Medibio Limited

ABN 58 008 130 336

Annual Report - 30 June 2021

Directors	Mr Claude Solitario (Managing Director and CEO) Mr Peter Carlisle (Non-Executive and Lead Independent Director) Ms Melanie Leydin (Director and Joint Company Secretary)
Company secretaries	Ms Melanie Leydin Mr Mathew Watkins
Registered office	Level 4, 100 Albert Road South Melbourne VIC 3205 Telephone: +61 3 9692 7222 Facsimile: +61 3 9077 9233
Share register	Computershare Investor Services Pty Limited Level 3, 60 Carrington Street Sydney, NSW, 2000 Telephone: 1300 850 505
Auditor	William Buck (Qld) Level 21, 307 Queen Street Brisbane QLD 4000 Telephone: +61 7 3229 5100 Facsimile: +61 7 3221 6027
Legal advisors	Gadens Level 25 Bourke Place 600 Bourke Street Melbourne VIC 3000 Telephone: +61 3 9252 2555 Facsimile: +61 3 9252 2500
Bankers	Westpac Banking Corporation
Stock exchange listing	Medibio Limited securities are listed on the Australian Securities Exchange (ASX code: MEB, MEBOB and MEBOC)
Website	www.medibio.com.au
Corporate Governance Statement	The Corporate Governance Statement is available on the Company's website. Please refer to https://medibio.com.au/corporate-governance/
Annual General Meeting	The Company advises that its Annual General Meeting will be held on Thursday, 11th November 2021.

The Directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Medibio Limited (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2021.

Directors

The following persons were Directors of Medibio Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Mr Claude Solitario, Managing Director and CEO
Mr Peter Carlisle, Non-Executive and Lead Independent Director
Ms Melanie Leydin, Director

Principal activities

The principal activity of the Group is conducting clinical research, product development and early stage commercialization of a mental health technology using objective biomarkers to assist in the screening, diagnosing, monitoring, and management of depression and other mental health conditions.

Review of operations

The loss for the consolidated entity after providing for income tax amounted to $1,486,602 (30 June 2020: $3,872,404).

The loss for the period reflected substantially the continuing development of Company's intellectual property, including the Sleep Analysis of Depressive Burden study (SADB) and the development of its sleep staging software, MEBsleep; the development of the Company's consumer app, LUCA and the commercialization of its corporate wellness product, ilumen™.

The aim of SADB is to identify clinical depressive burden in patients with sleep disturbance who undergo a sleep study in a clinical environment. The SADB trial involves the development of the depressive burden platform known as MEB-001 consisting of sleep staging algorithm, overlayed by resting heart rate and heart rate variability algorithms, leading to the depressive burden analysis. Algorithm development for MEB-001 is progressing very well and in accordance with our expectations.

In August 2020 Medibio was granted a patent entitled "Method and System for Monitoring Stress Conditions." The patent relates to a software method, using machine learning, for monitoring stress conditions by analysing heartrate collected during sleep, including a pre-sleep period, a sleep period and a post-sleep period. The patent will play an important part in protecting Medibio's consumer app and strengthening its intellectual property protection and competitive advantage in the US market.

In October 2020, Medibio entered into a Clinical Trial Agreement ("CTA") with MedBridge Healthcare LLC ("MedBridge"), to support the SADB trial. MedBridge is the leading provider of sleep laboratory management services in the United States, operating over 130 sleep disorder diagnostic centres and performing over 70,000 sleep disorder diagnostic procedures annually. MedBridge's expertise and reputation in sleep medicine in the United States is exemplary, and the size of their operations will help ensure that the SADB trial will be undertaken as quickly and efficiently as possible.

In November 2020, Medibio signed a three-year Global Master License and Services Agreement (the "Agreement") with Compass Group Plc. ("Compass") for Medibio's corporate mental health product, ilumen. Under the terms of the Agreement, Medibio will make ilumen available to Compass companies electing to adopt the technology for the benefit of their employees. The agreement also grants Compass companies the right to license ilumen to their clients, which includes many multinational corporations. Revenue generation will depend on the rate and level of adoption by Compass companies and their clients. The annual licence fee is a SaaS (Software as a Service) fee calculated per-employee, per annum based on the size of the workforce of the particular company enrolled in the program, regardless of the level of employee participation. Based on the learnings from Compass, Medibio has activated a focussed marketing campaign for ilumen targeting a number of large corporations and government departments.

Regrettably, COVID-19 and related lockdowns have had a detrimental effect on financial resources and staffing levels of most corporations, which has impacted the decision making process. Border closures has also impeded Medibio's ability to generate new opportunities and deepen existing relationships. Nevertheless, ilumen continues to generate interest from corporations in Australia and internationally, and although time frames have lengthened, opportunities are being pursued as effectively and efficiently as possible.

