



## **Supplementary Document Dated December 29 2023**

# **Information incorporated by reference in Product Disclosure Statement dated 24 July 2023 for offer of Class A shares in Crossgate Capital Limited**

***This Supplementary document should be read in conjunction with the Product Disclosure Statement dated 24 July 2023, and previous Supplementary documents.***

***Previous Supplementary Documents can be found on the Disclose register at [www.business.govt.nz/disclose](http://www.business.govt.nz/disclose), offer number 12554 under Offer Documents.***

***This Supplementary document is a replacement of the Supplementary Document Dated December 20 2023.***

*It gives you important information about this investment to help you decide whether you want to invest. There is other useful information about this offer on [www.business.govt.nz/disclose](http://www.business.govt.nz/disclose), Offer Number 12554.*

*Crossgate Capital Limited has prepared this document in accordance with the Financial Markets Conduct Act 2013 ("FMCA"). You can also seek advice from a financial adviser to help you to make an investment decision.*

## 1. Crossgate Capital and What It Does

### Valuation Basis for Share Price

The Share price will be the value of a Share as determined by our Directors as fair and reasonable to us and existing Shareholders. While the Company Value will be a significant factor in the Directors' decision on the Share price, it will not be the only factor the Directors will consider. The Directors will also consider other factors (such as the price at which Shares are being bought and sold and the terms on which the Shares were issued) in making an assessment of what is fair and reasonable.

Noting and taking into account the above, the value of Crossgate Capital's Class A shares as at valuation day will be based on the Company Valuation calculation (as stated in the Product Disclosure Statement). The Company Value calculated will be divided by the number of Class A Shares on issue. For clarity, the number of Class B shares on issue will not form part of this calculation. The table below details the Share price at each allotment date.

Crossgate Capital Class A Share Price (after tax)	
Date	Share Price (\$NZ)
29-Dec-23	3.20
20-Dec-23	3.14
13-Dec-23	3.12
29-Nov-23	2.91
22-Nov-23	2.94
15-Nov-23	2.99
1-Nov-23	2.81
18-Oct-23	2.37
4-Oct-23	2.36
20-Sep-23	2.31
6-Sep-23	2.24
23-Aug-23	2.29
9-Aug-23	2.49
26-Jul-23	2.51
19-Jul-23	2.53
12-Jul-23	2.52
28-Jun-23	2.51
21-Jun-23	2.26
14-Jun-23	2.26
31-May-23	2.52
17-May-23	2.40
3-May-23	2.47
19-Apr-23	2.68
5-Apr-23	2.43
29-Mar-23	2.38
22-Mar-23	2.39
15-Mar-23	2.22
8-Mar-23	2.10
1-Mar-23	2.23
22-Feb-23	2.33
9-Feb-23	2.20
1-Feb-23	2.07
25-Jan-23	2.10
18-Jan-23	2.01
11-Jan-23	1.69
30-Dec-22	1.59
21-Dec-22	1.57
14-Dec-22	1.69
7-Dec-22	1.68
30-Nov-22	1.67
23-Nov-22	1.62
16-Nov-22	1.74
9-Nov-22	2.24
2-Nov-22	2.26
27-Oct-22	2.21
19-Oct-22	2.16
12-Oct-22	2.16
5-Oct-22	2.16
29-Sep-22	2.18

Crossgate Capital Class A Share Price (after tax)	
Allotment Date	Share Price (\$NZ)
21-Sep-22	2.10
14-Sep-22	2.36
7-Sep-22	2.20
31-Aug-22	2.16
24-Aug-22	2.26
10-Aug-22	2.48
3-Aug-22	2.35
27-Jul-22	2.14
20-Jul-22	2.34
13-Jul-22	1.96
6-Jul-22	2.00
29-Jun-22	2.04
22-Jun-22	1.98
15-Jun-22	2.10
9-Jun-22	2.86
1-Jun-22	2.92
25-May-22	2.82
18-May-22	2.92
11-May-22	3.04
4-May-22	3.61
6-Apr-22	4.13
28-Apr-22	3.56
21-Apr-22	3.78
13-Apr-22	3.60
6-Apr-22	4.13
30-Mar-22	4.08
23-Mar-22	3.66
16-Mar-22	3.47
9-Mar-22	3.34
2-Mar-22	3.83
23-Feb-22	3.47
16-Feb-22	3.94
10-Feb-22	4.13
2-Feb-22	3.73
26-Jan-22	3.55
19-Jan-22	4.22
12-Jan-22	4.06
7-Jan-22	4.49
31-Dec-21	4.59
22-Dec-21	4.60
15-Dec-21	4.45
8-Dec-21	4.94
1-Dec-21	5.37
24-Nov-21	5.22
17-Nov-21	5.73
10-Nov-21	5.93
3-Nov-21	5.46
20-Oct-21	5.35
13-Oct-21	5.21
6-Oct-21	4.85
29-Sep-21	4.40
22-Sep-21	4.46
15-Sep-21	4.76
8-Sep-21	5.52
1-Sep-21	4.97
25-Aug-21	5.29
18-Aug-21	4.79
11-Aug-21	4.55
4-Aug-21	3.99
28-Jul-21	3.71
21-Jul-21	3.24
14-Jul-21	3.54
7-Jul-21	3.67

