

## Rocketboots Limited (formerly Ensogo Limited)

### Appendix 4D

### Half-year report

#### 1. Company details

Name of entity:	Rocketboots Limited
ABN:	83 165 522 887
Reporting period:	For the half-year ended 31 December 2021
Previous period:	For the half-year ended 31 December 2020

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#### 2. Results for announcement to the market

			\$
Revenues from ordinary activities	down	11.3% to	338,894
Results from ordinary activities after tax attributable to the owners of Rocketboots Limited	up	0.6% to	(399,493)
Results for the half-year attributable to the owners of Rocketboots Limited	up	0.6% to	(399,493)

#### *Dividends*

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

#### *Comments*

RocketBoots continued to progress trials, business collaborations, new sales opportunities and development of its proprietary BeeHive Applications, BeeHive Core and RocketBoots Core products and services during the reporting period.

RocketBoots listed on 7 December 2021, following the completion of a successful capital raise under the terms of a Replacement Prospectus dated 27 October 2021 and a Share Sale and Purchase Agreement to establish the RocketBoots Group. Refer section 4 for further details on the control gained over entities.

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#### 3. Net tangible assets

	Reporting period \$	Previous period \$
Net tangible assets per ordinary security	<u>0.0682</u>	<u>(1,809.5)</u>

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**Rocketboots Limited (formerly Ensogo Limited)**

**Appendix 4D**

**Half-year report**

**4. Control gained over entities**

Name of entity	Rocketboots Operation Pty Ltd (formerly Rocketboots Pty Ltd) ("ROPL")
Date control gained	19 November 2021

The acquisition of ROPL by Rocketboots Limited (formerly "Ensogo Limited") ("the Company") has the features of a reverse acquisition under Australian Accounting Standards AASB 3 "Business Combinations", notwithstanding the Company being the legal parent of the ROPL.

Consequently, the historical financial information presented in this report for the half-year ended 31 December 2021 is the historical financial information of ROPL.

The acquisition of the Company by ROPL is outside the scope of AASB 3 as the accounting acquiree does not constitute a business as defined by this standard. In this instance, the principles of reverse acquisition accounting are applied to determine the accounting acquirer but the transactions are accounted for as share based payments by the accounting acquirer in accordance with AASB 2 "Share-based Payment".

The legal structure of the group subsequent to the acquisition of ROPL is that the Company is the legal parent entity.

Under reverse acquisition accounting, the consolidated financial statements are issued under the name of the legal parent (the Company) but are a continuation of the financial statements of the legal subsidiary (ROPL), with the assets and liabilities of the legal subsidiary being recognised and measured at their pre-combination carrying amounts rather than their fair values.

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**5. Loss of control over entities**

Not applicable.

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**6. Details of associates and joint venture entities**

Not applicable.

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**7. Audit qualification or review**

The financial statements were subject to a review by the auditors and the auditor's review report is attached as part of the Interim Report.

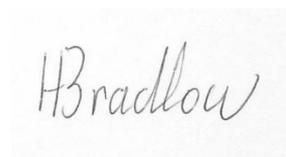
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**8. Attachments**

The Interim Report of Rocketboots Limited for the half-year ended 31 December 2021 is attached.

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**9. Signed**



Signed \_\_\_\_\_

Date: 28 February 2022

Hugh Bradlow  
Director  
Sydney



**ROCKETBOOTS**  
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## Rocketboots Limited

(formerly ENSOGO Limited)

Interim financial statements

For the half-year ended

31 December 2021

ABN 83 165 522 887

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### GENERAL INFORMATION

The financial statements cover Rocketboots Limited as a consolidated entity consisting of Rocketboots Limited and the entities it controlled at the end of, or during the half-year. The financial statements are presented in Australian dollars, which is Rocketboots Limited's functional and presentation currency.

A description of the nature of the consolidated entity's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors on 28 February 2022.

