



# Booster Innovation Fund

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**Financial Statements 2024**



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**Statement of Comprehensive Income**  
For the year ended 31 March 2024

		2024	2023
	Note	\$'000	\$'000
Interest income	5	17	5
Net (losses)/gains on foreign exchange translation on financial instruments at fair value through profit or loss	7	(11)	80
Net gains on financial instruments at fair value through profit or loss	7	1,622	1,151
<b>Total Income</b>		<b>1,628</b>	<b>1,236</b>
Performance management fees	11	-	201
Administration costs	10	35	32
<b>Total Expenses</b>		<b>35</b>	<b>233</b>
<b>Profit for the year before tax</b>		<b>1,593</b>	<b>1,003</b>
<b>Profit for the year after tax for the period attributable to unitholders</b>		<b>1,593</b>	<b>1,003</b>
<b>Other comprehensive income</b>		<b>-</b>	<b>-</b>
<b>Total comprehensive income for the period attributable to unitholders</b>		<b>1,593</b>	<b>1,003</b>

**Statement of changes in net assets attributable to unitholders**  
For the year ended 31 March 2024

	2024	2023
	\$'000	\$'000
<b>Net assets at the beginning of the reporting period</b>	<b>14,086</b>	<b>7,620</b>
<i>Transactions with unitholders</i>		
Proceeds from units issued	3,835	5,473
Withdrawals	(59)	(10)
Net profit after tax and total comprehensive income	1,593	1,003
<b>Net assets attributable to unitholders at the end of the reporting period</b>	<b>19,455</b>	<b>14,086</b>

**Statement of Financial Position**  
As at 31 March 2024

	Note	2024 \$'000	2023 \$'000
<b>Assets</b>			
Cash and cash equivalents	6	350	178
Financial assets at fair value through profit or loss	7	19,139	14,143
<b>Total Assets</b>		<b>19,489</b>	<b>14,321</b>
<b>Liabilities</b>			
Performance fee payable	11	-	201
Other payables		34	34
<b>Total Liabilities</b>		<b>34</b>	<b>235</b>
<b>Net assets attributable to unitholders</b>		<b>19,455</b>	<b>14,086</b>
<i>Represented by:</i>			
<b>Net assets attributable to unitholders</b>		<b>19,455</b>	<b>14,086</b>

For and on behalf of Booster Investment Management Limited who authorised the issue of these financial statements on 26 June 2024:



**John Selby**  
Director and Chair of the Board



**Richard Kirkland**  
Director and Chair of the Audit, Risk, and Compliance Committee

**Statement of Cash Flows**  
**For the year ended 31 March 2024**

	Note	2024 \$'000	2023 \$'000
<i>Cash was provided from/(applied to):</i>			
Interest income		17	5
Administration costs		(236)	(23)
Purchase of financial instruments at fair value through profit or loss		(3,385)	(5,391)
<b>Net cash outflows from operating activities</b>	6	<b>(3,604)</b>	<b>(5,409)</b>
<i>Cash was provided from/(applied to):</i>			
Proceeds from units issued		3,835	5,473
Payments for redemption of units		(59)	(10)
<b>Net cash inflows from financing activities</b>		<b>3,776</b>	<b>5,463</b>
Net increase in cash held		172	54
Cash and cash equivalents at beginning of reporting period		178	124
<b>Cash and cash equivalents at end of reporting period</b>	6	<b>350</b>	<b>178</b>

## Notes to the financial statements

### 1. Reporting entity

These financial statements are for the Booster Innovation Scheme's only fund, the Booster Innovation Fund (the Fund) as at 31 March 2024 (reporting date). Comparative information has been provided for the year to 31 March 2023.

The Booster Innovation Scheme is established and domiciled in New Zealand and is an FMC Reporting Entity under the Financial Markets Conduct Act 2013. The Scheme is a managed investment scheme. The Scheme is comprised of one investment fund at the reporting date. The Fund's aim is to provide investors with an opportunity to invest in early stage companies founded on intellectual property originated or developed in New Zealand that the Manager believes have the potential to become commercially successful globally. Since 2 March 2022, the Fund's units are quoted on the NZX main Board operated by the NZX Limited (under code "BIF").

The Scheme was initially established on 22 October 2020 as part of the Booster Investment Scheme Master Trust which is dated 18 September 2019.

The Manager of the Scheme is Booster Investment Management Limited, and the Supervisor is Public Trust.

These financial statements have been prepared for the only Fund within the Scheme and not the Scheme as a whole in accordance with the Financial Markets Conduct (Financial Statements for Schemes Consisting Only of Separate Funds) Exemption Notice 2022.

These financial statements were adopted and authorised for issue by the Board of Directors of the Manager on 26 June 2024.

### 2. Basis of preparation

#### a) Statement of compliance

The financial statements of the Fund have been prepared in accordance with the Trust Deed governing the Scheme, section 7 of the Financial Markets Conduct Act 2013 and Generally Accepted Accounting Practice in New Zealand (NZ GAAP). For the purpose of complying with NZ GAAP, the Fund is a for-profit entity. They comply with New Zealand equivalents to International Financial Reporting Standards (NZ IFRS) issued by the New Zealand Accounting Standards Board and International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board, and other applicable financial reporting standards as appropriate for profit oriented entities. The financial statements of the Fund have been prepared in accordance with Tier 1 for profit reporting requirements outlined in the External Reporting Board's Accounting Standards Framework (XRB-A1) and they have been prepared on the assumption that the Fund operates on a going concern basis.

#### b) Basis of measurement

The financial statements have been prepared on an accruals basis and are based on historical costs modified by the revaluation of selected assets and liabilities for which the fair value basis of accounting has been applied.