In April 2021 Medibio secured a pre-submission meeting with the FDA for the 1st July 2021 to inform its new 510(k) application. The FDA has since requested a number of postponements due to the effects of COVID-19 on their internal resources allocation. The Medibio clinical team is currently consulting with the FDA and its regulatory advisers to review and assess the most efficient way forward given the delays with its 510(k) application and having regard to the encouraging progress of MEB-001.

In May 2021 Medibio was awarded a further patent from the US Patent and Trademark Office for the Company's "Method and System for Assessing Mental State". The patent relates to a computer-implemented method of assessing the mental state of a subject by receiving a sequence of heartbeat data samples obtained overnight through three distinct periods: a pre-sleep, sleep, and a post-sleep period. This patent enriches the Company's intellectual property and further strengthens its strategic protection across the Company's key commercial markets, including clinical, corporate and consumer. The awarding of this patent is timely given that the company is currently undertaking trials to validate MEB-001.

The 2021 financial year has seen the development of the Company's consumer app, which continues on time and on budget. Medibio's pioneering work in the use of biometric data to aid in the early detection and screening of mental health conditions, together with its patented method of assessing stress by monitoring overnight heart rate, underpins the functionality of the Consumer App and provides a significant point of differentiation in the marketplace. Medibio's app and algorithms will identify how stress is affecting individuals and produce stress assessment data to inform behavioural exercises, educational tools, and goal-setting features to help users improve their mental health.

A paid media plan strategy, which includes social channels such as Facebook, Instagram, LinkedIn, Twitter and TikTok has been developed in preparation for the launch of the consumer app in the US in October 2021 to coincide with World Mental Health Day.

Significant changes in the state of affairs

On 13 July 2020, the Group completed the fully underwritten Non-Renounceable Entitlement Offer and issued 252,865,843 fully paid ordinary shares at $0.006 (0.6 cents) per share raising $1,517,195 before costs.

On 26 August 2020, the Group converted 21 listed options exercisable at $0.03 per option to 21 ordinary shares.

On 9 October 2020, the Group issued 16,000,000 unlisted options to employees and are subject to various vesting conditions and meeting certain KPI's in line with the Company's strategic plans. The options are exercisable at $0.012 (1.2 cents) per option expiring on 6 October 2023.

On 8 December 2020, the Group issued 2,900,000 unlisted options with exercise price at $0.012 (1.2 cents) per option expiring on 6 October 2023. On the same date, the Group issued 11,250,000 unlisted options to a Director of the Company for his services as Director. The options are exercisable at $0.011 (1.1 cents) per option expiring on 8 December 2025.

On 15 February 2021, the Group completed the Placement Tranche One by issuing 222,222,222 fully paid ordinary shares at an issue price of $0.009 (0.9 cents) per share and 55,555,555 free attaching Options with exercise price at $0.015 (1.5 cents) per Option to sophisticated and professional investors, raising $2,000,000 before costs.

On 15 February 2021, the Group issued 59,114,285 unlisted options with exercise price at $0.015 (1.5 cents) per option expiring on 28 February 2024 for services provided by the Lead Manager of the Company's Capital Raising.

On 8 April 2021, the Group issued 111,111,111 fully paid ordinary shares at an issue price of $0.009 (0.9 cents) per share and 27,777,778 free attaching options exercisable at $0.0015 (1.5 cents) per Option under Placement Tranche Two.

On 8 April 2021, the Group issued 34,885,715 unlisted options with exercise price at $0.015 per option expiring on 28 February 2024 for services provided by the Lead Manager of the Company's Capital Raising.

On 8 April 2021, the Group issued 111,111,051 fully paid ordinary shares at an issue price of $0.009 (0.9 cents) per share under SPP and 27,777,676 options exercisable at $0.015 per Option, expiring on 28 February 2024 attached for every four (4) Shares issued.

On 15 April 2021, the Group issued 1,800,000 unlisted options with exercise price at $0.012 (1.2 cents) per option expiring on 6 October 2023 to an eligible consultant of the Company under the Company's Employee Incentive Plan.

On 18 May 2021, the Group issued 2,954,545 fully paid ordinary shares at a deemed issue price of $0.011 per share to settle service fee for a third party.

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

Matters subsequent to the end of the financial year
No matter or circumstance has arisen since 30 June 2021 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Likely developments and expected results of operations
Likely developments in the operations of the Group in future financial years, are referred to in the Review of Operations.