## **CORPORATE DIRECTORY**

### **DIRECTORS**

Hugh Bradlow  
Pang Ming Wee  
Karl Medak  
Cameron Petricevic

Chair and Non-Executive Director  
Non-Executive Director  
Non-Executive Director  
Non-Executive Director

### **COMPANY SECRETARY**

Leslie Smith

### **REGISTERED OFFICE AND PRINCIPAL PLACE OF BUSINESS**

Level 11  
189 Kent Street  
Sydney NSW 2000

Telephone:

+61 02 9323 2500

Email:

info@rocketboots.com

### **WEBSITE**

[www.rocketboots.com](http://www.rocketboots.com)

### **STOCK EXCHANGE LISTINGS**

ASX Limited  
20 Bridge Street  
Sydney NSW 2000

**ASX CODE:** ROC

### **SHARE REGISTRY**

Computershare Investor Services  
Pty Ltd  
Yarra Falls, 452 Johnston Street  
Abbotsford VIC 3067

Telephone:

+61 03 9415 5000

Facsimile:

+61 03 9473 2500

Website:

[www.computershare.com](http://www.computershare.com)

### **AUDITORS**

RSM Australia Partners  
Level 21  
55 Collins Street  
Melbourne VIC 3000

### **SOLICITORS**

K&L Gates  
Level 25  
525 Collins Street  
Melbourne VIC 3000

## DIRECTORS' REPORT

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the '**consolidated entity**') consisting of Rocketboots Limited (referred to hereafter as the '**company**' or '**parent entity**') and the entity it controlled at the end of, or during the half-year ended 31 December 2021.

### DIRECTORS

The following persons were directors of Rocketboots Limited during the whole of the financial half-year and up to the date of this report, unless otherwise stated:

Hugh Bradlow	Chair (appointed 19 November 2021)
Pang Ming Wee	Non-Executive Director
Karl Medak	Non-Executive Director (appointed 19 November 2021)
Cameron Petricevic	Non-Executive Director (appointed 19 November 2021)
Mark Licciardo	Non-Executive Director (resigned 19 November 2021)
David Nairn	Non-Executive Director (resigned 19 November 2021)

### PRINCIPAL ACTIVITIES

RocketBoots operates at scale using proprietary computer vision based machine learning applications to optimise businesses and solve security challenges.

### REVIEW OF OPERATIONS

RocketBoots continued to progress trials, business collaborations, new sales opportunities and development of its proprietary BeeHive Applications, BeeHive Core and RocketBoots Core products and services during the reporting period.

RocketBoots listed on 7 December 2021, following the completion of a successful capital raise under the terms of a Replacement Prospectus dated 27 October 2021 and a Share Sale and Purchase Agreement to establish the RocketBoots Group.

On the 21st of December, RocketBoots released an ASX announcement for a "Site extension and new trial for major Australian retailer" The site extension was in addition to an engagement to integrate Beehive with the customer's software. The combined value of these contacts was circa \$100,000 (ex GST) inclusive of enablement services, integration services and 12 months licence, maintenance, and support. The contract increases annual recurring revenues for RocketBoots.

RocketBoots completed a key hire of a senior software developer. The developer has previously worked with RocketBoots and therefore no ramp up time will be required. This hire will help the product team accelerate the delivery or improvements to our software and core platform.

RocketBoots also hired a Strategic Alliance Manager and began efforts to improve CRM reporting capabilities to enable improved visibility of new trials and contracts that are under negotiation and their potential value to the business. This CRM will also allow RocketBoots' channel partners to seamlessly collaborate on a shared pipeline.

Focus was also placed on preparation of marketing materials to support RocketBoots' partners campaign into retail banks in North America and Europe which is due to commence in early 2H22.

### SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

On 19 November 2021, Rocketboots Limited completed the acquisition of 100% of the issued capital of Rocketboots Operations Pty Ltd. Prior to the acquisition, Rocketboots Limited consolidated its existing shares at 1: 3.7265.