The Statement of Financial Position is presented on a liquidity basis. Assets and liabilities are presented in decreasing order of liquidity and are not classified between current or non-current.

The Scheme is not registered for GST and the financial statements are stated inclusive of GST where applicable.

#### c) Functional and presentation currency

The functional currency of the Fund is New Zealand dollars (NZD).

The financial statements are presented in NZD and rounded to the nearest thousand (\$'000) unless otherwise stated.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at period end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income.

Investments and other monetary assets and liabilities denominated in foreign currency are translated to NZD at the exchange rate prevailing at the reporting date.

## 2. Basis of preparation (continued)

### d) Uses of estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described below:

#### **Fair Value of Financial Assets at Fair Value through Profit or Loss**

The most significant judgement made in the preparation of these financial statements relates to the reliance on the Manager's valuation of Level 3 financial assets. Significant judgements, estimates and assumptions were used to derive the value of the level 3 financial assets at fair value through profit or loss. Refer to note 7 for further detail about the value of these investments.

### e) Investment entities

The Fund meets the definition of an investment entity. The Manager determined that the Fund meets the definition of an investment entity by considering the number of unitholders in the Fund, the Fund's business purpose which is to generate a return to unitholders from capital appreciation and that substantially all of the funds financial assets are measured and evaluated on a fair value basis.

### f) Unitholders' funds

The Fund will aim to make a limited amount of cash available for withdrawals. Due to the limited cash available for withdrawals and uncertain demand for withdrawals by other investors, unitholders should regard an investment in the Fund as not readily redeemable.

Units in the Fund are quoted on the NZX Main Board. Unitholders may be able to sell their units on the NZX if there are interested buyers.

The units qualify as 'puttable instruments' and are classified as equity.

## 3. Accounting Policies

Material accounting policies that summarise the measurement used and are relevant to the understanding of these financial statements are provided throughout the accompanying notes.

The accounting policies adopted have been consistently applied throughout the periods presented in these financial statements.

## 4. Standards, amendments, and interpretations to existing standards

IFRS 18 Presentation and Disclosure in Financial Statements was issued in 2024 to replace IAS 1 Presentation of Financial Statements. The effective date is for annual periods beginning on or after 1 January 2027. The Fund and Scheme have not early adopted IFRS 18.

Several amendments and interpretations apply for the first time in 2024, but do not have an impact on the financial statements of the Fund and Scheme.

## 5. Dividend, distribution and interest revenue

Revenue is recognised to the extent that it is probable that economic benefits will flow to the Fund and the revenue can be readily measured.

Interest Revenue is recognised using the effective interest rate method, and includes revenue earned on cash equivalents.

Net realised and unrealised gains or losses on financial instruments at fair value through profit or loss are calculated as the difference between the fair value at sale or redemption, or at reporting date, and the fair value recorded at the date of the last valuation. This difference includes both realised and unrealised gains and losses but does not include interest or dividend revenue.

## 6. Cash and Cash Equivalents

Cash at bank represents cash and on-call deposits with New Zealand banks registered with the Reserve Bank of New Zealand, with the result that they are subject to insignificant risk of changes in value.

Cash and cash equivalents are classified as financial assets measured at amortised cost in accordance with NZ IFRS 9 Financial Instruments.

	2024 \$'000	2023 \$'000
<b>Cash at bank - Total</b>	<b>350</b>	<b>178</b>

### Reconciliation of net profit after tax to net cash from operating activities

Payments and receipts relating to the purchase and sale of financial assets are classified as cash flows from operating activities, as income from and movements in the fair value of these securities represent the Fund's main income generating activity.

	2024 \$'000	2023 \$'000
Net profit after tax	1,593	1,003
<i>Movement in assets and liabilities</i>		
Purchase of financial instruments at fair value through profit or loss	(3,385)	(5,391)
Change in performance fee payable	(201)	201
Change in other payables	-	9
Net gains on financial instruments at fair value through profit or loss	(1,622)	(1,151)
Net (gains)/losses on foreign exchange translation on financial instruments at fair value through profit or loss	11	(80)
<b>Net cash outflows from operating activities</b>	<b>(3,604)</b>	<b>(5,409)</b>

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

Financial instruments are recognised initially at fair value. Subsequent to initial recognition, all financial instruments at fair value through profit or loss are measured at fair value with changes in their fair value recognised in profit or loss within the Statement of Comprehensive Income, resulting in transaction costs being reflected in the movement in fair value for the period.

	2024 \$'000	2023 \$'000
NZ Innovation Booster LP*	11,728	7,647
Unlisted Shares	7,411	6,496
<b>Total financial assets held at fair value through profit or loss</b>	<b>19,139</b>	<b>14,143</b>

\* The Fund holds units in NZ Innovation Booster LP, refer to note 11 Related parties for more information.

NZ IFRS 13 Fair Value Measurement, requires the Fund to measure and disclose fair values using the following fair value hierarchy:

Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities;

Level 2: inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices);

Level 3: inputs for the asset or liability that are not based on observable market data.

The Fund's financial assets and liabilities at fair value through profit or loss are classified as follows:

<b>NZ IFRS 13 Fair Value Measurement</b>	<b>2024 \$'000</b>	<b>2023 \$'000</b>
Level 1	-	-
Level 2	-	-
Level 3	19,139	14,143
<b>Total financial assets held at fair value through profit or loss</b>	<b>19,139</b>	<b>14,143</b>



**7. Financial assets at fair value through profit or loss (continued)**

*Measurement of fair value of financial instruments classified as Level 3*

Financial instruments classified as being Level 3 relate to shares in registered unlisted companies, founded on intellectual property originated or developed in New Zealand, and New Zealand Limited Partnerships (as noted above).