Environmental regulation
The consolidated entity is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Information on Directors

Name:	Mr Claude Solitario
Title:	Managing Director and CEO
Experience and expertise:	Mr Solitario brings 30 years of experience in the development of new and emerging technology, with a deep understanding of licensing and commercialisation of intellectual property. As a founding shareholder of Medibio he is one the Company's major shareholders and brings an extensive financial background having served as a financial executive for many public and private companies.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	52,220,086 fully paid ordinary shares
Interests in options:	3,000,000 unlisted options exercisable at $0.014 expiring on 13 June 2023 30,333,040 quoted options exercisable at $0.03 expiring on 1 December 2021 4,000,000 unlisted options exercisable at $0.015 expiring on 19 August 2024 3,000,000 unlisted options exercisable at $0.011 expiring on 20 December 2023 11,250,000 unlisted options exercisable at 0.011 expiring on 8 December 2025

Name:	Mr Peter Carlisle
Title:	Non-Executive and Lead Independent Director
Experience and expertise:	Mr Carlisle serves as Managing Director of Olympics & Action Sports at global sports marketing agency, Octagon. He has served on numerous non-profit boards and has worked to develop and promote programs focused on a variety of mental health issues. An expert at the forefront of the booming action sports industry for more than two decades, he has successfully transitioned his creative marketing strategies to emerge as the leader in the representation and marketing of Olympic and Action Sports athletes. Mr Carlisle is one of only two sports agents to be inducted into Sports Business Journal’s “Forty-Under-Forty” Hall of Fame. Mr Carlisle oversees a global business that provides career management for the company’s Olympics and Action Sports clients through contract negotiations, endorsements, licensing and merchandising opportunities as well as successfully developing content-driven programs for athletes that are re-defining the term “athlete marketing.” He oversees some of the worlds most recognisable athletes. Mr Carlisle is highly decorated and respected with multiple recognition awards including Sports Illustrated’s “Top 15 Most Influential Sports Agents”, Member of Sports Business Journal’s “Forty-Under-Forty” Hall of Fame following three career “Forty Under 40” Awards (’07, ’04, ‘03), Two-time recipient of Sports Business Journal’s “20 Most Influential People: Sports Agents” (’06, ‘04) amongst others.
Other current directorships:	None
Former directorships (last 3 years):	None
Interests in shares:	125,500 fully paid ordinary shares
Interests in options:	559,556 unlisted options exercisable at $0.44 expiring on 18 June 2022 4,000,000 unlisted options exercisable at $0.014 expiring on 13 June 2023 3,600,000 unlisted options exercisable at $0.011 expiring on 20 December 2023

Name:	Ms Melanie Leydin
Title:	Director and Joint Company Secretary
Qualifications:	B.Bus Acc Corp law
Experience and expertise:	Melanie Leydin holds a Bachelor of Business majoring in Accounting and Corporate Law. She is a member of the Institute of Chartered Accountants, Fellow of the Governance Institute of Australia and is a Registered Company Auditor. She graduated from Swinburne University in 1997, became a Chartered Accountant in 1999 and since February 2000 has been the principal of Leydin Freyer. The practice provides outsourced company secretarial and accounting services to public and private companies across a host of industries including but not limited to the Resources, technology, bioscience, biotechnology and health sectors. Melanie has over 25 years’ experience in the accounting profession and over 15 years’ experience holding Board positions including Company Secretary of ASX listed entities. She has extensive experience in relation to public company responsibilities, including ASX and ASIC compliance, control and implementation of corporate governance, statutory financial reporting, reorganisation of Companies and shareholder relations.
Other current directorships:	E2 Metals Limited
Former directorships (last 3 years):	Australian Primary Hemp Limited (ASX: APH) (formerly Alchemia Limited) resigned 2 October 2019
Interests in shares:	None
Interests in options:	2,600,000 unlisted options exercisable at $0.02 expiring on 19 August 2023 2,200,000 unlisted options exercisable at $0.011 expiring on 20 December 2023

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

Company secretaries
Ms Melanie Leydin, CA (Joint Company Secretary)

Refer to information on Directors for further information.

Mr Mathew Watkins, CA (Joint Company Secretary)

Mr Watkins is a Company Secretariat with the Company Secretarial and chartered accounting firm, Leydin Freyer. Mathew completed a Bachelor of Business (Accounting) with a minor in Advanced Finance at Swinburne University of Technology and is a member of the Institute of Chartered Accountants of Australia and New Zealand. He specialises in Company Secretarial and Accounting Services for ASX listed and unlisted public companies in the mining, biotech and industrial sectors.
His skillset includes ASX statutory reporting, ASX compliance, Corporate Governance and board and secretarial support.He is Company Secretary on various ASX Listed Companies.

