



## NGE CAPITAL LIMITED

### APPENDIX 4D AND INTERIM FINANCIAL STATEMENTS

**Results for announcement to the market  
For the half-year ended 30 June 2021**

All comparisons unless specified are to the half-year ended 30 June 2020.

<b>Result Information</b>	<b>\$'000</b>	<b>Up/Down</b>	<b>% change</b>
Revenue from ordinary activities	2,917	Up	134.8%
Profit/(loss) after tax for the half-year	2,583	Up	127.6%

#### **Dividend information**

No dividends or distributions have been paid or provided during the half-year.  
There are no dividend or distribution reinvestment plans in operation.

<b>Net Tangible Asset Information</b>	<b>30 Jun 2021</b>	<b>31 Dec 2020</b>	<b>Movement</b>
Net tangible asset backing per ordinary share before tax	\$0.858	\$0.783	9.6%

This report is based on the half-year financial report which has been subject to independent review by the auditor, Grant Thornton. All the documents comprise the information required by Listing Rule 4.2A.

This information should be read in conjunction with the 31 December 2020 Annual Report.

This announcement is approved and authorised for release by the NGE Capital Limited Board.

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# NGE CAPITAL LIMITED

Interim financial statements

For the half-year ended

30 June 2021

ABN 31 112 618 238

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## CORPORATE DIRECTORY

### **DIRECTORS**

David Lamm  
Ilan Rimer  
Adam Saunders

Executive Chairman and Chief Investment Officer  
Non-Executive Director  
Executive Director and Portfolio Manager

### **COMPANY SECRETARY**

Leslie Smith

### **REGISTERED OFFICE**

Level 4  
100 Albert Road  
South Melbourne VIC 3205

Telephone: 03 9648 2290  
Facsimile: 03 7000 5077  
Email: [office@ngecapital.com.au](mailto:office@ngecapital.com.au)

### **WEBSITE**

[www.ngecapital.com.au](http://www.ngecapital.com.au)

### **STOCK EXCHANGE LISTINGS**

ASX Limited  
20 Bridge Street  
Sydney NSW 2000

OTC Markets  
300 Vesey Street, 12th Floor  
New York, NY 10282

**ASX CODE:** NGE

**OTC CODE:** NGELF

### **SHARE REGISTRY**

Boardroom Pty Limited  
Level 12, 225 George Street  
Sydney NSW 2000

Telephone: 1300 737 760  
02 9290 9600  
Facsimile: 1300 653 459  
02 9290 0644  
Website: [www.boardroomlimited.com.au](http://www.boardroomlimited.com.au)

### **AUDITORS**

Grant Thornton  
Collins Square, Tower 5  
727 Collins Street  
Docklands VIC 3008

### **SOLICITORS**

Clayton Utz  
Level 18  
333 Collins Street  
Melbourne VIC 3000

## DIRECTORS' REPORT

The Directors of NGE Capital Limited (**NGE** or **Company**) present their Report together with the financial statements of the Consolidated Entity, being NGE and its controlled entities (**Group**) for the half-year ended 30 June 2021.

### DIRECTORS

The following persons were Directors of NGE during or since the end of the reporting period:

David Lamm	Executive Chairman and Chief Investment Officer
Ilan Rimer	Non-Executive Director
Adam Saunders	Executive Director and Portfolio Manager

### PRINCIPAL ACTIVITIES

The Company is an internally managed Listed Investment Company (**LIC**) whose principal activities are to make investments in listed and unlisted securities.

### INVESTMENT STRATEGY

The Company's investment strategy is to invest in a concentrated, high conviction portfolio of financial assets with the aim of generating strong risk-adjusted returns over the medium to long term. NGE has a flexible investment mandate and invests according to a defined set of investment principles that are summarised as follows:

- Only invest in a compelling opportunity, otherwise hold cash;
- Invest based on fundamental analysis;
- Target investments that can generate strong returns with an adequate margin of safety; and
- Aim to hold a concentrated portfolio of high conviction investments.

### OPERATING AND FINANCIAL REVIEW

The profit after income tax of the Group for the half-year was \$2.58m (2020: loss \$9.4m).

During the reporting period net assets increased by \$2.02m to \$33.11m (31 December 2020: \$31.09m). On a per share basis, net tangible assets (**NTA**) before tax and after all operating expenses increased by 9.60% to \$0.858 per share (31 December 2020: \$0.783) during the period. NGE has grown NTA per share 68.3% since inception as a LIC on 30 November 2016, or 12.0% on an annualised basis.