Where the Fund holds the investment directly, the last price at which capital was raised by the relevant business is used as a reference price. The Manager also considers how recently the business last raised capital and its relevance given changes in the business, as well as any changes to its target market or its progress towards the commercialisation of its intellectual property since the last capital raise. An assessment will be made of the extent to which the business has achieved its business plan since the last capital raise, its remaining cash available, and any capital raising activity in progress, on at least a quarterly basis. Any other new information received in respect of an investment that may be material to the Fund’s unit price is considered on a monthly basis prior to the issue or redemption of units in the Fund.

Where the Fund holds the investment indirectly, the valuation will be initially determined by the Manager/ Board of the relevant underlying investment entity and reviewed by the Fund’s Advisory Board prior to approval by the Fund’s Investment Committee. The Manager also assesses the valuation approach taken by BIF’s investment partners for consistency with the valuation approach described for investments in level 3 assets below. For example, this valuation approach is consistent with the approach applied by NZ Innovation Booster LP in respect of its investments. Applying the criteria described above, where the Manager assesses the value of an investment may have materially changed, a more comprehensive assessment of value is made including consideration of other indicators of value such as industry valuation benchmarks, similar investment company comparisons or third-party pricing events where available.

There were no transfers between Level 1, Level 2 and Level 3 in the current financial period.

All financial assets recognised within the financial statements are classified as Level 3 (Non observable inputs).

**Reconciliation of level 3 investments for the year:**

	2024 \$'000	2023 \$'000
Opening balance	14,143	7,521
Acquisitions	3,385	5,391
Distributions	-	-
Fair value adjustments	1,622	1,151
Foreign exchange translation	(11)	80
<b>Closing balance</b>	<b>19,139</b>	<b>14,143</b>

The table below provides information about how the fair value of financial assets valued at fair value through profit or loss for level 3 inputs have been determined.

Valuation Methodology	Key inputs	Unobservable inputs	Sensitivity analysis
Price of recent investment supported by other observable data including achievement to business plan, recent capital raising activity and remaining cash balance.	Price of recent investment, business plan achievement, last capital raise valuation, recent capital raising activity.	Management’s assessment of performance against business plan.	Fair value is influenced by how the business is progressing towards commercialisation objectives, which may be evidenced through the share price of capital raises, any partially complete capital raises may result in a material change in fair value. Review of any unobservable inputs will be reviewed to the extent that they may affect the fair value.

**7. Financial assets at fair value through profit or loss (continued)**

The following table represents the Funds interest based on shares issued at the reporting date for level 3 financial assets:

Company	Business sector	Business sub-sector	Development stage	% share interest
Advemto Limited <sup>1</sup>	Materials and technologies	Scientific instrumentation	Early stage	17.8%
Alimetry Limited <sup>1</sup>	Life sciences and medical technologies	Screening and diagnostics – human	Expansion	0.8%
Allegro Energy Pty Limited <sup>1</sup>	Energy and clean technologies	Energy storage	Early stage	2.9%
Amaroq Therapeutics Limited <sup>1</sup>	Life sciences and medical technologies	Life sciences – human health	Seed	9.6%
Avalia Immunotherapies Limited <sup>1, 2, 3</sup>	Life sciences and medical technologies	Life sciences – human health	Seed	10.2%
Avasa Limited <sup>4</sup>	Life sciences and medical technologies	Medical devices	Seed	1.5%
BioLumic Inc	Materials and technologies	Agriculture technologies	Expansion	1.2%
B.Spkl Limited	Energy and clean technologies	Green hydrogen technologies	Seed	2.4%
Calocurb Holdings Limited	Life sciences and medical technologies	Health supplements	Early stage	2.4%
Captivate Technology Limited	Energy and clean technologies	Carbon capture	Seed	3.5%
Chitogel Limited <sup>1</sup>	Life sciences and medical technologies	Biotechnology – human health	Expansion	1.6%
Codify Asset Solutions (CAS) Limited <sup>1, 2</sup>	Information technology services	Building industry software	Early stage	2.4%
Ferronova Pty Limited <sup>1</sup>	Life sciences and medical technologies	Screening and diagnostics - human	Expansion	3.5%
Hot Limes Labs Limited	Energy and clean technologies	Carbon capture - horticulture	Early stage	4.5%
Inhibit Coatings Limited <sup>1, 5</sup>	Materials and technology	Material coatings	Early Stage	6.3%
InsituGen Limited <sup>1</sup>	Life sciences and medical technologies	Screening and diagnostics – animal and	Expansion	14.8%
Jaipuna Limited (trading as Amy.app)	Information technology services	Education technologies	Early stage	1.4%
Komodo Holdings Limited	Information technology services	Education technologies	Early stage	4.0%
Ligar Limited Partnership <sup>1, 2</sup>	Materials and technology	Biotechnology materials	Expansion	0.7%
Liquium Limited <sup>1</sup>	Energy and clean technologies	Ammonia production	Seed	8.3%
MACSO Technologies Limited <sup>4</sup>	Information technology services	Animal health	Seed	2.4%
Marama Labs Limited <sup>1, 6</sup>	Information technology services	Software and measurement hardware	Early Stage	6.0%
Mekonos Inc <sup>1</sup>	Life sciences and medical technologies	Life sciences – human health	Expansion	0.4%
Montoux Limited	Information technology services	Life and health insurance	Expansion	3.4%
My Better Breathing Limited (trading as Good Air)	Life sciences and medical technologies	Medical devices	Expansion	2.4%
Opo Bio Limited	Materials and technologies	Cellular agriculture	Seed	7.1%
Opum Technologies Limited <sup>2</sup>	Life sciences and medical technologies	Screening and diagnostics	Early stage	2.8%
Orbis Diagnostics Limited	Life sciences and medical technologies	Screening and diagnostics - human	Early stage	0.7%
PowerON Limited <sup>2</sup>	Materials and technology	Soft Robotics	Early stage	5.1%
Scentian Bio Limited	Information technology services	Smart sensors	Early stage	2.2%

