

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 2023
Previous period:	Half-year ended 31 December 2022

2. Results for announcement to the market

			\$'000
Revenues from ordinary activities	down	75.4% to	2,776
Profit from ordinary activities after tax attributable to the shareholders of Salter Brothers Emerging Companies Limited	down	82.3% to	1,309
Profit for the half-year attributable to the shareholders of Salter Brothers Emerging Companies Limited	down	82.3% to	1,309
		Reporting period	Previous period
		\$'000	\$'000
Revenues from ordinary activities		2,776	11,304
Profit from ordinary activities before tax attributable to shareholders		1,761	10,216
Profit from ordinary activities after tax attributable to shareholders		1,309	7,382

Comments

The profit for the Company after providing for income tax amounted to \$1,309,000 (31 December 2022: \$7,382,000).

Financial Performance

During the half year ended 31 December 2023, Investment income included net gain on financial instruments at fair value through profit or loss of \$2,419,000 (2022: \$9,474,000) and dividend income was \$357,000 (2022: \$1,830,000).

Total expenses excluding income tax decreased to \$1,039,000 a decrease of \$105,000 from the corresponding period (2022: \$1,144,000), the main reason for the decrease was the decline in management fees paid this year.

Net operating cash outflow was \$3,077,000 compared to an outflow of \$4,140,000 for the corresponding period. The main driver for the favourable movement was that net payments for investments was lower, but partially offset by lower dividends compared to the corresponding period.

Financial Position

The net assets increased by \$789,000 in this period to \$86,900,000. This is attributable to an increase in portfolio value, partly offset by share buy backs and operating expenses.

3. Net tangible assets

	31 December 2023	30 June 2023
	\$	\$
Pre tax NTA	0.899	0.875
Post tax, pre unrealised gains tax, NTA	0.930	0.905
Post tax NTA	0.950	0.931

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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.

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 2023 is attached.

7. Signed

Signed _____



Date: 23 February 2024

John Vatovec
Non-Executive Director and Chairperson

Salter Brothers Emerging Companies Limited

ABN 96 646 715 111

Half-year Financial Report - 31 December 2023

Salter Brothers Emerging Companies Limited

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Salter Brothers Emerging Companies Limited

Directors' report

31 December 2023

The Directors submit their report on Salter Brothers Emerging Companies Limited (the "Company") for the half-year ended 31 December 2023.

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. The gain after income tax expense for the half-year ended 31 December 2023 amounted to \$1,309,000 (31 December 2022: \$7,382,000 profit). The Company's profit before tax for the half-year was \$1,761,000 (31 December 2022: \$10,216,000 profit). Basic and diluted earnings earnings per share after income tax was 1.42 cents for the half-year (for the half-year ended 31 December 2022: 7.85).

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 2023	30 June 2023 \$
Pre tax NTA	0.899	0.875
Post tax, pre unrealised gains tax, NTA	0.930	0.905
Post tax NTA	0.950	0.931

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.
- NTA details reported in the Investment Report and NTA update published on 12 January 2024 (relating to period up to 31 December 2023) included Pre Tax NTA \$0.875, Post Tax, Pre Unrealised Gains Tax NTA \$0.907, and Post Tax NTA \$0.934. Details in the published report did not include impact of any change in valuation of unlisted investments, as final Director's valuations relating to the main unlisted investments had not yet been completed at the date of publication.
- 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 2023 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.

Salter Brothers Emerging Companies Limited
Directors' report
31 December 2023

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.

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

23 February 2024

23 February 2024

The Board of Directors
Salter Brothers Emerging Companies Limited
Level 9, 477 Collins Street
Melbourne VIC 3001 Australia

Dear Directors,

Auditor's Independence Declaration to 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.

As lead audit partner for the review of the half year financial report of Salter Brothers Emerging Companies Limited for the half year ended 31 December 2023, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- The auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- Any applicable code of professional conduct in relation to the review.