## DIRECTORS' REPORT

As part of the acquisition:

- The Company issued 28,500,000 fully paid ordinary shares to the shareholders of Rocketboots Operations Pty Ltd as consideration in accordance with the Share Sale Agreement.
- The Company will issue 19,000,000 ordinary shares to the shareholders of Rocketboots Operations Pty Ltd as deferred consideration in accordance with the Share Sale Agreement
- The Company issued 21,250,000 fully paid ordinary shares to new shareholders upon listing on ASX

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

### AUDITOR'S INDEPENDENCE DECLARATION

A copy of the Auditor's Independence Declaration as required under section 307C of the *Corporations Act 2001* is set out immediately after this directors' report.

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

A handwritten signature in black ink that reads "HBradlow". The signature is written in a cursive style and is centered within a light gray rectangular box.

**Hugh Bradlow**  
Chair  
28 February 2022

**RSM Australia Partners**

Level 21, 55 Collins Street Melbourne VIC 3000  
PO Box 248 Collins Street West VIC 8007

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**AUDITOR'S INDEPENDENCE DECLARATION**

As lead auditor for the review of the financial report of Rocketboots Limited for the half year ended 31 December 2021, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

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



**RSM AUSTRALIA PARTNERS**



**M PARAMESWARAN**

Partner

Dated: 28 February 2022  
Melbourne, Victoria

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AUDIT | TAX | CONSULTING

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RSM Australia Partners ABN 36 965 185 036

Liability limited by a scheme approved under Professional Standards Legislation

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

For the half-year ended 31 December 2021

		31 Dec 2021	31 Dec 2020
	Notes	\$	\$
<b>Continuing operations</b>			
Revenue	5	338,894	382,003
Government grants		-	50,000
Direct employee expense		(67,971)	(154,863)
Direct costs		(143,709)	(81,645)
<b>Gross profit</b>		<b>127,214</b>	<b>195,495</b>
Employee benefit expenses		(799,580)	(477,063)
Other expenses	6	(211,406)	(120,295)
Other income	6	484,279	-
<b>Loss before income tax</b>		<b>(399,493)</b>	<b>(401,863)</b>
Income tax expense		-	-
<b>Loss for period</b>		<b>(399,493)</b>	<b>(401,863)</b>
Other comprehensive income for the period		-	-
<b>Total comprehensive income for the period attributable to shareholders of the Company</b>		<b>(399,493)</b>	<b>(401,863)</b>
		<b>Cents</b>	<b>Cents</b>
Basic loss per share	17	(0.95)	(1.03)
Diluted loss per share	17	(0.95)	(1.03)

The calculation of weighted average number of shares has been adjusted retrospectively for the effects of the equity recapitalisation associated with the reverse acquisition, refer Note 4 and Note 11.

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

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2021

	Notes	31 Dec 2021 \$	30 Jun 2021 \$
<b>Current assets</b>			
Cash and cash equivalents		4,857,431	3,289
Trade and other receivables	7	416,449	128,106
Prepayments		95,102	-
<b>Total current assets</b>		<b>5,368,981</b>	<b>131,395</b>
<b>Non-current assets</b>			
Property, plant and equipment		4,873	4,420
<b>Total non-current assets</b>		<b>4,873</b>	<b>4,420</b>
<b>Total assets</b>		<b>5,373,854</b>	<b>135,815</b>
<b>Current liabilities</b>			
Trade and other payables	8	609,558	287,188
Deferred income		121,745	2,152
Provisions	9	427,979	251,838
<b>Total current liabilities</b>		<b>1,159,282</b>	<b>541,178</b>
<b>Non-current liabilities</b>			
Provisions	9	105,208	95,288
<b>Total non-current liabilities</b>		<b>105,208</b>	<b>95,288</b>
<b>Total liabilities</b>		<b>1,264,490</b>	<b>636,466</b>
<b>Net Assets/(deficiency)</b>		<b>4,109,364</b>	<b>(500,651)</b>
<b>Equity</b>			
Issued capital	11	11,763,941	6,783,640
Reserves	12	29,207	-
Accumulated losses		(7,683,784)	(7,284,291)
<b>Total Equity</b>		<b>4,109,364</b>	<b>(500,651)</b>

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

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the half-year ended 31 December 2021