<sup>1</sup> Investments are held indirectly via an interest in NZ Innovation Booster LP

<sup>2</sup> The investment value has decreased to \$nil value as the company is in liquidation or under receivership

<sup>3</sup> The investment is held via a convertible note, percentage indicates estimated equity position on conversion

<sup>4</sup> Investment is held via a security convertible to equity, percentage indicates estimated equity position on conversion

<sup>5</sup> Investment via a convertible loan note was converted into preference shares in October 2023

<sup>6</sup> The company underwent a share consolidation during the reporting period

## 7. Financial assets at fair value through profit or loss (continued)

The following table represents the Funds interest based on shares issued at the reporting date for level 3 financial assets:

Company	Business sector	Business sub-sector	Development stage	% share interest
Sensor Holdings Limited (trading as StretchSense)	Information technology services	Augmented and virtual reality	Expansion	2.1%
The Sustainable Care Company Limited (trading as Cleanery)	Life sciences and medical technologies	Consumer products	Expansion	2.6%
TamoRx Limited <sup>7</sup>	Life sciences and medical technologies	Life sciences – human health	Seed	4.2%
Tasmanlon Limited <sup>1</sup>	Energy and clean technologies	Energy storage	Seed	10.7%
Upstream Medical Technologies Limited <sup>1, 3</sup>	Life sciences and medical technologies	Screening and diagnostics – human	Early stage	3.0%
Wellumio Limited	Life sciences and medical technologies	MRI scanners	Seed	3.0%
Whole Fish Limited (trading as NewFish)	Materials and technology	Food nutrition	Seed	1.6%
Woolchemy NZ Limited	Materials and technology	Natural materials	Early Stage	4.1%
X-Frame Pty Limited <sup>1</sup>	Materials and technology	Construction materials	Expansion	7.7%
ZeroJet Limited	Energy and clean technologies	Electric systems	Expansion	4.3%

<sup>1</sup> Investments are held indirectly via an interest in NZ Innovation Booster LP

<sup>2</sup> The investment value has decreased to \$nil value as the company is in liquidation or under receivership

<sup>3</sup> A portion of the investment is held via a convertible note, percentage indicates estimated equity position on conversion

<sup>4</sup> Investment is held via a security convertible to equity, percentage indicates estimated equity position on conversion

<sup>5</sup> Investment via a convertible loan note was converted into preference shares in October 2023

<sup>6</sup> The company underwent a share consolidation during the reporting period

<sup>7</sup> The investment value has decreased to \$nil value as the company has failed to achieve technical milestones

### Convertible note - Avalia Immunotherapies Ltd

The Fund owns 102,400 Convertible Loan Notes, via an interest in NZ Innovation Booster LP, each of \$1.00. However, the investment value is \$nil value at balance date, as the company is now in liquidation.

### Simple Agreement for Future Equity (SAFE) - MACSO Technologies Ltd

The Fund owns 250,000 SAFE notes, each of \$1.00. The investment amount will be converted into shares at the conversion date being:

- (a) the date of the equity financing; or
- (b) a liquidity event; or
- (c) an insolvency event.

The SAFE Notes have been valued at cost which is assessed to be fair value. The SAFE Notes will convert at the lower of the current valuation at the conversion date, or a discount to the valuation determined by the price paid by future investors.

### Simple Agreement for Future Equity (SAFE) - Avasa Ltd

The Fund owns 150,000 SAFE notes, each of \$1.00. The investment amount will be converted into shares at the conversion date being:

- (a) the date of the equity financing; or
- (b) a liquidity event; or
- (c) an insolvency event.

The SAFE Notes have been valued at cost which is assessed to be fair value. The SAFE Notes will convert at the lower of the current valuation at the conversion date, or a discount to the valuation determined by the price paid by future investors.

### Convertible note - Upstream Medical Technologies Ltd

The Partnership owns 262,500 Convertible Loan Notes, each of \$1.00. The conversion of the Convertible Loan Notes will occur when the maturity date of the Convertible Loan Notes is the later of:

- (a) an "Automatic Conversion Event" will occur if the Final Milestone is confirmed as satisfied or waived by the Lead Investor on or before 31 October 2023.
- (b) an "Optional Conversion Event" will occur if the Investor elects to convert some or all of the Investment Amount into Preference Shares. No interest accrues on the Convertible Loan Notes.

The Convertible Loan Notes have been valued at \$1.00 per note. The Convertible Loan Notes will convert in respect of (a) by dividing the pre-money valuation by the number of Shares in the Company at the date the Final Milestone is confirmed. In respect of (b) \$1.30 per Preference Share.

## 7. Financial assets at fair value through profit or loss (continued)

### Business Development Stage

#### Company Formation (or sometimes referred to as 'seed')

This is the pre-revenue company establishment stage once the intellectual property is ready for commercialisation. It involves the employment of initial staff, formation of the Board, confirmation of the business model including product development, market validation and initiating the company's intellectual property strategy. Typically, the company secures initial investment in the order of \$1m and this takes the company through the first 18 months of its existence.

#### Early stage (or sometimes referred to as 'start-up')

This stage frequently involves more than one investment which provides funding for product development, pilot production, team expansion and the first sales. Capital funding typically provides the business with sufficient cash for 2-4 years.

#### Expansion (or sometimes referred to as Series A and B)

At this stage the company has proven its technology and is seeking to expand its market share and scale its business operations and capability.