Yours faithfully



DELOITTE TOUCHE TOHMATSU



Paul Schneider
Partner
Chartered Accountants
Melbourne, 23 February 2024

Salter Brothers Emerging Companies Limited
Condensed statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2023

	Note	Half-year ended 31 December 2023 \$'000	Half-year ended 31 December 2022 \$'000
Investment income			
Dividend income		357	1,830
Net gains on financial instruments at fair value through profit or loss	4	2,419	9,474
		<u>2,776</u>	<u>11,304</u>
Interest income		24	26
Sundry Income		-	30
Expenses			
Management fees		(582)	(728)
Directors' fees		(62)	(62)
Professional fees		(34)	(44)
Other expenses		(361)	(310)
		<u>(1,039)</u>	<u>(1,444)</u>
Profit before income tax expense		1,761	10,216
Income tax expense		(452)	(2,834)
		<u>(452)</u>	<u>(2,834)</u>
Profit after income tax expense for the half-year attributable to the shareholders of Salter Brothers Emerging Companies Limited		1,309	7,382
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>1,309</u>	<u>7,382</u>
		Cents	Cents
Earnings per share for profit attributable to the shareholders of Salter Brothers Emerging Companies Limited			
Basic and diluted earnings per share	5	1.42	7.85

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 2023

	Note	31 December 2023 \$'000	30 June 2023 \$'000
Assets			
Cash and cash equivalents		2,099	5,696
Trade and other receivables		389	156
Other assets		119	77
Financial assets at fair value through profit or loss	6	79,564	75,222
Deferred tax assets		4,777	5,230
Total assets		<u>86,948</u>	<u>86,381</u>
Liabilities			
Trade and other payables	7	48	270
Total liabilities		<u>48</u>	<u>270</u>
Net assets		<u>86,900</u>	<u>86,111</u>
Equity			
Contributed equity	8	92,519	93,039
Accumulated losses		(5,619)	(6,928)
Total equity		<u>86,900</u>	<u>86,111</u>

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 2023

	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>
	Contributed equity \$'000	Retained earnings \$'000	Total equity \$'000
Balance at 1 July 2023	93,039	(6,928)	86,111
Profit after income tax expense for the half-year	-	1,309	1,309
Other comprehensive income for the half-year, net of tax	-	-	-
Total comprehensive income for the half-year	-	1,309	1,309
<i>Transactions with shareholders in their capacity as shareholders:</i>			
Share buy-backs	(520)	-	(520)
Balance at 31 December 2023	<u>92,519</u>	<u>(5,619)</u>	<u>86,900</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 2023

	Half-year ended 31 December 2023 \$'000	Half-year ended 31 December 2022 \$'000
Cash flows from operating activities		
Proceeds from sale of investments	14,413	39,577
Payments for investments	(16,686)	(44,488)
Dividend and distributions received	295	1,830
Sundry income	-	33
Interest received	24	26
Management fees paid	(731)	(784)
Operating expenses paid	(392)	(334)
Net cash (used in) operating activities	(3,077)	(4,140)
Net cash from investing activities	-	-
Cash flow from financing activities		
Payments for share buy-backs	(520)	(1,275)
Net cash (used in) financing activities	(520)	(1,275)
Net decrease in cash and cash equivalents	(3,597)	(5,415)
Cash and cash equivalents at the beginning of the financial half-year	5,696	7,467
Cash and cash equivalents at the end of the financial half-year	<u>2,099</u>	<u>2,052</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 2023

Note 1. Corporate information

The financial statements of Salter Brothers Emerging Companies Limited (the "Company") for the half-year ended 31 December 2023 were authorised for issue in accordance with a resolution of the Directors on 23 February 2024.

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 2023 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 2023 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.

The accounting policies adopted in the preparation of the half-year financial report are consistent with those adopted and disclosed in the Company's 2023 annual financial report for the financial year ended 30 June 2023 except as discussed in Note 2.3 (a). The accounting policies are consistent with Australian Accounting Standards.

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.

Salter Brothers Emerging Companies Limited
Notes to the condensed financial statements
31 December 2023

Note 2. Significant Accounting Policies (continued)

(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.

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 2023 \$'000	Half-year ended 31 December 2022 \$'000
Realised gains/(losses) on financial instruments at fair value through profit or loss	624	(8,338)
Unrealised (losses)/gains on financial instruments at fair value through profit or loss	1,795	17,812
	<u>2,419</u>	<u>9,474</u>

Note 5. 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 2023 \$'000	Half-year ended 31 December 2022 \$'000
Profit after income tax attributable to the shareholders of Salter Brothers Emerging Companies Limited	<u>1,309</u>	<u>7,382</u>

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

	Cents	Cents
Basic and diluted earnings per share	1.42	7.85
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	<u>92,315,204</u>	<u>94,085,651</u>

Salter Brothers Emerging Companies Limited
Notes to the condensed financial statements
31 December 2023

Note 6. Financial assets at fair value through profit or loss

	31 December 2023 \$'000	30 June 2023 \$'000
Listed equity securities	68,057	66,835
Unlisted equity securities	11,507	8,387
	<u>79,564</u>	<u>75,222</u>

Refer to note 10 for further information on fair value measurement.