	Share capital	Reserves	Accumulated losses	Total equity
	\$	\$	\$	\$
<b>Balance at 1 July 2020</b>	3,640	-	(6,188,354)	(6,184,714)
Total comprehensive income for the period	-	-	(401,863)	(401,863)
<b>Balance at 31 December 2020</b>	<b>3,640</b>	<b>-</b>	<b>(6,590,217)</b>	<b>(6,586,577)</b>
<b>Balance at 1 July 2021</b>	6,783,640	-	(7,284,291)	(500,651)
Total comprehensive income for the period	-	-	(399,493)	(399,493)
Transactions with owners in their capacity as owners:				
Contributions	4,250,000	-	-	4,250,000
Fair value of options issued	(29,207)	29,207	-	-
Capital raise costs	(243,000)	-	-	(243,000)
Shares issued to original shareholders of Rocketboots Operation Pty Ltd (Refer Note 4)	1,002,508	-	-	1,002,508
<b>Balance at 31 December 2021</b>	<b>11,763,941</b>	<b>29,207</b>	<b>(7,683,784)</b>	<b>4,109,364</b>

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

## CONSOLIDATED STATEMENT OF CASH FLOWS

For the half-year ended 31 December 2021

	Notes	31 Dec 2021 \$	31 Dec 2020 \$
<b>Cash Flow from Operating Activities</b>			
Receipts from Customers		250,000	259,783
Payments to suppliers and employees		(416,867)	(354,887)
<b>Net cash provided by operating activities</b>		<b>(166,857)</b>	<b>(95,104)</b>
<b>Cash Flow from Investing Activities</b>			
Payments for fixed assets		(2,005)	-
<b>Net cash used in investing activities</b>		<b>(2,005)</b>	-
<b>Cash Flow from Financing Activities</b>			
Proceeds from issue of equity securities		4,250,000	-
Payments for capital raise costs		(243,000)	-
Acquired cash balance at acquisition date	4	1,016,004	-
<b>Net cash provided by financing activities</b>		<b>5,023,004</b>	-
<b>Net increase/(decrease) in cash and cash equivalents held</b>		<b>4,854,142</b>	<b>(95,104)</b>
Cash at beginning of period		3,289	166,600
<b>Cash at end of period</b>		<b>4,857,431</b>	<b>71,496</b>

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

# NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 31 December 2021

## 1. SIGNIFICANT ACCOUNTING POLICIES

These general purpose financial statements for the interim half-year reporting period ended 31 December 2021 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2021, for Rocketboots Operations Pty Ltd, and any public announcements made by the company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

The principal accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period, unless otherwise stated.

### **New or amended Accounting Standards and Interpretations adopted.**

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not mandatory have not been early adopted.

## 2. 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 last annual financial statements for the year ended 30 June 2021.

## 3. 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 consolidated entity.

The consolidated entity's principal activities are those of a software company and therefore identifies only one corporate reportable segment. The results of this segment are the same as the consolidated entity's results.

# NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 31 December 2021

## 4. REVERSE ACQUISITION

On 19 November 2021, the formerly named Ensogo Limited ("the Company") completed the acquisition of 100% of the ordinary shares in Rocketboots Operation Pty Ltd ("ROPL"). The Company issued 28,500,000 shares and will issue deferred consideration shares of 19,000,000 in 2 years to the original shareholders of ROPL, which resulted in ROPL's original shareholders holding a majority share interest in ROC. Upon completion of the transaction, the Company was renamed to Rocketboots Limited and got listed on the ASX on 7 December 2021.