<b>Crossgate Capital Class A Share Price (after tax)</b>	
<b>Allotment Date</b>	<b>Share Price (\$NZ)</b>
30-Jun-21	3.64
23-Jun-21	3.38
16-Jun-21	4.28
9-Jun-21	3.99
2-Jun-21	4.33
26-May-21	4.31
19-May-21	5.28
12-May-21	5.93
5-May-21	5.65
28-Apr-21	4.99
21-Apr-21	4.94
14-Apr-21	5.29
7-Apr-21	5.13
31-Mar-21	4.70
24-Mar-21	4.39
17-Mar-21	4.41
10-Mar-21	4.41
3-Mar-21	4.16
24-Feb-21	4.40
17-Feb-21	4.13
10-Feb-21	3.86
3-Feb-21	3.03
27-Jan-21	2.87
20-Jan-21	3.09
13-Jan-21	2.83
7-Jan-21	2.71
23-Dec-20	2.03
9-Dec-20	1.90
2-Dec-20	1.99
25-Nov-20	1.91
11-Nov-20	1.56
4-Nov-20	1.46
28-Oct-20	1.46
21-Oct-20	1.40
14-Oct-20	1.39
7-Oct-20	1.31
30-Sep-20	1.33
23-Sep-20	1.28
9-Sep-20	1.33
19-Aug-20	1.57

<b>Crossgate Capital Class A Share Price (after tax)</b>	
<b>Allotment Date</b>	<b>Share Price (\$NZ)</b>
12-Aug-20	1.47
5-Aug-20	1.41
29-Jul-20	1.32
22-Jul-20	1.15
15-Jul-20	1.18
8-Jul-20	1.15
24-Jun-20	1.18
17-Jun-20	1.15
10-Jun-20	1.21
22-Apr-20	0.92
20-May-20	1.23
6-May-20	1.17
22-Apr-20	0.92
8-Apr-20	1.00
25-Mar-20	0.87
9-Mar-20	1.19
24-Feb-20	1.33
10-Feb-20	1.32
3-Feb-20	1.21
20-Jan-20	1.12
21-Nov-19	1.09
23-Dec-19	0.90
21-Nov-19	1.09
4-Nov-19	1.23
21-Oct-19	1.09
9-Oct-19	1.15
7-Oct-19	1.12
23-Sep-19	1.42
9-Sep-19	1.40
26-Aug-19	1.38
15-Aug-19	1.41
12-Aug-19	1.48
5-Aug-19	1.47
29-Jul-19	1.37
22-Jul-19	1.48
8-Jul-19	1.65
24-Jun-19	1.75
4-Jun-19	1.60
20-May-19	1.41
13-May-19	1.36
29-Apr-19	1.11
8-Apr-19	1.16
1-Apr-19	1.00

It is also noted that the Share price has been calculated after accounting for deferred tax. A 0.5% Share brokerage fee will be payable on the allotment of Shares.

Investors can also contact the Manager at any time to find out the Share Price.

Crossgate Capital's governing documents, which contain further information about the offer, can be found on the Disclose Register at [www.business.govt.nz/disclose](http://www.business.govt.nz/disclose) under Crossgate Capital's offer number (OFR12554)

## 2. Table of Substantial Shareholders

Name	Holding Type	Equity Type	Relevant Interest Held at the date of this PDS Shares	% of Class A Shares
Ava Fleckenstein/John	Registered holder and	Class A	351,489	29.7%
Bluemont Capital Management	Registered holder and beneficial owner	Class A	56,066	4.7%

## 3. Crossgate Capital's Selected Financial Information

This table provides key selected financial information about Crossgate Capital. Full financial statements are available on the offer register at [www.business.govt.nz/disclose](http://www.business.govt.nz/disclose), offer number OFR12554. If you do not understand this financial information, you can seek advice from a financial adviser or an accountant.

Selected Financial Information	FY23	FY22	FY21
	Audited	Audited	Audited
	12 months ended	12 months ended	12 months ended
	31 March 2023	31 March 2022	31 March 2021
	\$	\$	\$
Revenues as determined in accordance with GAAP	0	0	50,068
Net profit / (loss) after tax plus interest, tax, depreciation, and amortisation (EBITDA) as each of those items is determined in accordance with GAAP	(286,417)	(767,150)	(87,920)
Net profit / (loss) after tax as determined in accordance with GAAP	(282,132)	(552,348)	(41,593)
Revaluation of intangible assets, net of tax	682,491	1,830,323	1,959,677
Total Comprehensive Income	(1,429,964)	(681,702)	1,918,084
Dividends on all equity securities of the issuer (showing both the total dividends for each class of equity securities and a total for all of the equity securities)	0	0	0
Total assets as determined in accordance with GAAP	2,858,874	4,340,599	3,624,186
Cash and cash equivalents as determined in accordance with GAAP	34,433	84,377	115,050
Deferred Tax Liabilities	0	450,664	715,770
Total liabilities as determined in accordance with GAAP	36,839	516,243	759,819
Total debt (being total interest-bearing liabilities as determined in accordance with GAAP)	0	0	0
Net cash flows from operating activities as determined in accordance with GAAP	34,433	84,377	115,050