Meetings of Directors
The number of meetings of the Company's Board of Directors ('the Board') held during the year ended 30 June 2021, and the number of meetings attended by each Director were:

	Full Board	
	Attended	Held
C Solitario	9	9
P Carlisle	9	9
M Leydin	9	9

Held: represents the number of meetings held during the time the Director held office.

The Board did not have separate Committees during the year and the Board fulfilled the role of Nomination & Remuneration and the Audit & Risk Committees.

Remuneration report (audited)
The remuneration report details the key management personnel remuneration arrangements for the consolidated entity, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all Directors.

The remuneration report is set out under the following main headings:
- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration

The performance of the Group depends upon the quality of its Directors and executives. The objective of the consolidated entity's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The framework aligns executive reward with the achievement of strategic objectives and the creation of value for shareholders, and it is considered to conform to the market best practice for the delivery of reward.

The remuneration philosophy is to attract, motivate and retain high performance and high quality personnel.

The Board of Directors is responsible for determining and reviewing compensation arrangements for the directors, and the executive team. The Board assesses the appropriateness of the nature and amount of emoluments of such officers on a periodic basis by reference to relevant employment market conditions with the overall objective of ensuring maximum stakeholder benefit from the retention of a high-quality Board and executive team.

- competitiveness and reasonableness
- acceptability to shareholders
- performance linkage / alignment of executive compensation
- transparency

The reward framework is designed to align executive reward to shareholders' interests. The Board have considered that it should seek to enhance shareholders' interests by:

- focusing on sustained growth in shareholder wealth, consisting of growth in share price, driving towards dividends, and delivering constant or increasing return on assets as well as focusing the executive on key non-financial drivers of value
- attracting and retaining high calibre executives

Additionally, the reward framework should seek to enhance executives' interests by:

- rewarding capability and experience
- reflecting competitive reward for contribution to growth in shareholder wealth
- providing a clear structure for earning rewards

In accordance with best practice corporate governance, the structure of non-executive Director and executive Director remuneration is separate.

Non-executive Directors remuneration

Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Nomination and Remuneration Committee (or in its absence the Board). The Nomination and Remuneration Committee may, from time to time, receive advice from independent remuneration consultants to ensure non-executive directors' fees and payments are appropriate and in line with the market. The chairman's fees are determined independently to the fees of other non-executive directors based on comparative roles in the external market.

ASX listing rules require the aggregate non-executive directors' remuneration be determined periodically by a general meeting. The most recent determination was at the General Meeting held on 11 September 2017, where the shareholders approved a maximum annual aggregate remuneration of $750,000.

Senior management and executive remuneration

The consolidated entity aims to reward senior management and executives based on their position and responsibility, with a level and mix of remuneration which has both fixed and variable components.

The senior management and executive remuneration and reward framework has four components:

- base pay and non-monetary benefits
- short-term performance incentives
- share-based payments
- other remuneration such as superannuation and long service leave

The combination of these comprises the senior management and executive's total remuneration.

Fixed remuneration, consisting of base salary, superannuation and non-monetary benefits, are reviewed annually by the Nomination and Remuneration Committee (or in its absence the Board) based on individual and business unit performance, the overall performance of the consolidated entity and comparable market remunerations.

The short-term incentives ('STI') program is designed to align the targets of the business units with the performance hurdles of executives. STI payments are granted to executives based on specific annual targets and key performance indicators ('KPI's') being achieved. KPI's include revenue targets, relevant regulatory approvals, financial efficiencies, amongst other operational matters.

The long-term incentives ('LTI') include long service leave and share-based payments. These may include increase in shareholders value relative to the entire market and the increase compared to the consolidated entity's direct competitors.

Following the restructure of the Board and senior management during the year the Company is currently in the process of updating its STI and LTI programs.

Voting and comments made at the Company's 12 November 2020 Annual General Meeting ('AGM')
At the 12 November 2020 AGM, 93.96% of the votes received supported the adoption of the remuneration report for the year ended 30 June 2020. The Company did not receive any specific feedback at the AGM regarding its remuneration practices.

Details of remuneration

Amounts of remuneration
Details of the remuneration of key management personnel of the consolidated entity are set out in the following tables.Unless otherwise noted, the named persons were key management personnel for the whole of the period ended 30 June 2021.