Post the transaction on 19 November 2021, the ownership structure of the Company was as follows:

	<u>Number of shares</u>	<u>% of shares</u>
Previous shareholders of ROPL	28,500,000	73.08%
Previous shareholders of Ensogo Limited	10,500,000	26.92%

Post the listing on 7 December 2021, the ownership structure of the Company was as follows:

	<u>Number of shares</u>	<u>% of shares</u>
Previous shareholders of ROPL	28,500,000	47.30%
Previous shareholders of Ensogo Limited	10,500,000	17.43%
New shareholders from listing	21,250,000	35.27%

When deferred shares are issued in 2 years from completion, the ownership structure of the Company will be as follows:

	<u>Number of shares</u>	<u>% of shares</u>
Previous shareholders of ROPL	47,500,000	59.94%
Previous shareholders of Ensogo Limited	10,500,000	13.25%
New shareholders from listing	21,250,000	26.81%

As a result, the transaction is considered a reverse acquisition of the Company by ROPL. For accounting purpose, the acquisition is considered to be outside the scope of AASB 3 Business Combination since Ensogo Limited, prior to the transaction, did not constitute a business. The transaction is accounted for under AASB 2 Share-based Payments whereby ROPL is deemed to have issued shares in exchange for the net assets of Ensogo Limited together with its coming ASX listing status, at the fair value of the consideration received by ROPL.

# NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 31 December 2021

Accordingly, these accounts have been prepared as follows:

Consolidated statement of	For the half-year ended 31 December 2021	Previous corresponding period ("PCP")
Profit or loss and other comprehensive income	ROPL: 1 July 2021 to 31 December 2021 the Company: 19 November 2021 to 31 December 2021	ROPL only for the period from 1 July 2020 to 31 December 2020
Financial position	ROPL and the Company consolidated as at 31 December 2021	ROPL only as at 31 December 2020
Changes in equity	Equity balances of ROPL as at 1 July 2021, their results for the year and transactions with equity holders for the half-year. The Company's transactions with equity holders since 19 November 2021 and its results for the period from 19 November 2021 to 31 December 2021	ROPL only for the period from 1 July 2020 to 31 December 2020
Cash flows	ROPL: 1 July 2021 to 31 December 2021 the Company: 19 November 2021 to 31 December 2021	ROPL only for the period from 1 July 2020 to 31 December 2020

As the Company is deemed to be the "acquiree" for accounting purposes, the carrying values of its assets and liabilities are required to be recorded at fair value for the purposes of the acquisition. No adjustments were required to the historical values to effect this change.

The fair values of the identifiable net assets acquired in the Company on 19 November 2021 are as follows:

	\$
Cash and cash equivalents	1,016,004
GST receivable and other receivable	44,174
Accounts payable	(57,670)
<b>Fair value of net assets</b>	<b>1,002,508</b>
Consideration shares issued to the vendors	<b>1,002,508</b>
Excess of consideration over the fair value of net assets at the date of acquisition, being the share-based payments expense on acquisition	-

# NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 31 December 2021

## 5. REVENUE

	<b>31 Dec 2021</b>	<b>31 Dec 2020</b>
	\$	\$
Revenue from contracts with customers	338,894	382,003

### *Disaggregation of revenue*

The disaggregation of revenue from contracts with customers is as follows:

License Fee	273,734	250,292
Enablement revenue	65,160	131,711
	<b>338,894</b>	<b>382,003</b>

### *Timing of revenue recognition*

Services transferred over time	273,734	250,292
Services at a point in time	65,160	131,711
	<b>338,894</b>	<b>382,003</b>

## 6. OTHER EXPENSES AND OTHER INCOME

	<b>31 Dec 2021</b>	<b>31 Dec 2020</b>
	\$	\$
Loss before income tax includes the following specific expenses		
Contractor expense whose work is not billable	74,972	-
Software subscriptions	45,288	52,753
Professional expenses and other expenses	91,146	67,542
<b>Total</b>	<b>211,406</b>	<b>120,295</b>
Related party loan forgiveness as condition precedent to the IPO	484,279	-
<b>Total</b>	<b>484,279</b>	-

## 7. TRADE AND OTHER RECEIVABLES

	<b>31 Dec 2021</b>	<b>30 Jun 2021</b>
	\$	\$
Trade receivables	274,400	79,990
Less: provision for expected credit loss	-	-
	274,400	79,990
Accrued income	74,626	32,168
Amounts receivable from related party (Note10)	-	4,014
Sundry debtors	67,423	11,934
	<b>416,449</b>	<b>128,106</b>

## NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 31 December 2021

### 8. TRADE AND OTHER PAYABLES

	31 Dec 2021	30 Jun 2021
	\$	\$
<b>Current</b>		
Trade payables	255,749	87,705
GST Payable	10,990	19,490
Amounts payable to related party (Note10)	79,363	-
Sundry payables and accrued expenses	263,456	179,993
	<b>609,558</b>	<b>287,188</b>

### 9. PROVISIONS

	31 Dec 2021	30 Jun 2021
	\$	\$
<i>Current</i>		
Annual leave	301,044	193,659
Long service leave	126,935	58,179
	<b>427,979</b>	<b>251,838</b>
<i>Non-current</i>		
Long service leave	105,208	95,288
	<b>105,208</b>	<b>95,288</b>

#### *Amounts not expected to be settled within the next 12 months*

The current provision for employee benefits includes all unconditional entitlements where employees have completed the required period of service and also those where employees are entitled to pro-rata payments in certain circumstances. The entire amount is presented as current, since the company does not have an unconditional right to defer settlement. However, based on past experience, the company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

### 10. RELATED PARTY TRANSACTIONS

The Company currently operates from office premises that are being on-leased by The Frame Group Pty Ltd (Frame). E8 Group Pty Limited is the owner of Frame and is the major shareholder of the Company following the completion of the transaction as per Note 4. The Company and Frame have entered into an agreement pursuant to which Frame will grant the Company a sub-lease to continue to operate out of the current premises under that rent payable will be \$1 per annum for a 2-year term.

At Completion of the Share Sale Agreement and as a condition precedent to the IPO, Frame forgave all related party loans totalling \$484,279.

# NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 31 December 2021

## 10. RELATED PARTY TRANSACTIONS (CONTINUED)

*Transactions with related parties:*

	31 Dec 2021	31 Dec 2020
	\$	\$
Payment made by Frame on behalf of ROPL	573,566	491,515
Loan forgiven by Frame	484,279	-

*Receivable from and payable to related parties*

The following balances are outstanding at the reporting date in relation to transactions with related parties:

	31 Dec 2021	30 Jun 2021
	\$	\$
Other (payable) to / receivable from Frame	(79,363)	4,014

## 11. EQUITY – ISSUED CAPITAL

### Share Capital

	Dec21 Shares	Jun21 Shares	Dec21 \$	Jun21 \$
<b>Shares issued and fully paid</b>	<b>60,250,032</b>	<b>39,128,220*</b>	<b>11,763,941</b>	<b>6,783,640</b>

\*Per AASB 3, the equity structure (i.e., the number of ordinary shares issued) reflects the equity structure of Rocketboots Limited (formerly Ensogo Limited) (the accounting acquiree), including the shares issued by it to effect the reverse acquisition transaction. Per Note 4 for further details.

	Date	Shares	Issue Price	\$
<b>Details</b>			\$	\$
<b>Balance</b>	01 July 2021	39,128,220		6,783,640
Consolidation	19 November 2021	(28,628,188)	-	-
<b>Post-Consolidation</b>	<b>19 November 2021</b>	<b>10,500,032</b>	<b>-</b>	<b>6,783,640</b>
Shares issued to original shareholders of ROPL (Note4)	19 November 2021	28,500,000		1,002,508
Shares issued on listing	7 December 2021	21,250,000	0.20	4,250,000
Capital raise costs		-		(243,000)
Fair value of options issued		-		(29,207)
<b>Balance</b>	<b>31 December 2021</b>	<b>60,250,032</b>		<b>11,763,941</b>

# NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 31 December 2021

## 11. EQUITY – ISSUED CAPITAL (CONTINUED)

During the 6-month period ended on 31 December 2021, Rocketboots Limited issued 21,250,000 ordinary shares and raised \$4,250,000 before transaction costs. In addition, the Company also issued 28,500,00 ordinary shares in relation to the acquisition of Rocketboots Operations Pty Ltd, completed on 19 November 2021. These consideration shares are subject to escrow for 24 months from official quotation.

### *Ordinary shares*

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

On a show of hands every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

### *Share buy-back*

This is no current on-market share buy-back.

