

Establishment Deed – Booster Innovation Scheme

Booster Investment Management Limited

Public Trust

DATED 22 October 2020

PARTIES

1. **Booster Investment Management Limited (Manager)**
2. **Public Trust (Supervisor)**

BACKGROUND

- A. The Booster Investment Series II was established by a Trust Deed dated 7 January 2019 (**Original Trust Deed**) in order to establish and manage a variety of Managed Investment Schemes in accordance with the Financial Markets Conduct Act 2013 and its regulations. The Booster Investment Scheme 2 is the Original Scheme established pursuant to the Original Trust Deed. The Trust Deed was amended and replaced on 18 September 2019 (**Trust Deed**).
- B. In accordance with clause 3.7 of the Trust Deed, the Manager has given notice to the Supervisor of its desire to constitute and establish a new Scheme known as the 'Booster Innovation Scheme' to be governed by the Trust Deed. The Supervisor has agreed. Accordingly, the Supervisor and the Manager enter into this deed to provide for the establishment of the Booster Innovation Scheme and to set out such particulars in respect of that Scheme as the Supervisor and the Manager consider necessary or appropriate.
- C. The Manager and the Supervisor confirm that this deed does not contain any provision which affects the rights or interests of Unit Holders of the Original Scheme, being the only Scheme that was governed by the Trust Deed and in existence immediately prior to date of this deed.

COVENANTS

1. DEFINITIONS AND INTERPRETATION

- 1.1 **Definitions:** Words defined in the Trust Deed will have the same meaning in this deed.
- 1.2 **Interpretation:** In this deed:
 - (a) headings are for convenience only and have no legal effect;
 - (b) reference to the singular includes the plural and vice versa; and
 - (c) reference to any document includes any amendment, supplementation or replacement of it made from time to time.

2. ESTABLISHMENT OF NEW SCHEME

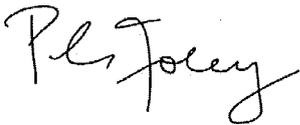
- 2.1 **Establishment:** In accordance with clauses 3.3(b) and 3.7 of the Trust Deed, and with effect from the date of this deed, the Supervisor and the Manager establish and constitute the Booster Innovation Scheme as an Additional Scheme governed by the Trust Deed.
- 2.2 **Supervisor:** The Supervisor agrees to act as supervisor of the Booster Innovation Scheme, and to hold the Scheme Assets of the Booster Innovation Scheme on trust for Unit Holders, upon and subject to the terms and conditions contained or implied in the Trust Deed and in the Schedule to this deed.
- 2.3 **Manager:** The Manager agrees to act as the manager of the Booster Innovation Scheme, upon and subject to the terms and conditions contained or implied in the Trust Deed and in the Schedule to this deed.

3. GENERAL

- 3.1 **Alterations:** This deed may be altered only in writing signed by each party.
- 3.2 **Costs:** The Manager will reimburse the Supervisor its costs of negotiating, preparing and executing this deed.
- 3.3 **Severability:** Part or all of any provision of this deed that is illegal or unenforceable may be severed from this deed and the remaining provisions of this deed continue in force.
- 3.4 **Counterparts:** This deed may be executed in counterparts. All executed counterparts constitute one deed.
- 3.5 **Further action:** Each party must do everything reasonably necessary (including executing documents) to give full effect to this deed and any transaction contemplated by it.
- 3.6 **Governing law and jurisdiction:** This deed is governed by the law of New Zealand and each party irrevocably and unconditionally submits to the non-exclusive jurisdiction of the courts of New Zealand.

EXECUTION AND DELIVERY

SIGNED on behalf of **BOOSTER INVESTMENT MANAGEMENT LIMITED** of which we have consented to having our digital signature applied in accordance with the New Zealand Contract and Commercial Law Act 2017 by:



Signature of Director
Name of Director: Paul Foley



Signature of Director
Name of Director: John Selby

EXECUTED under the name of PUBLIC TRUST by:

Signature of attorney



Ireen Muir Head of Client Services Corporate Trustee Services Public Trust Wellington
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Name of attorney

In the presence of:

Signature of witness



Name of witness

Heidi Wu Business Analyst Corporate Trustee Services Public Trust Wellington

Occupation of witness

Place of residence of witness

**CERTIFICATE OF NON-REVOCATION
OF POWER OF ATTORNEY**

I, Ireen Muir of Wellington, hold the office of Head of Client Services, Corporate Trustee Services at Public Trust, an entity established under the Public Trust Act 2001, and certify that:

- 1 by deed dated 28 August 2019, Public Trust appointed me its attorney on the terms and conditions set out in the deed of appointment of attorneys which is deposited at Land Information New Zealand; and
- 2 at the date hereof I hold the position of Head of Client Services, Corporate Trustee Services with Public Trust; and
- 3 at the date of this certificate I have not received any notice of the revocation of that appointment.

Date: 22 October 2020


Ireen Muir