### AUDITOR'S INDEPENDENCE DECLARATION

A copy of the Auditor's Independence Declaration as required under section 307C of the *Corporations Act 2001* is included on page 5 of this financial report and forms part of the Director's Report.

### ROUNDING OF AMOUNTS

NGE is a type of Company referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 and therefore the amounts contained in this report and in the financial report have been rounded to the nearest \$1,000, or in certain cases, to the nearest dollar.



**David Lamm**

Executive Chairman and  
Chief Investment Officer  
16 August 2021

## Auditor's Independence Declaration

### To the Directors of NGE Capital Limited

In accordance with the requirements of section 307C of the *Corporations Act 2001*, as lead auditor for the review of NGE Capital Limited for the half-year ended 30 June 2021, I declare that, to the best of my knowledge and belief, there have been:

- a no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- b no contraventions of any applicable code of professional conduct in relation to the review.



Grant Thornton Audit Pty Ltd  
Chartered Accountants



D G Ng  
Partner – Audit & Assurance

Melbourne, 16 August 2021

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the half-year ended 30 June 2021

	Notes	30 June 2021 \$'000	30 June 2020 \$'000
Investment income	5	2,917	(8,371)
Other income		10	50
Employee benefits expense	6	(327)	(283)
Other expenses	7	(87)	(240)
Profit/(loss) before income tax		2,513	(8,844)
Income tax (expense)	8	70	(520)
<b>(Loss)/Profit from continuing operations after income tax</b>		<b>2,583</b>	<b>(9,364)</b>
<b>Other comprehensive income</b>			
Other comprehensive income for the period, net of tax		-	-
<b>Other comprehensive income for the period</b>		<b>-</b>	<b>-</b>
<b>Total comprehensive income for the period attributable to shareholders of the Company</b>		<b>2,583</b>	<b>(9,364)</b>
		<b>Cents</b>	<b>Cents</b>
<b>Basic and diluted earnings/(loss) per share</b>		<b>7.04</b>	<b>(25.19)</b>

*This financial report should be read in conjunction with the accompanying notes.*

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2021

		30 June 2021	31 December 2020
	Notes	\$'000	\$'000
<b>Assets</b>			
Cash and cash equivalents		17,055	10,519
Trade and other receivables		1	-
Financial assets held at fair value through profit or loss	11	14,179	18,742
Other assets	12	31	33
Property, plant and equipment	13	9	39
Deferred tax assets	14	2,000	1,930
<b>Total Assets</b>		<b>33,275</b>	<b>31,263</b>
<b>Liabilities</b>			
Trade and other payables	15	83	77
Lease liabilities	16	6	41
Provisions		81	60
<b>Total Liabilities</b>		<b>170</b>	<b>178</b>
<b>Net Assets</b>		<b>33,105</b>	<b>31,085</b>
<b>Equity</b>			
Issued capital		77,554	78,117
Accumulated losses		(44,449)	(47,032)
<b>Total Equity</b>		<b>33,105</b>	<b>31,085</b>

*This financial report should be read in conjunction with the accompanying notes.*



## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the half-year ended 30 June 2021

	Share capital \$'000	Accumulated losses \$'000	Total equity \$'000
<b>Balance at 1 January 2020</b>	78,136	(44,445)	33,691
Total comprehensive income for the period	-	(9,364)	(9,364)
Transactions with owners in their capacity as owners:			
Share buy-back <sup>1</sup>	(19)	-	(19)
<b>Balance at 30 June 2020</b>	78,117	(53,809)	24,308
<b>Balance at 1 January 2021</b>	78,117	(47,032)	31,085
Total comprehensive income for the period	-	2,583	2,583
Transactions with owners in their capacity as owners:			
Share buy-back <sup>1</sup>	(563)	-	(563)
<b>Balance at 30 June 2021</b>	77,554	(44,449)	33,105

<sup>1</sup> On 21 August 2017 NGE announced its intention to undertake an on-market share buy-back of up to 10% of the Company's issued capital, which at the date of that announcement equated to approximately 3.8 million ordinary shares. This share buy-back is of unlimited duration. In the half-year to 30 June 2021 957,442 shares costing \$562,244 (including brokerage) were purchased by the Company. In the half-year to 30 June 2020, 34,990 shares costing \$18,610 (including brokerage) were purchased.