## 8. Financial risk management

As at reporting date, the Fund is invested in an unlisted limited partnership and unlisted companies. Risks arising from holding financial instruments are managed through a process of on-going identification, measurement and monitoring. The Fund may be exposed to credit risk, market price risk and liquidity and cash flow risk arising from the financial instruments it holds.

The risks are measured using a method that reflects the expected impact on the results and net assets attributable to Unitholders of the Fund from reasonably possible changes in the relevant risk variables.

Information about these risk exposures at the reporting date, measured on this basis, is disclosed below. Information about the total fair value of financial instruments exposed to risk, as well as compliance with established investment mandate limits, is also monitored by the Manager. These mandate limits reflect the investment strategy and market environment of the Fund, as well as the level of risk that the Fund is willing to accept, with additional emphasis on selected industries. This information is prepared and reported to relevant parties within the Manager on a regular basis (ranging from daily to monthly depending on the nature of the information) as deemed appropriate.

In order to avoid excessive concentrations of risk, the Manager monitors the Fund's exposure to ensure concentrations of risk remain within acceptable levels. The risk management policies employed by the Manager to manage these risks are discussed below.

#### Credit risk

Credit risk represents the risk that the counterparty will fail to discharge an obligation and cause the Fund to incur a financial loss.

With respect to credit risk arising from the financial assets of the Fund, the Fund's exposure to credit risk arises from default of the counterparty, with the current exposure equal to the fair value of these instruments as disclosed in the Statement of Financial Position. This does not represent the maximum risk exposure that could arise in the future as a result of changes in values, but best represents the current maximum exposure at the reporting date.

Concentrations of credit risk are minimised in the Fund primarily by:

- Ensuring due diligence is completed on the counterparties and regular reviews are completed against milestones throughout the year; and
- Ensuring that transactions are undertaken with a large number of counterparties.

The carrying amount of financial assets best represents the maximum credit risk exposure at each reporting date. This relates also to financial assets carried at amortised cost, as they have a short term to maturity.

The Manager does not consider there to be significant credit risk in relation to the Fund as there is no accounts receivable or material cash equivalents.

## 8. Financial risk management (continued)

### Market price risk

Market price risk is the risk that the value of the Fund will fluctuate as a result of changes in market prices. This risk is managed by ensuring that all activities are transacted in accordance with mandates, overall investment strategy and within approved limits.

### Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Fund's only exposure to interest rate risk is on its cash and cash equivalents.

Cash and cash equivalents are current and the Fund does not consider there to exist any significant interest rate risk.

### Price risk

The Fund is exposed to security price risk. This arises from investments held by the Fund for which prices in the future are uncertain.

The analysis below shows the effect of fair value changes on profit or loss and equity that would result in reasonable changes in market fluctuations where the Fund has invested in a limited partnership or directly in equity securities.

	2024	2023
	\$'000	\$'000
Financial instruments exposed to market price risk	19,139	14,143
Market -30%	(5,742)	(4,243)
Market +30%	5,742	4,243

### Liquidity and cash flow risk

Liquidity risk is the risk that the Fund will experience difficulty in either realising assets or raising sufficient funds to satisfy commitments associated with financial instruments. Cash flow risk is the risk that future cash flows derived from holding financial instruments will fluctuate.

This risk applies in relation to withdrawing units. Unlisted shares in early stage companies by nature have relatively long return timeframes. As a result, an investment in the Fund should be considered as not readily redeemable on demand. The Fund aims to have a limited amount of cash available for withdrawals on a quarterly basis.

When an underlying investment is sold, the Manager may make some or all of the proceeds of the sale available for withdrawal.

Should full realisation of assets be required, it is reasonable to expect this may take greater than six months due to the nature of the underlying assets the Fund invests in.

## 9. Capital Risk Management

The Fund's capital is represented by redeemable units and is reflected in the Statement of Financial Position as net assets attributable to Unitholders.

The Fund's objective when managing capital is to safeguard its ability to continue as a going concern in order to provide long-term returns for unitholders on the investment activities thereof.

The Manager monitors capital on the basis of the value of net assets attributable to unitholders. Compliance with investment management mandate limits is monitored by the Manager with oversight from the Supervisor.

## 10. Auditor's remuneration

	2024	2023
	\$'000	\$'000
Audit fees - Ernst & Young	49	33
Other assurance services (Registry engagement) - Ernst & Young	1	1
<b>Total</b>	<b>50</b>	<b>34</b>

The Fund accrues for audit fees during the year. Direct expenses are limited to \$30,000 plus GST per annum, any amounts over this are paid by the Manager.

## 11. Related parties (continued)

The related parties as at 31 March 2024 are presented as follow:

### a) Responsible Entities

Booster Investment Management Limited (BIML) is the Manager of the Scheme. BIML is a wholly owned subsidiary of Booster Financial Services Limited (BFS). BFS holds units in the Fund as noted in 11(g) below.

Public Trust is the Supervisor for the Scheme. Public Trust does not hold or has ever held units in the Fund.

Asset Custodian Nominees Limited (ACNL) is wholly owned by Booster Financial Services Limited. ACNL holds units in the Fund on behalf of investors in its capacity as a custodian company for the Booster Wrap Administration System.