The key management personnel of the consolidated entity consisted of the following Directors of Medibio Limited:
- Mr Claude Solitario, Managing Director and CEO
- Mr Peter Carlisle, Non-Executive and Lead Independent Director
- Ms Melanie Leydin, Director and Joint Company Secretary
- Mr Mathew Watkins, Joint Company Secretary

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments	
30 June 2021	Cash salary and fees $	Cash bonus $	Non-monetary $	Super-annuation $	Long service leave $	Equity-settled $	Total $
Non-Executive Directors:							
P Carlisle (2)	-	-	-	-	-	45,000	45,000
Executive Directors:							
C Solitario	136,986	-	-	13,013	-	92,025	242,024
Other Key Management Personnel:							
M Leydin (1)	165,945	-	-	-	-	-	165,945
	302,931	-	-	13,013	-	137,025	452,969

(1) Includes Director fees and fees paid to Leydin Freyer, of which Melanie Leydin is a director, in respect of the Company Secretarial Services. No additional fees were paid in respect of Mr Watkins Joint Company Secretarial appointment.
(2) Expected to be settled in shares subject to shareholder approval

30 June 2020	Short-term benefits: Cash salary and fees $	Short-term benefits: Cash bonus $	Short-term benefits: Non-monetary $	Post-employment benefits: Super-annuation $	Long-term benefits: Long service leave $	Share-based payments: Equity-settled $	Total $
Non-Executive Directors:							
P Carlisle	-	-	-	-	-	20,268	20,268
L Wipperman Heine (1)	-	-	-	-	-	-	-
L Ragen Ide (2)	-	-	-	-	-	-	-
L Ojala (3)	-	-	-	-	-	-	-
M Phelps (4)	-	-	-	-	-	-	-
P Kennedy (5)	-	-	-	-	-	-	-
F Prendergast (6)	-	-	-	-	-	-	-
Executive Directors:							
C Solitario	64,805	-	-	6,157	-	67,810	138,772
D Kaysen (8)	455,145	-	-	-	-	190,950	646,095
Other Key Management Personnel:							
M Leydin (7)	141,631	-	-	-	-	42,416	184,047
	661,581	-	-	6,157	-	321,444	989,182

(1) L Wipperman Heine resigned as director on 22 November 2019
(2) L Ragen Ide resigned as director on 22 November 2019
(3) L Ojala resigned as director on 22 November 2019
(4) M Phelps resigned as director on 29 August 2019
(5) P Kennedy resigned as director on 29 August 2019
(6) F Prendergast resigned as director on 29 August 2019
(7) Melanie Leydin is a Director and Joint Company Secretary, undertakes executive functions in her role as Joint Company Secretary and as such is referred to as Other Key Management Personnel for the purposes of the Remuneration Report. Fees paid to Leydin Freyer, of which Melanie Leydin is a director, in respect of the Company Secretarial Services. No additional fees were paid in respect of Mr Watkins Joint Company Secretarial appointment.
(8) D Kaysen salaries paid above include a notice payment of USD$90,000, as a part of his resignation from the company.

The proportion of remuneration linked to performance and the fixed proportion are as follows:

Name	Fixed remuneration 30 June 2021	Fixed remuneration 30 June 2020	At risk - STI 30 June 2021	At risk - STI 30 June 2020	At risk - LTI 30 June 2021	At risk - LTI 30 June 2020
Non-Executive Directors:						
P Carlisle	-	-	-	-	100%	100%
Executive Directors:						
C Solitario	62%	51%	-	-	38%	49%
D Kaysen	-	70%	-	-	-	30%
Other Key Management Personnel:						
M Leydin	100%	77%	-	-	-	23%

Service agreements
Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name:	Mr Claude Solitario
Title:	Managing Director
Agreement commenced:	1 January 2020
Term of agreement:	Ongoing
Details:	Total remuneration for the position is a package of $150,000 (inclusive of statutory superannuation). Termination of the agreement by either party with 3 month's written notice. The position also includes an options sign on package which includes the issue of 11,250,000 exercisable within 5 years of the date of grant with an exercise price equal to the 30 day VWAP immediately prior to the date of grant. The options were approved by shareholers at the 12 November 2020 Annual General Meeting.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation

Issue of shares
There were no shares issued to Directors and other key management personnel as part of compensation during the year ended 30 June 2021.

Options
The terms and conditions of each grant of options over ordinary shares affecting remuneration of Directors and other key management personnel in this financial year or future reporting years are as follows:

Name	Number of options granted	Grant date	Vesting date and exercisable date	Expiry date	Exercise price	Fair value per option at grant date
C Solitario	11,250,000	08/12/2020	08/12/2020	08/12/2025	$0.011	$0.00818

Options granted carry no dividend or voting rights.

There were no other options over ordinary shares granted to or vested by Directors and other key management personnel as part of compensation during the year ended 30 June 2021.