*This financial report should be read in conjunction with the accompanying notes.*

## CONSOLIDATED STATEMENT OF CASH FLOWS

For the half-year ended 30 June 2021

	30 June 2021	30 June 2020
Notes	\$'000	\$'000
<b>Cash Flow from Operating Activities</b>		
Payments to suppliers and employees	(401)	(861)
Payments for equity investments	(14,500)	(4,586)
Proceeds from sale of equity investments	21,668	16,607
Interest received	30	30
Dividends received	282	1
Other income	11	-
Government economic support payments received	-	50
<b>Net cash provided by operating activities</b>	<b>7,090</b>	<b>11,241</b>
<b>Cash Flow from Investing Activities</b>		
Payments for fixed assets	(3)	-
Payments to joint venture loan	-	(43)
<b>Net cash (used in) investing activities</b>	<b>(3)</b>	<b>(43)</b>
<b>Cash Flow from Financing Activities</b>		
Payments for share buy-back	(563)	(19)
Repayment of borrowings	-	(3,000)
Interest paid	(3)	(32)
Payments of lease liabilities for right-of-use asset	(35)	(33)
<b>Net cash provided (used in) financing activities</b>	<b>(601)</b>	<b>(3,084)</b>
<b>Net increase/(decrease) in cash and cash equivalents held</b>	<b>6,486</b>	<b>8,114</b>
Cash at beginning of period	10,519	2,640
Effect of exchange rates on cash holding in foreign currencies	50	-
<b>Cash at end of period</b>	<b>17,055</b>	<b>10,754</b>

*This financial report should be read in conjunction with the accompanying notes.*

# NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 30 June 2021

## 1. NATURE OF OPERATIONS

The Company is an internally managed Listed Investment Company. The Group's principal activities are to make investments in listed and unlisted securities.

## 2. GENERAL INFORMATION BASIS OF PREPARATION

The condensed interim consolidated financial statements (**interim financial statements**) of the Group are for the six (6) months ended 30 June 2021 and are presented in Australian Dollars (\$AUD), which is the functional currency of NGE Capital Limited. These general purpose interim financial statements have been prepared in accordance with the requirements of the *Corporations Act 2001* and AASB 134 *Interim Financial Reporting*. They do not include all of the information required in annual financial statements in accordance with Australian Accounting Standards, and should be read in conjunction with the consolidated financial statements of the Group for the year ended 31 December 2020 and any public announcements made by the Group during the half-year in accordance with continuous disclosure requirements arising under the Australian Securities Exchange Listing Rules and the *Corporations Act 2001*.

The interim financial statements have been approved and authorised for issue by the Board of Directors on 16 August 2021.

## 3. SIGNIFICANT ACCOUNTING POLICIES

With the exceptions outlined below, the interim financial statements have been prepared in accordance with the same accounting policies adopted in the Group's last annual financial statements for the year ended 31 December 2020.

The accounting policies have been applied consistently throughout the Group for purposes of preparation of these interim financial statements.

### Other pronouncements

Other accounting pronouncements which have become effective from 1 January 2021 and have been adopted do not have a significant impact on the Group's financial results or position.

## 4. ESTIMATES

When preparing the interim financial statements, management undertakes a number of judgements, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgements, estimates and assumptions made by management, and will seldom equal the estimated results.

The judgements, estimates and assumptions applied in the interim financial statements, including the key sources of estimation uncertainty were the same as those applied in the Group's last annual financial statements for the year ended 31 December 2020.

## NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 30 June 2021

### 5. INVESTMENT INCOME FROM CONTINUING OPERATIONS

	2021 \$'000	2020 \$'000
Change in fair value of financial instruments held at fair value through profit or loss	2,605	(8,402)
Dividend income	282	1
Interest income	30	30
<b>Total</b>	<b>2,917</b>	<b>(8,371)</b>

### 6. EMPLOYEE BENEFITS EXPENSE

Employee benefits expense includes provision for a short-term incentive (STI) offered to members of the investment team (which currently comprises the Chief Investment Officer and Portfolio Manager). The STI establishes a pool of funds available for payment to members of the investment team and is calculated by reference to the increase in NTA before tax over the year (Performance Fee). The total value of the pool for distribution is equal to a 10.0% share of the growth in NTA before tax (adjusted for capital raisings and share buy-backs), subject to a high water mark. Subject to exceeding the high water mark, the Performance Fee will be paid annually in arrears.

