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote. Ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

Note 10. Dividends

There were no dividends paid, recommended or declared during the current or previous financial period.

Note 11. Fair value measurement

The following table presents the Company's financial assets and liabilities measured and recognised at fair value at the reporting date. The carrying amounts of all financial instruments are reasonable approximations of the respective instrument's fair value.

Note 11. Fair value measurement (continued)

Fair value measurement hierarchy for assets as at 31 December 2022:

	Date of valuation	Fair value measurement using Quoted prices in active markets (Level 1) \$'000	Significant observable inputs (Level 2) \$'000	Significant unobservable inputs (Level 3) \$'000	Total \$'000
Assets measured at fair value:					
Financial assets at fair value through profit or loss	31 December 2022	84,522	-	8,066	92,588

Fair value measurement hierarchy for assets as at 30 June 2022:

	Date of valuation	Fair value measurement using Quoted prices in active markets (Level 1) \$'000	Significant observable inputs (Level 2) \$'000	Significant unobservable inputs (Level 3) \$'000	Total \$'000
Assets measured at fair value:					
Financial assets at fair value through profit or loss	30 June 2022	73,748	-	5,616	79,364

There were no transfers between levels during the financial half-year.

Level 1 instruments comprise securities quoted on the ASX where values are based on quoted market prices.

Level 2 instruments comprise securities yet to be quoted on the ASX where values are determined based on significant observable inputs.

Level 3 instruments include certain private equity type investments of which valuations are not based on market inputs or securities valued using models and internal data. Level 3 investments may be adjusted to reflect illiquidity.

Level 3 investments are valued by the Manager using a variety of valuation techniques, taking into consideration recent market transactions. These valuations are reassessed on a monthly basis by the Manager. Management considers the appropriateness of the valuation inputs, methods and techniques used in the valuations. The valuation inputs are sourced from independent third party pricing sources without adjustment such as stock exchanges, pricing agencies and/or fund managers where available. Where the inputs are considered stale, unobservable, proprietary or from an inactive market, they are categorised as level 3.

The following table presents the movement in level 3 instruments as at the reporting date by class of financial instrument.

	Opening balance \$'000	Purchases/(sales) \$'000	Transfer in/(out) of level 3 \$'000	Gains/(losses) recognised in profit or loss \$'000	Closing balance \$'000
Unlisted equity securities	5,616	2,450	-	-	8,066

Note 11. Fair value measurement (continued)

The unlisted equity securities investment includes a portfolio of ordinary and/or preference shares or other similar equity instrument investments in unlisted companies. A description of the significant unobservable inputs underpinning the valuation of unlisted equity securities investments, are included in this note.

Description of significant unobservable inputs to valuation

The following table summarises the quantitative information about the significant unobservable inputs used in Level 3 fair value measurements, together with a sensitivity analysis as at 31 December 2022 are shown below. Based on different characteristics of individual investment, valuation technique adopted by the Manager may include the capitalisation of earnings and comparable market transactions approach or, a blended average of both. Also noting that SB2 completed a recent purchase of SB SPV No1 on 14 December 2022. Given this transaction was completed so late in the reporting period it was determined that the current fair value is representative of the market transaction.

Valuation technique	Significant unobservable inputs	Sensitivity of the input to fair value
Capitalisation of earnings	EBITA Multiples	In isolation, a 10% increase/(decrease) in EBITDA multiples would result in an increase/(decrease) in fair value by \$97,000.
Comparable market transactions	Revenue Multiples	In isolation, a 10% increase/(decrease) in Revenue multiples would result in an increase/(decrease) in fair value by \$377,000.

Note 12. Related party disclosures

COMPENSATION OF KEY MANAGEMENT PERSONNEL OF THE COMPANY

	Half-year ended 31 December 2022	Half-year ended 31 December 2021
	\$	\$
Short-term benefits	62,500	62,500
Total compensation paid to key management personnel	62,500	62,500

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel.

OTHER TRANSACTIONS WITH RELATED PARTIES OR ENTITIES RELATED TO THEM

Transactions between the Company and related parties for the half-year ended 2022 were as follows:

	Half-year ended 31 December 2022	Half-year ended 31 December 2021
	\$	\$
Management fee paid/payable to Salter Brothers Funds Management Pty Ltd	728,041	826,645
Performance fee paid/payable to Salter Brothers Funds Management Pty Ltd	-	2,463,971
Shared services fees paid/payable to Salter Brothers Funds Management Pty Ltd	180,000	180,000
Total	908,041	3,470,616

All transactions with related entities are entered into on normal commercial terms and conditions and at market rates as applicable.