Additional information
The earnings of the Group for the five years to 30 June 2021 are summarised below:

	2021 $	2020 $	2019 $	2018 $	2017 $
Revenue and other income	1,265,823	932,831	4,132,291	2,600,592	3,156,565
Net profit/(loss) before tax	(1,486,602)	(3,872,404)	(6,587,039)	(16,300,382)	(9,785,072)
Net profit/(loss) after tax	(1,486,602)	(3,872,404)	(6,587,039)	(16,300,382)	(9,785,072)

The factors that are considered to affect total shareholders return ('TSR') are summarised below:

	2021	2020	2019	2018	2017
Share price at financial year start ($)	0.01	0.01	0.14	0.36	0.33
Share price at financial year end ($)	0.01	0.01	0.01	0.14	0.36
Basic earnings per share (cents per share)	(0.10)	(0.44)	(3.05)	(8.81)	(7.44)

Additional disclosures relating to key management personnel

Shareholding
The number of shares in the Company held during the financial year by each Director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration	Additions*	Disposals/ other	Balance at the end of the year
Ordinary shares					
C Solitario	41,812,576	-	10,407,510	-	52,220,086
P Carlisle	125,500	-	-	-	125,500
M Leydin	-	-	-	-	-
	41,938,076	-	10,407,510	-	52,345,586

*Shares issued upon participation in the Company's Entitlement Issue as announced 10 June 2020.

Option holding
The number of options over ordinary shares in the Company held during the financial year by each Director and other members of key management personnel of the consolidated entity, including their personally related parties, is set out below:

	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
Options over ordinary shares					
C Solitario	40,333,040	11,250,000	-	-	51,583,040
P Carlisle	8,159,556	-	-	-	8,159,556
M Leydin	4,800,000	-	-	-	4,800,000
	53,292,596	11,250,000	-	-	64,542,596

This concludes the remuneration report, which has been audited.

Shares under option

Unissued ordinary shares of Medibio Limited under option at the date of this report are as follows:

Grant date	Expiry date	Exercise price	Number under option
19/08/2019	01/12/2021	$0.030	836,328,519
11/09/2017	11/10/2022	$0.450	2,000,000
06/06/2018	18/06/2022	$0.440	3,637,113
21/06/2018	18/06/2023	$0.450	1,350,000
15/05/2019	13/06/2023	$0.014	14,500,000
19/07/2019	14/06/2023	$0.010	9,500,000
19/08/2019	19/08/2023	$0.020	2,600,000
19/08/2019	19/08/2024	$0.015	3,750,000
19/08/2019	19/08/2024	$0.015	4,000,000
22/11/2019	20/12/2023	$0.011	8,800,000
02/06/2020	02/06/2022	$0.030	7,500,000
18/06/2020	02/06/2022	$0.030	20,000,000
09/10/2020	06/10/2023	$0.012	16,000,000
08/12/2020	06/10/2023	$0.012	2,900,000
08/12/2020	08/12/2025	$0.011	11,250,000
15/02/2021	28/02/2024	$0.015	55,555,555
15/02/2021	28/02/2024	$0.015	59,114,285
08/04/2021	28/02/2024	$0.015	27,777,778
08/04/2021	28/02/2024	$0.015	27,777,676
08/04/2021	28/02/2024	$0.015	34,885,715
15/04/2021	06/10/2023	$0.012	1,800,000
			1,151,026,641

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

Shares issued on the exercise of options

The following ordinary shares of Medibio Limited were issued during the year ended 30 June 2021 and up to the date of this report on the exercise of options exercised

Date options exercised	Exercise price	Number of shares issued
26/08/2020	$0.030	21

Indemnity and insurance of officers

The Company has indemnified the Directors and executives of the Company for costs incurred, in their capacity as a Director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid a premium in respect of a contract to insure the Directors and executives of the Company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Indemnity and insurance of auditor

The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Proceedings on behalf of the Company
No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

Non-audit services
The Company may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company and/or the Group are important.

Details of the amount paid or payable to the auditor (William Buck (Qld)) for audit and non-audit services provided during the year are set out in Note 24 .

The Board of Directors has considered the position and, in accordance with the advice received from the Audit and Risk Committee, is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001 for the following reasons:

- All non-audit services have been reviewed by the Audit and Risk Committee (or in its absence the Board) to ensure they do not impact the impartiality and objectivity of the auditor.
- None of the services undermine the general principles relating to auditor independence as set out in Professional Statement APES 110 Code of Ethics for Professional Accountants (including Independence Standards) issued by the Accounting Professional and Ethical Standards Boards, including reviewing or auditing the auditor's own work, acting in a management or a decision-making capacity for the Company, acting as advocate for the Company or jointly sharing economic risk and rewards.

Officers of the Company who are former partners of
There are no officers of the Company who are former partners of William Buck (Qld).

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.

Auditor
William Buck (Qld) continues in office in accordance with section 327 of the Corporations Act 2001.

This report is made in accordance with a resolution of Directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the Directors

Claude Solitario
Managing Director

31 August 2021

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF MEDIBIO LIMITED

I declare that, to the best of my knowledge and belief during the year ended 30 June 2021 there have been:

— no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and

— no contraventions of any applicable code of professional conduct in relation to the audit.