### b) Key management personnel

The Directors of BIML and senior managers are considered to be Key Management Personnel. The Directors of the Manager and senior managers in office during the year or up to the date of signing of these financial statements were:

Directors	Role	Appointed*	Resigned
Allan Seng Tong Yeo	Director	29 April 1999	
Bruce Adrian Edgar	Director	3 October 2016	30 September 2022
John Ross Selby	Independent Director	16 May 2016	
Paul Gerard Foley	Director	30 April 2013	
Melanie Sharon Templeton	Independent Director	1 February 2021	
Richard Gordon Kirkland	Independent Director	30 September 2022	

  

Senior Managers	
Alison Payne	Chief Operating Officer
Andrew Hughes	Chief Risk Officer
Diana Papadopoulos	Chief Customer Officer
Mihaela Chitu	Head of Technology Solutions
Natasha Keddie	Head of Finance and Administration
Nicholas Craven	Chief Investment Officer

\*Note appointment date refers to date employed by the ultimate parent company

No amounts have been paid by the Fund to the Directors in their capacity as Directors of the Manager.

### Advisory Board

The advisory board are considered to be Key Management Personnel. The advisory board members during the year and up to the date of signing of these financial statements were:

	Role	Appointed	Resigned
Jenny Morel	Advisor and Chair of the Advisory Board	11 February 2021	31 March 2023
John Ross Selby	Director	11 February 2021	
Daniela McKenzie	Advisor	27 August 2023	

### Investment Committee

The Investment Committee are considered to be Key Management Personnel. The Investment Committee members during the year and up to the date of signing of these financial statements were:

	Role	Appointed	Resigned
Nicholas John Craven	Chief Investment Officer	24 August 2021	
Brendon Doyle	Director	24 August 2021	21 February 2024
Melissa Yiannoutsos	Fund Manager	1 April 2022	
David Beattie	Director	1 March 2023	

Key Management personnel may hold units in the Fund in their capacity as Members of the Fund. All transactions between these parties are pursuant to, and governed by, the terms of the Trust Deed of the Scheme.

The total value of key management personnel's interests (held personally or closely associated with the person) in the Fund at the reporting date was \$216,000 (2023: \$161,000).

## 11. Related parties (continued)

### c) Manager's management fees and other transactions

Under the terms of the Trust Deed, the Manager is entitled to receive performance management fees from the Fund within the Scheme. These fees are disclosed in the Statement of Comprehensive Income as "performance management fee". The performance based fee is payable to the Manager in the form of units when the Funds performance exceeds the hurdle rate of return (of 10% per annum). The fee is equal to 20% of the excess return. The fee is calculated daily, paid annually based on the annual return. The fee is reviewed and adjusted, if required, following the release of the audited accounts. As at the reporting date no performance fee was payable (31 March 2023: \$201,000).

The performance-based fee, if due, is calculated and paid (in units) for the financial period ended 31 March each year. Because BIF had been in operation for less than a full year at 31 March 2022 (since 24 August 2021), Booster agreed to extend the measurement period for the calculation of the performance-based fee from 24 August 2021 to 31 March 2023. The period of measurement was extended to reduce the possibility that the returns achieved to date were not representative of a full year's return (though the manager had no reason to believe this to be the case).

The Manager and/or the Supervisor are entitled to deduct or be reimbursed out of the Fund within the Scheme for other costs, disbursements, charges, or expenses incurred. These are accrued through the unit price daily. For the 12 months ended 31 March 2024 the amounts paid totalled \$33,000 (31 March 2023: nil). Direct expenses are limited to \$30,000 plus GST per annum, any amounts over this are paid by the Manager.

### d) Fees paid to the Supervisor

Under the terms of the Trust Deed, the Supervisor is entitled to receive Supervisor fees. The Manager pays these fees on behalf of the Fund which totalled \$1,770 for the year ended 31 March 2024 (31 March 2023: \$1,230).

### e) Investment in NZ Innovation Booster Limited Partnership (NZIB)

NZIB is a limited partnership registered under the Limited Partnerships Act 2008. It is not a registered managed investment scheme under the Financial Markets Conduct Act 2013.

The general partner of NZIB is NZ Innovation GP Limited and Booster Financial Services Limited is a 50% shareholder of the general partner.

The table below shows the Fund's fair value investment into NZIB:

	2024	2023
	\$'000	\$'000
NZ Innovation Booster Limited Partnership	11,728	7,646

The above holding represents 59% holding in NZIB.

### f) Investment by funds managed by related parties

Other funds managed by BIML invest in the Fund, as follows as at reporting date:

	2024	2023
	\$'000	\$'000
<b>Booster KiwiSaver Scheme</b>		
Booster KiwiSaver High Growth Fund	2,384	1,819
Booster KiwiSaver Balanced Fund	1,681	1,429
Booster KiwiSaver Moderate Fund	456	416
Booster KiwiSaver Geared Growth Fund	1,414	952
Booster KiwiSaver Balanced Growth Fund	-	-
Booster KiwiSaver Growth Fund	1,664	1,316
Booster KiwiSaver Socially Responsible High Growth Fund	1,163	572
Booster KiwiSaver Socially Responsible Balanced Fund	517	314
Booster KiwiSaver Socially Responsible Moderate Fund	67	48
Booster KiwiSaver Socially Responsible Growth Fund	50	16
Booster KiwiSaver Socially Responsible Geared Growth Fund	82	26
<b>Total Booster KiwiSaver Scheme</b>	<b>9,478</b>	<b>6,908</b>
<b>Booster SuperScheme</b>		
Booster SuperScheme Conservative Portfolio	153	139
Booster SuperScheme Balanced Portfolio	660	603
Booster SuperScheme Growth Portfolio	562	485
Booster SuperScheme High Growth Portfolio	265	208
Booster SuperScheme Socially Responsible Balanced Portfolio	78	44
Booster SuperScheme Socially Responsible High Growth Portfolio	40	15
Booster SuperScheme Sterling Socially Responsible Balanced Portfolio	80	51
<b>Total Booster SuperScheme</b>	<b>1,838</b>	<b>1,545</b>