	2021 \$'000	2020 \$'000
Employee base remuneration	327	283
Provision for performance-based short-term incentive	-	-
<b>Total</b>	<b>327</b>	<b>283</b>

### 7. OTHER EXPENSES INCURRED IN CONTINUING OPERATIONS

	2021 \$'000	2020 \$'000
Directors' fees	12	12
Audit, professional and legal fees	22	75
Listing costs	30	29
Loss/(Gain) from foreign exchange movements	(51)	(57)
Interest expense – short term loan	3	30
Interest expense – right-of-use lease finance charge	1	1
Depreciation – right-of-use asset	33	33
Other	37	117
<b>Total</b>	<b>87</b>	<b>240</b>

## NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 30 June 2021

### 8. INCOME TAX EXPENSE

	2021 \$'000	2020 \$'000
(Loss)/profit before tax	2,513	(8,844)
Domestic tax rate	25.0%	26.0%
Prima facie tax expense	628	(2,299)
Adjustments for tax effect of:		
Temporary differences and tax losses (recouped)/derecognised	(698)	2,819
<b>Income tax (benefit)/expense</b>	<b>(70)</b>	<b>520</b>
<b>Tax losses</b>		
Unused Australian losses which have been recognised as a deferred tax asset <sup>1</sup>	8,000	5,769
Unused Australian losses for which no tax loss has been recognised as a deferred tax asset <sup>2</sup>	36,405	38,416
Unrealised Australian losses/(gains) (net)	2,272	5,495
<b>Total Australian unused and unrealised losses</b>	<b>46,677</b>	<b>49,680</b>
<b>Potential tax benefit of unused and unrealised losses at 25.0% (2020:26.0%)<sup>3</sup></b>	<b>11,669</b>	<b>12,917</b>
<b>Potential tax benefit of unused and unrealised losses - \$ per share</b>	<b>\$0.32</b>	<b>\$0.35</b>

<sup>1</sup> A deferred tax asset of \$2.0 million (potential tax benefit at 25.0% of \$8.0 million) has been recognised on unused Australian tax losses of the Company. The deferred tax asset was recognised based on the following management judgements:

- i) The Company has produced a cumulative profit before income tax of \$13.592 million since becoming a LIC on 30 November 2016; and
- ii) By applying the average Australian and International share returns since 1970 of 9.70% p.a. over a 4-year investment time horizon, the Board considers it is probable that sufficient future taxable profits will be available to offset the amount of the deferred tax asset.

<sup>2</sup> This represents total realised tax losses and capital losses which are unused and have not been recognised as a deferred tax asset.

<sup>3</sup> The taxation benefits will only be obtained if:

- i) The Group derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deduction for the loss to be realised;
- ii) The Group continues to comply with the conditions for deductibility imposed by law and, in particular, as long as NGE continues to satisfy the continuity of ownership test as set out in Divisions 165 and 166 of the *Income Tax Assessment Act 1997* (Cth); and
- iii) No changes in tax legislation adversely affect the Group in realising the benefits from the deductions for the loss.

Not included in the above table:

- The impaired value of certain investments in Australia which may in future give rise to further Australian tax losses.

# NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 30 June 2021

## 9. RELATED PARTY TRANSACTION

The Company has a licence agreement with Kentgrove Capital Pty Ltd for the sub-lease of office premises for its business from 1 August 2018 to 31 July 2021 at a rate of \$66,000 per annum, with annual 4% increases.

The Executive Chairman David Lamm is a director and controlling shareholder of Kentgrove Capital Pty Ltd.

Commitments under the licence agreement are disclosed in Note 16.

## 10. SEGMENT REPORTING

### Basis of accounting for purposes of reporting by operating segments

Unless stated otherwise, all amounts reported to the Board of Directors as the chief decision maker with respect to operating segments are determined in accordance with accounting policies that are consistent with those adopted in the annual financial statements of the Group.

The Group's principal activities are those of a Listed Investment Company and therefore identifies only one corporate reportable segment. The results of this segment are the same as the Group results.

## 11. FAIR VALUE MEASUREMENT

The Group measures and recognises the following assets at fair value on a recurring basis:

- Financial assets held at fair value through profit or loss

There are no assets or liabilities measured at fair value on a non-recurring basis in the current reporting period.