### *Deferred consideration shares*

Under the Share Sale Agreement, 40% of the Consideration Shares owed to the Sellers of the subsidiary are not to be issued, being 19,000,000 deferred consideration shares until the Deferred Period comes to an end (but will still be subject to escrow for 24 months from Official Quotation).

## 12. EQUITY - RESERVES

There were no dividends paid, recommended or declared during the current or previous financial half-year.

	31 Dec 2021	30 Jun 2021
	\$	\$
Share based payment	29,207	-

### *Share-based payments reserve*

The reserve is used to recognise the value of equity benefits provided to the corporate advisor as part of the capital raise as described in Note 4 to the financial statements.

Number of options granted	903,750
Fair value of each option on grant date	\$0.0323
Fair value of the options	\$29,027

## 13. EQUITY- DIVIDENDS

There were no dividends paid, recommended or declared during the current or previous financial half-year.

# NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

For the half-year ended 31 December 2021

## 14. CONTINGENT ASSETS AND LIABILITIES

At balance date the consolidated entity has no contingent assets or contingent liabilities.

## 15. INTEREST IN SUBSIDIARIES

The Consolidated financial statements incorporate the assets, liabilities and results of the following subsidiary in accordance with the accounting policy described in Note 4.

Controlled Entities	Country of Incorporation	Ownership Interest	Ownership Interest
		31 Dec 2021	30 Jun 2021
		%	
Rocketboots Operations Pty Ltd	Australia	100	-

## 16. EVENTS AFTER THE REPORTING PERIOD

The impact of the Coronavirus (COVID-19) pandemic is ongoing and it is not practicable to estimate the potential impact, positive or negative, after the reporting date. The situation is rapidly developing and is dependent on measures imposed by the Australian Government and other countries, such as maintaining social distancing requirements, quarantine, travel restrictions and any economic stimulus that may be provided.

As at the date of this report, all the remaining outstanding payments due to/from Frame as part of the IPO transaction have been made.

Apart from the 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 consolidated entity, the results of those operations, or the state of affairs of the consolidated entity in future financial years.

## 17. LOSS PER SHARE

	2021	2020
	\$	\$
Loss after income tax attributable to the owners of the Company	(399,493)	(401,863)
Weighted average number of common shares used in calculating basic loss per share	41,870,692	39,128,220
Weighted average number of common shares used in calculating diluted loss per share	41,870,692	39,128,220
	<b>cents</b>	<b>cents</b>
Basic and diluted loss per share	(0.95)	(1.03)

The calculation of weighted average number of shares has been adjusted retrospectively for the effects of the equity recapitalisation associated with the reverse acquisition, refer Note 4 and Note 11.

## DIRECTORS' DECLARATION

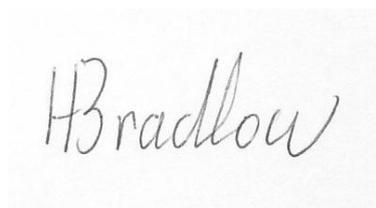
For the half-year ended 31 December 2021

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 201 and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 31 December 2021 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

On behalf of the directors

A handwritten signature in black ink that reads "H Bradlow". The signature is written in a cursive style and is centered within a light gray rectangular box.

Hugh Bradlow  
Chair

Dated the 28 February 2022

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## INDEPENDENT AUDITOR'S REVIEW REPORT To the Members of Rocketboots Limited

### *Conclusion*

We have reviewed the accompanying half-year financial report of Rocketboots Limited which comprises the statement of financial position as at 31 December 2021, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

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

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 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 *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.

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

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### *Responsibility of the Directors' for the Financial Report*

The directors of the Rocketboots Limited 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 is free from material misstatement, whether due to fraud or error.

### *Auditor's Responsibility for the Review of the Financial Report*

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 consolidated entity's financial position as at 31 December 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.



**RSM AUSTRALIA PARTNERS**



**M PARAMESWARAN**

Partner

Dated: 28 February 2022  
Melbourne, Victoria