Note 12. Related party disclosures (continued)

Management agreement

The Company and the Manager have entered into the Management Agreement whereby, subject to the provisions set out below, the Company has exclusively appointed the Manager to invest and manage all of the assets of the Company (including any controlled entity of the Company) from time to time, for and on behalf of the Company (considered to be the provision of key management personnel services). An initial term of 10 years was entered into on 27 April 2021, which will be automatically extended for successive five year periods unless terminated earlier in accordance with the Management Agreement.

Management fees

In its capacity as Investment Manager, the Manager is entitled to be paid a management fee equal to 1.50% (plus GST) per annum of the value of the portfolio calculated on the last business day of each month and payable within 10 business days of the end of each month. Management fees remained payable (exclusive of GST) as at 31 December 2022 is \$120,484 (30 June 2022: \$105,067)

Performance fees

In addition, the Manager is entitled to be paid by the Company a fee equal to 20.00% (plus GST) of the Portfolio's outperformance, if any, over each performance calculation period, subject to a high watermark mechanism. Performance fees are calculated on the last business day of each Performance Period, and payable within 10 business days after the end of the relevant Performance Calculation Period. Performance fees remained payable (exclusive of GST) as at 31 December 2022 is \$0 (30 June 2022: \$0)

Shared services fees

Under the terms of the Management Agreement, the Manager must provide or procure the provision of reasonable administrative support services reasonably required by the Company to conduct its business. The Manager may delegate the provision of such administrative support services. The Manager has entered into the Shared Services Agreement, under which Salter Brothers Asset Management Pty Ltd has agreed to provide to the Company the administrative support services. The Shared Services Fee will be paid to Salter Brothers Asset Management by the Manager, and the Company reimburses the Manager for the Shared Services Fee pursuant to the terms of the Management Agreement. Shared services fees remained payable (exclusive of GST) as at 31 December 2022 is \$30,000 (30 June 2022: \$0)

Investment purchases

The following transactions occurred with related parties:

	2022 \$	Half-year ended 31 December 2021 \$
Other transactions:		
Investment purchased from Salter Brothers Asset Management as trustee for Salter Brothers Series G (Emerging Companies) Fund	-	2,051,141

Terms and conditions

All transactions were made on normal commercial terms and conditions and at market rates.

Note 13. Commitments and Contingencies

(a) Commitments

There are no commitments as at the reporting period which would have a material effect on the Company's financial statements as at 31 December 2022.

(b) Contingencies

There are no contingent assets or contingent liabilities as at the reporting period which would have a material effect on the Company's financial statement as at 31 December 2022.

Note 14. Events after the reporting period

No matter or circumstance has arisen since 31 December 2022 that has significantly affected, or may significantly affect the Company's operations, the results of those operations, or the Company's state of affairs in future financial years.

For personal use only

Salter Brothers Emerging Companies Limited
Directors' declaration
31 December 2022

In the Directors' opinion:

- the attached financial statements and notes comply with the *Corporations Act 2001*, Australian Accounting Standard AASB 134 *Interim Financial Reporting*, the *Corporations Regulations 2001* and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the Company's financial position as at 31 December 2022 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of Directors made pursuant to section 303(5)(a) of the *Corporations Act 2001*.

On behalf of the Directors



John Vatovec
Non-Executive Director and Chairperson

20 February 2023

Independent Auditor's Review Report to the Members of Salter Brothers Emerging Companies Limited

Conclusion

We have reviewed the half-year financial report of Salter Brothers Emerging Companies Limited (the "Company"), which comprises the condensed statement of financial position as at 31 December 2022, and the condensed statement of profit or loss and other comprehensive income, the condensed statement of cash flows and the condensed statement of changes in equity for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of the Company is not in accordance with the *Corporations Act 2001*, including:

- Giving a true and fair view of the Company's financial position as at 31 December 2022 and of its performance for the half-year ended on that date; and
- Complying with Accounting Standard AASB 134 Interim Financial Reporting and the *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Half-year Financial Report* section of our report. We are independent of the Company in accordance with the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's review report.

Directors' Responsibilities for the Half-year Financial Report

The directors of the Company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's Responsibilities for the Review of the Half-year Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the Corporations Act 2001 including giving a true and fair view of the Company's financial position as at 31 December 2022 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting and the Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



DELOITTE TOUCHE TOHMATSU



Paul Schneider
Partner
Chartered Accountants

Melbourne, 20 February 2023