### Fair value hierarchy

AASB 13 requires disclosure of fair value measurements by level of the following fair value measurement hierarchy.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices). These include quoted prices for similar assets or liabilities in active markets.
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The table below presents the financial assets (by class) measured and recognised at fair value at 30 June 2021.

	Level 1	Level 2	Level 3	Total
As at 30 June 2021	\$'000	\$'000	\$'000	\$'000
<b>Financial Assets at fair value through profit or loss</b>				
Listed equity securities	14,179	-	-	14,179
<b>Total Financial Assets at fair value through profit or loss</b>	<b>14,179</b>	<b>-</b>	<b>-</b>	<b>14,179</b>

# NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 30 June 2021

## 11. FAIR VALUE MEASUREMENT (CONTINUED)

*Fair value hierarchy (continued)*

	Level 1	Level 2	Level 3	Total
	\$'000	\$'000	\$'000	\$'000
<b>As at 31 December 2020</b>				
<b>Financial Assets at fair value through profit or loss</b>				
Listed equity securities	18,742	-	-	18,742
<b>Total Financial Assets at fair value through profit or loss</b>	<b>18,742</b>	<b>-</b>	<b>-</b>	<b>18,742</b>

Assets in the Group's investment portfolio are valued in accordance with the Group's published Investment Valuation policy, a summary of which is provided below. This summary does not purport to be complete, and readers should refer to the full Investment Valuation Policy which is available on the Group's website.

The methods and valuation techniques used for the purpose of measuring fair value are unchanged compared to the previous reporting period.

### LEVEL 1

The fair value of investments that are traded in an active market (for example, listed equities) is determined using the last traded quoted price in an active market. As at 30 June 2021, the Company had \$14,179,000 (31 December 2020: \$18,742,000) financial assets held at fair value through profit or loss included in Level 1. As at 30 June 2021 the Company had \$ Nil (31 December 2020: \$ Nil) financial liabilities held at fair value through profit or loss included in Level 1.

### LEVEL 2

The fair value of investments that are not traded in an active market (for example, unlisted securities) is determined by reference to quoted prices for similar assets or liabilities in active markets. As at 30 June 2021, the Company had \$ Nil (31 December 2020: \$ Nil) investments in Level 2.

### LEVEL 3

If one or more of the significant inputs is not based on observable market data, the investment is included in Level 3. The fair value of unlisted securities for the first 12 months of ownership is usually valued at the cost of the investment, unless there is an apparent change in circumstances which would indicate the need for a new valuation. Such a circumstance may include observing the price from a recent transaction of an investment, provided the relevant transaction occurred sufficiently close to the measurement date (usually within 12 months).

In the absence of a recent transaction providing a reliable estimate, the fair value of unlisted direct securities will be calculated with reference to appropriate valuation methods including, but not limited to, an assessment of the investment's cash flows, comparable transactions, and comparable listed assets.

As at 30 June 2021, the Company had \$ Nil (31 December 2020: \$ Nil) of investments held at fair value through profit or loss included in Level 3.

# NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 30 June 2021

## 12. OTHER ASSETS

	30 June 2021	31 December 2020
	\$'000	\$'000
<b>Other assets</b>		
Prepayments	31	33
<b>Total other assets</b>	<b>31</b>	<b>33</b>

## 13. PROPERTY PLANT AND EQUIPMENT

	Buildings	Other	Total
	\$'000	\$'000	\$'000
<b>Gross carrying amount</b>			
Balance at 1 January 2021	171	-	171
Additions/disposals	-	3	3
<b>Balance at 30 June 2021</b>	<b>171</b>	<b>3</b>	<b>174</b>

### Amortisation and impairment

Balance at 1 January 2021	(132)	-	(132)
Depreciation	(33)	-	(33)
<b>Balance at 30 June 2021</b>	<b>(165)</b>	<b>-</b>	<b>(165)</b>
<b>Carrying amount 30 June 2021</b>	<b>6</b>	<b>3</b>	<b>9</b>

	Buildings	Other	Total
	\$'000	\$'000	\$'000
<b>Gross carrying amount</b>			
Balance at 1 January 2020	171	-	171
<b>Balance at 31 December 2020</b>	<b>171</b>	<b>-</b>	<b>171</b>

### Amortisation and impairment

Balance at 1 January 2020	(66)	-	(66)
Depreciation	(66)	-	(66)
<b>Balance at 31 December 2020</b>	<b>(132)</b>	<b>-</b>	<b>(132)</b>
<b>Carrying amount 31 December 2020</b>	<b>39</b>	<b>-</b>	<b>39</b>