## 11. Related parties (continued)

### f) Investment by funds managed by related parties (continued)

	2024 \$'000	2023 \$'000
<b>Booster Investment Scheme</b>		
Defensive Fund	3	2
Moderate Fund	63	57
Balanced Fund	224	198
Growth Fund	114	95
High Growth Fund	89	73
Shielded Growth Fund	37	29
Socially Responsible Moderate Fund	23	16
Socially Responsible Balanced Fund	118	76
Socially Responsible High Growth Fund	50	27
Focus Moderate Fund	19	13
Focus Balanced Fund	44	24
Focus Growth Fund	20	12
Focus High Growth Fund	15	6
<b>Total Booster Investment Scheme</b>	<b>819</b>	<b>628</b>

### g) Investment by ultimate parent company of the Manager

The ultimate parent company of the Manager, Booster Financial Services Limited, invests in the Fund as follows as at reporting date:

	2024 \$'000	2023 \$'000
Booster Financial Services Limited	4,389	3,547

## 12. Taxation

The Fund is registered as a listed Portfolio Investment Entity ('Listed PIE'). As a Listed PIE, the Fund is liable for tax at the prevailing company tax rate (28%) on taxable interest and dividends and gains and losses from its investments after the deduction of management fees and other deductible expenses. The Fund will pay tax to cover a tax liability in full, and in this event will accumulate imputation credits. Annually a Listed PIE is required to attach imputation credits to the fullest extent under the tax rules to its distribution (if paid).

	2024 \$'000	2023 \$'000
Tax expense comprises:		
Current tax expense/(benefit)	-	-
Deferred tax expense/(benefit)	-	-
<b>Total tax expense</b>	<b>-</b>	<b>-</b>

The prima facie income tax expense on profit before tax reconciles to the income tax expense in the financial statements as follows:

	2024 \$'000	2023 \$'000
Tax expense comprises:		
Profit before tax	1,593	1,003
Listed PIE profit before tax	1,593	1,003
Less: Income not assessable for taxation	1,593	1,003
Taxable Income	-	-
Income tax using the statutory income tax rate 28%	-	-
Income not assessable for taxation	-	-
<b>Income tax expense as per Statement of Comprehensive Income</b>	<b>-</b>	<b>-</b>

	2024 \$'000	2023 \$'000
<b>Imputation credits</b>		
Imputation credits opening balance	-	-
Imputation credits available resulting from the payment of the provision for tax	-	-
Imputations utilised in the period	-	-
<b>Imputation credits available 31 March 2024</b>	<b>-</b>	<b>-</b>



### 13. Earnings per unit

The basic earnings per unit (EPU) is calculated by dividing profit after tax for the period attributable to unitholders by the weighted average number of units on issue during the period at a Fund level.

The Fund's diluted EPU is the same as the basic EPU since the Fund has not issued any instrument with dilutive potential.

	2024	2023
	'000s	\$'000
Profit after tax	1,593	1,003
Weighted average number of units	12,630	10,121
<b>Basic and diluted earnings per unit (cents per unit)</b>	<b>12.61</b>	<b>9.91</b>

### 14. Net tangible assets per unit

Net tangible assets per unit is a non-GAAP measure. The net tangible assets per unit is calculated on a Fund basis by dividing the net assets attributable to unitholders by the units on issue at the end of the period.

	2024	2023
	\$	\$
Net tangible assets per unit	1.54	1.39

### 15. Contingent Assets, Liabilities, and Commitments

#### Commitments

At the reporting date, the Fund has committed to additional investment amounts totalling \$978,000 (31 March 2023: \$908,000).

There are no other outstanding contingent assets or liabilities or commitments at the reporting date.

### 16. Events occurring after reporting date

#### FMA Proceedings against the Manager of the Scheme

On Wednesday 12 June 2024, the Financial Markets Authority (FMA) filed civil proceedings against Booster Investment Management Limited (BIML) and five of its Senior managers and executive directors (the BIML Individuals). The FMA's Statement of Claim alleges 75 causes of action against BIML and the BIML Individuals relating to 18 investments made by BIML between 2017 and 2023, into a limited partnership, the Booster Tahī Limited Partnership (Tahī), which invested into a series of New Zealand wine businesses, later amalgamated into the Booster Wine Group. The causes of action against BIML allege breaches of the following provisions of the FMCA:

- o section 143(1): a failure to act in the best interests of the Booster Scheme participants by investing in the circumstances;
- o section 143(2): a failure to carry out functions of a manager in accordance with the governing document, SIPO and other issuer obligations;
- o section 173: entering into a transaction giving related party benefits without obtaining the supervisor's consent or certification that the transaction falls under an exception specified in the FMCA; and
- o section 144: a failure to exercise the requisite care diligence and skill when exercising BIML's power to invest scheme property.

BIML is actively monitoring the liquidity of the funds within the schemes in line with its liquidity policy and best interests of the schemes' investors and as at the date of the signing of these accounts, the directors do not anticipate any material impact on the funds within BIML's registered schemes. The FMA is seeking declarations; pecuniary penalties (with a maximum penalty of \$600,000 for BIML per charge); a court determined inquiry into damages to determine any harm or loss any investors suffered as a result of any breach; and costs. Booster is defending the FMA's claims. Any legal costs that are incurred and any pecuniary damages that may be imposed are the expenses of BIML directly and will not impact this Scheme. It is difficult to calculate exposure to BIML at this early stage. In terms of penalty if BIML is found to have contravened the FMCA, the court will have regard to s 506 of the FMCA (which provides that a person is only liable to 1 pecuniary penalty order for the same conduct) and the totality principle (i.e. that the total penalty should reflect the overall seriousness rather than merely the number of charges).