William Buck

William Buck (Qld)
ABN 21 559 713 106

M. Monaghan

M J Monaghan
Director

Dated this 31st day of August 2021

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Telephone: +61 7 3229 5100
williambuck.com

Medibio Limited
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2021

	Note	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Revenue			
Sales	5	101,656	133,500
Other income	6	1,164,167	799,331
Expenses			
Cost of sales		(170,700)	(204,688)
Employee costs	7	(634,856)	(1,866,489)
Research and development expenses		(430,770)	(359,954)
Finance costs	8	(16,282)	(36,687)
Depreciation and amortisation expense		(198,518)	(148,865)
Other expenses	9	(1,301,299)	(1,985,003)
Impairment expense		-	(203,549)
Loss before income tax expense		(1,486,602)	(3,872,404)
Income tax expense	10	-	-
Loss after income tax expense for the year attributable to the Owners of Medibio Limited		(1,486,602)	(3,872,404)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Foreign currency translation		109,742	19,157
Other comprehensive income for the year, net of tax		109,742	19,157
Total comprehensive income for the year attributable to the Owners of Medibio Limited		(1,376,860)	(3,853,247)
		Cents	**Cents**
Basic earnings per share	30	(0.10)	(0.44)
Diluted earnings per share	30	(0.10)	(0.44)

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

Medibio Limited
Statement of financial position
As at 30 June 2021

medibio

	Note	Consolidated 30 June 2021 $	30 June 2020 $
Assets			
Current assets			
Cash and cash equivalents	11	2,311,552	812,503
Trade and other receivables	12	32,156	32,505
Other current assets		320,735	16,688
Total current assets		2,664,443	861,696
Non-current assets			
Other assets		6,757	78,271
Right-of-use assets	13	23,076	71,440
Intangibles	14	14,685,301	13,002,170
Total non-current assets		14,715,134	13,151,881
Total assets		17,379,577	14,013,577
Liabilities			
Current liabilities			
Trade and other payables	15	760,794	1,204,221
Lease liabilities		24,811	76,905
Employee benefits	16	133,075	123,063
Other liabilities	17	45,000	-
Total current liabilities		963,680	1,404,189
Total liabilities		963,680	1,404,189
Net assets		16,415,897	12,609,388
Equity			
Issued capital	18	96,066,735	91,669,201
Reserves	19	6,218,694	5,323,117
Accumulated losses		(85,869,532)	(84,382,930)
Total equity		16,415,897	12,609,388

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

Consolidated	Issued capital $	Foreign currency translation reserves $	Share based payments reserves $	Accumulated losses $	Total equity $
Balance at 1 July 2019	84,424,838	(142,176)	4,821,109	(80,499,301)	8,604,470
Adjustment upon adoption of AASB 16	-	-	-	(11,225)	(11,225)
Balance at 1 July 2019 - restated	84,424,838	(142,176)	4,821,109	(80,510,526)	8,593,245
Loss after income tax expense for the year	-	-	-	(3,872,404)	(3,872,404)
Other comprehensive income for the year, net of tax	-	19,157	-	-	19,157
Total comprehensive income for the year	-	19,157	-	(3,872,404)	(3,853,247)
Transactions with Owners in their capacity as Owners:					
Contributions of equity, net of transaction costs	7,244,363	-	-	-	7,244,363
Share-based payments (note 31)	-	-	625,027	-	625,027
Balance at 30 June 2020	91,669,201	(123,019)	5,446,136	(84,382,930)	12,609,388

Consolidated	Issued capital $	Foreign currency translation reserves $	Share based payments reserves $	Accumulated losses $	Total equity $
Balance at 1 July 2020	91,669,201	(123,019)	5,446,136	(84,382,930)	12,609,388
Loss after income tax expense for the year	-	-	-	(1,486,602)	(1,486,602)
Other comprehensive income for the year, net of tax	-	109,742	-	-	109,742
Total comprehensive income for the year	-	109,742	-	(1,486,602)	(1,376,860)
Transactions with Owners in their capacity as Owners:					
Contributions of equity, net of transaction costs	5,549,696	-	-	-	5,549,696
Share-based payments (note 31)	-	-	785,835	-	785,835
Share issue costs	(1,152,162)	-	-	-	(1,152,162)
Balance at 30 June 2021	96,066,735	(13,277)	6,231,971	(85,869,532)	16,415,897