Note 7. Trade and other payables

	31 December 2023 \$'000	30 June 2023 \$'000
Outstanding settlements payable	-	87
Management fee accrual	-	105
Other payable and accruals	48	78
	<u>48</u>	<u>270</u>

Note 8. Contributed equity

	31 December 2023 Shares	30 June 2023 Shares	31 December 2023 \$'000	30 June 2023 \$'000
Ordinary shares issued and fully paid	<u>91,473,169</u>	<u>92,462,046</u>	<u>92,519</u>	<u>93,039</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 9. Dividends

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

Note 10. 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.

Salter Brothers Emerging Companies Limited
Notes to the condensed financial statements
31 December 2023

Note 10. Fair value measurement (continued)

Fair value measurement hierarchy for assets as at 31 December 2023:

		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
	Date of valuation				
Assets measured at fair value:					
Financial assets at fair value through profit or loss	31 December 2023	68,057	-	11,507	79,564

Fair value measurement hierarchy for assets as at 30 June 2023:

		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
	Date of valuation				
Assets measured at fair value:					
Financial assets at fair value through profit or loss	30 June 2023	66,635	200	8,387	75,222

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. Unobservable valuation inputs are determined based on the best information available, which might include the entity's own data, reflecting its assumptions as well as best practices carried out or undertaken by other market participants. These valuation techniques are used to the extent that observable inputs are not available. The price of some level 3 unlisted positions have been determined using unobservable inputs that were not developed internally by the Company, in this case, the price of a recent capital raising.

Salter Brothers Emerging Companies Limited
Notes to the condensed financial statements
31 December 2023

Note 10. Fair value measurement (continued)

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	8,387	1,019	-	2,101	11,507

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 2023 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.

Valuation technique	Significant unobservable inputs	Sensitivity of the input to fair value
Capitalisation of earnings	EBITDA Multiples	In isolation, a 10% increase/(decrease) in EBITDA multiples would result in an increase/(decrease) in fair value by \$50,624.
Comparable market transactions	Revenue Multiples	In isolation, a 10% increase/(decrease) in Revenue multiples would result in an increase/(decrease) in fair value by \$755,528.

Note 11. Related party disclosures

COMPENSATION OF KEY MANAGEMENT PERSONNEL OF THE COMPANY

	Half-year ended 31 December 2023 \$	Half-year ended 31 December 2022 \$
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 2023 were as follows:

	Half-year ended 31 December 2023 \$	Half-year ended 31 December 2022 \$
Management fee paid/payable to Salter Brothers Funds Management Pty Ltd	581,673	728,041
Shared services fees paid/payable to Salter Brothers Funds Management Pty Ltd	180,000	180,000
Total	761,673	908,041

Salter Brothers Emerging Companies Limited
Notes to the condensed financial statements
31 December 2023

Note 11. Related party disclosures (continued)

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

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 2023 is \$13,869 (30 June 2023: \$105,000).

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 2023 is \$0 (30 June 2023: \$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 2023 is \$0 (30 June 2023: \$0).

Note 12. 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 2023.

(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 2023.

Note 13. Events after the reporting period

No matter or circumstance has arisen since 31 December 2023 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.

Salter Brothers Emerging Companies Limited
Directors' declaration
31 December 2023

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 2023 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

23 February 2024

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

Report on the Half-Year Financial Report

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 2023, 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 material accounting policy information 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 accompanying half-year financial report of the Company does not comply with the *Corporations Act 2001*, including:

- Giving a true and fair view of the Company's financial position as at 31 December 2023 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 auditor independence requirements of the *Corporations Act 2001* and 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.

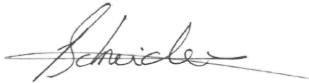
Auditor's Responsibilities for the Review of the Half-year Financial Report

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 2023 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, 23 February 2024