#### Investment Company Update

On 11 June 2024, one of the investee companies advised that they had been unable to secure funding in the latest funding round and concluded that they would move forward with a formal structured wind down. The value of the equity holding was reduced from \$449,000 to nil on this basis. This was not deemed to be an adjusting subsequent event at 31 March 2024 and as such the financial statements have not been adjusted.

No other significant events have occurred since the reporting date which would impact on the financial position of the Partnership or on the financial performance and cash flows of the Partnership for the year ended on that date.



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Booster Innovation Fund  
Level 19, Aon Centre  
1 Willis Street  
Wellington 6011



## Independent auditor's report to the Unitholders of the Booster Innovation Fund

### Opinion

We have audited the financial statements of the Booster Innovation Fund (the "Fund", the only constituent fund of Booster Innovation Scheme (the "Scheme")) on pages 1 to 15, which comprise the statement of financial position of the Fund as at 31 March 2024, and the statement of changes in net assets attributable to Unitholders, the statement of comprehensive income and the statement of cash flows for the year then ended of the Fund and the notes to the financial statements including a summary of material accounting policies.

In our opinion, the financial statements on pages 1 to 15 present fairly, in all material respects, the financial position of the Fund as at 31 March 2024 and its financial performance and cash flows for the year then ended in accordance with New Zealand equivalents to International Financial Reporting Standards and International Financial Reporting Standards.

This report is made solely to the Fund's Unitholders, as a body. Our audit has been undertaken so that we might state to the Fund's Unitholders those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Fund and the Fund's Unitholders, as a body, for our audit work, for this report, or for the opinions we have formed.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (New Zealand). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report.

We are independent of the Fund and the Scheme in accordance with Professional and Ethical Standard 1 *International Code of Ethics for Assurance Practitioners (including International Independence Standards) (New Zealand)* issued by the New Zealand Auditing and Assurance Standards Board, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Ernst & Young provides other assurance services to the Fund. Partners and employees of our firm may deal with the Fund on normal terms within the ordinary course of the business of the Fund. We have no other relationship with, or interest in, the Fund.

### Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the financial statements* section of the audit report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinions on the accompanying financial statements.

### Financial Assets at Fair Value through Profit or Loss

#### Why significant

- ▶ The Fund's portfolio of investments, being its financial assets at fair value through profit or loss, represents substantially all of its total assets.
- ▶ As detailed in the Fund's accounting policies, as described in Note 2 (d) to the financial statements, the financial assets at fair value through profit or loss are recognised in accordance with NZ IFRS 9 *Financial Instruments*.
- ▶ The portfolio includes investments in early stage entities which are unquoted, for which no other market price is available and whose valuation requires use of assumptions with little or no observable inputs. The Fund applies the market approach valuation technique, adjusted for changes in the business, to value these investments. In addition, similar investments are held through the Fund's interest in NZ Innovation Booster Limited Partnership (the "Limited Partnership"). The Limited Partnership values its interests in early stage entities in a consistent manner.
- ▶ The fair value assessment requires significant judgement by management, in particular with regard to key input factors such as changes in the business and commercialisation of intellectual property, and the impact these have on valuation inputs. Therefore, the recognition and measurement of the

#### How our audit addressed the key audit matter

- In relation to the valuation of direct investments by the Fund and those held through the Limited Partnership, our audit procedures included:
- ▶ Obtaining an understanding of management's assessment of the investment valuations and the methods used to assess these;
  - ▶ Considering the progress of the businesses against their anticipated performance metrics or recent fundraising activities by those businesses in assessing management's valuations;
  - ▶ Ensuring the percentage ownership of each investment was appropriately reflected in the valuation calculations;
  - ▶ For a sample of investments, engaged our valuation experts to challenge the work performed by management and assess the reasonableness of the assumptions used based on their knowledge gained from reviewing valuations of similar investments, known transactions and other accepted approaches in the industry;
  - ▶ Agreeing the purchase of investments to supporting evidence of the transaction; and
  - ▶ Validating the fair value gain recognised by considering the year end fair value and the purchase of investments during the year.

investment portfolio is considered a key area of audit focus.

- ▶ Disclosures regarding the Fund's investments are included in Note 7 to the financial statements.

We also assessed the disclosures in the financial statements, including whether they appropriately reflect the Fund's exposure to financial instrument risk with reference to NZ IFRS 7 *Financial Instruments: Disclosures*.

### **Information other than the financial statements and auditor's report**

The Manager of the Scheme is responsible for the annual report, which includes information other than the financial statements and auditor's report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and, if uncorrected, to take appropriate action to bring the matter to the attention of users for whom our auditor's report was prepared.

### **Manager's responsibilities for the financial statements**

The Manager is responsible, on behalf of the Fund and the Scheme, for the preparation and fair presentation of the financial statements in accordance with New Zealand equivalents to International Financial Reporting Standards and International Financial Reporting Standards, and for such internal control as the Manager determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Manager is responsible for assessing on behalf of the Fund and the Scheme, the Fund's and Scheme's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Manager either intends to liquidate the Fund or Scheme or cease operations, or have no realistic alternative but to do so.

### **Auditor's responsibilities for the audits of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (New Zealand) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and



are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of Unitholders taken on the basis of these financial statements.

A further description of the auditor's responsibilities for the audits of the financial statements is located at the External Reporting Board's website: <https://www.xrb.govt.nz/standards-for-assurance-practitioners/auditors-responsibilities/audit-report-2/>. This description forms part of our auditor's report. The engagement partner on the audit resulting in this independent auditor's report is Stuart Mutch.

The logo for Ernst &amp; Young, featuring the company name in a stylized, cursive script.

Chartered Accountants  
Wellington  
27 June 2024