Included in the net carrying amount of property, plant and equipment are right-of-use assets as follows:

	Total
Buildings – licence to occupy	6
<b>Total right-of-use asset</b>	<b>6</b>



# NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 30 June 2021

## 14. DEFERRED TAX ASSETS

The balance comprises temporary differences attributable to:

	30 June 2021	31 December 2020
	\$'000	\$'000
Tax losses	2,000	1,930
<b>Total</b>	<b>2,000</b>	<b>1,930</b>

Movements	Tax losses \$'000	Other temporary differences \$'000	Total \$'000
<b>Balance at 1 January 2020</b>	2,020	-	2,020
(Charged)/credited:			
- to profit or loss	(90)	-	(90)
- directly to equity	-	-	-
<b>Balance at 31 December 2020</b>	1,930	-	1,930
(Charged)/credited:			
- to profit or loss	70	-	70
- directly to equity	-	-	-
<b>Balance at 30 June 2021</b>	<b>2,000</b>	<b>-</b>	<b>2,000</b>

Refer to Note 8 for details of the recognition of this deferred tax asset.

## 15. TRADE AND OTHER PAYABLES

	30 June 2021	31 December 2020
	\$'000	\$'000
<b>Current</b>		
Trade payables	14	-
Sundry payables and accrued expenses	69	77
<b>Total</b>	<b>83</b>	<b>77</b>

## NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 30 June 2021

### 16. LEASE LIABILITIES

The gross carrying amount of lease liabilities presented in the statement of financial position within borrowings is as follows:

	30 June 2021 \$'000	31 December 2020 \$'000
Lease liabilities (current)	6	41
<b>Total</b>	<b>6</b>	<b>41</b>

The Company has a non-cancellable licence agreement with Kentgrove Capital Pty Ltd for the sub-lease of office premises for its business from 1 August 2018 to 31 July 2021 at an initial rate of \$66,000 per annum annually indexed at 4.00%. Future minimum licence payments at 30 June 2021 are as follows:

Minimum lease payments due	Within one year	One to five years	After five years	Total
<b>30 June 2021</b>	\$	\$	\$	\$
Lease payments	6	-	-	6
Finance charges	-	-	-	-
<b>Net present values</b>	<b>6</b>	<b>-</b>	<b>-</b>	<b>6</b>

### 17. CONTINGENT ASSETS AND LIABILITIES

At balance date the Group has no contingent assets or contingent liabilities.

### 18. EVENTS SUBSEQUENT TO REPORTING DATE

Other than as disclosed above, there has been no other matter or circumstance occurring subsequent to the end of the period that, in the opinion of the Directors, has significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years except that:

- on 2 July 2021 the Company entered into a non-cancellable licence agreement with an arm's length third party for access to serviced office facilities for its business from 1 August 2021 to 31 July 2023. Future minimum licence payments, including annual indexation, over the life of the agreement are \$86,000, including GST.

## DIRECTORS' DECLARATION

In the opinion of the Directors of NGE Capital Limited:

- a) The consolidated financial statements and notes of NGE Capital Limited are in accordance with the *Corporations Act 2001*, including:
  - I. Giving a true and fair view of its financial position as at 30 June 2021 and of its performance for the half-year ended on that date; and
  - II. Complying with Accounting Standard AASB 134 *Interim Financial Reporting*, and
- b) 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 the Directors.

A handwritten signature in black ink, appearing to be 'DL' followed by a long, wavy horizontal line.

David Lamm  
Chairman

Dated the 16 August 2021

# Independent Auditor's Review Report

To the Members of NGE Capital Limited

Report on the review of the half-year financial report

## Conclusion

We have reviewed the accompanying half-year financial report of NGE Capital Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated statement of financial position as at 30 June 2021, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half year ended on that date, a description of accounting policies, other selected explanatory notes, 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 NGE Capital Limited does not comply with the *Corporations Act 2001* including:

- (a) giving a true and fair view of NGE Capital Limited's financial position as at 30 June 2021 and of its performance for the half year ended on that date; and
- (b) 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 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.

### Directors' responsibility 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 responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, 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 Group's financial position as at 30 June 2021 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.

### Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.



Grant Thornton Audit Pty Ltd  
Chartered Accountants



D G Ng  
Partner – Audit & Assurance

Melbourne, 16 August 2021