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

Medibio Limited
Statement of cash flows
For the year ended 30 June 2021

	Note	Consolidated 30 June 2021 $	30 June 2020 $
Cash flows from operating activities			
Receipts from operations		149,022	233,480
Government grants		312,652	-
R&D grants received		803,168	674,158
Payments to suppliers and employees		(2,965,728)	(4,496,456)
Net cash used in operating activities	29	(1,700,886)	(3,588,818)
Cash flows from investing activities			
Refund of deposits		-	28,958
Interest received		1,330	7,562
Payments for intangibles		(1,833,285)	(1,541,468)
Net cash used in investing activities		(1,831,955)	(1,504,948)
Cash flows from financing activities			
Proceeds from issue of shares (net of transaction costs)	18	4,974,242	4,708,647
Payment of lease liabilities		(52,094)	(154,625)
Net cash from financing activities		4,922,148	4,554,022
Net increase/(decrease) in cash and cash equivalents		1,389,307	(539,744)
Cash and cash equivalents at the beginning of the financial year		812,503	1,333,090
Effects of exchange rate changes on cash and cash equivalents		109,742	19,157
Cash and cash equivalents at the end of the financial year	11	2,311,552	812,503

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

Note 1. General information

Medibio Limited ('Medibio', 'the Company', or 'the Parent') is a for profit company limited by shares incorporated in Australia whose shares are publicly traded on the Australian Securities Exchange. The nature of the operations and principal activities of Medibio Limited and the entities it controlled ('the Group') are described in the Directors' Report.

Note 2. Significant accounting policies

The principal accounting policies adopted in the preparation of the financial statements are set out either in the respective notes or below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Going concern

As at 30 June 2021, the Group had a net asset position of $16,415,897 (30 June 2020: $12,609,388). As at 30 June 2021 it had:

- Incurred a comprehensive loss for the period of $(1,486,602)(30 June 2020 $3,872,404)
- Net cash outflows from operations of $1,700,886 (30 June 2020: $3,588,818)
- Cash at bank of $2,311,552 (30 June 2020: $812,503)
- Current asset exceed current liabilities by $1,700,763 (30 June 2020 current liabilities exceed current assets by: $542,493)

The Group's ability to continue as a going concern is dependent upon the generation of cash from operations, the sufficiency of current cash reserves to meet existing obligations, the ability to reschedule planned research and development activity, raising of further equity and receipt of grant funding and research and development tax incentives.

The Management Team has assessed the operating and research costs along with future research and development activities in order to establish future funding requirements. Medibio undertook a comprehensive review of internal operations to identify costs savings, these savings are being applied predominantly to the commercialisation of ilumen™ and the FDA program with the hiring of technology vendors who possess the specific skills needed for R&D work, thereby providing more flexibility in how funds are spent.

The Company has demonstrated a strong record of securing funding in order to fund the Company's operations and the Board is confident that it will be able to secure additional funding, which will be required in the next 12 months.

Accordingly, the directors believe the Group will be able to pay its debts as and when they fall due for a period of at least 12 months from the date of signing the financial statements.

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention

The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss, financial assets at fair value through other comprehensive income, investment properties, certain classes of property, plant and equipment and derivative financial instruments.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 3.

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 26.

Note 2. Significant accounting policies (continued)

Principles of consolidation
The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Medibio Limited ('Company' or 'parent entity') as at 30 June 2021 and the results of all subsidiaries for the year then ended. Medibio Limited and its subsidiaries together are referred to in these financial statements as the 'Group'.

Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Foreign currency translation
The financial statements are presented in Australian dollars, which is Medibio Limited's functional and presentation currency.

Foreign currency transactions
Foreign currency transactions are translated into Australian dollars 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 financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign operations
The assets and liabilities of foreign operations are translated into Australian dollars using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into Australian dollars using the average exchange rates, which approximate the rates at the dates of the transactions, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency reserve in equity.

The foreign currency reserve is recognised in profit or loss when the foreign operation or net investment is disposed of.

Income tax
The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:
- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Note 2. Significant accounting policies (continued)

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

Impairment of non-financial assets (goodwill and other indefinite life intangible assets)

The consolidated entity tests annually, or more frequently if events or changes in circumstances indicate impairment, whether goodwill and other indefinite life intangible assets have suffered any impairment, in accordance with the accounting policy stated in note 2 and note 14. The estimate of recoverable amount involves significant judgement.

Goods and Services Tax ('GST') and other similar taxes

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the tax authority is included in other receivables or other payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the tax authority, are presented as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

Note 2. Significant accounting policies (continued)

Right-of-use assets
A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated or amortised on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the consolidated entity expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The consolidated entity has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

Lease liabilities

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the consolidated entity's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

New Accounting Standards and Interpretations not yet mandatory or early adopted
Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2021. The consolidated entity has not yet assessed of the impact of these new or amended Accounting Standards and Interpretations.

Conceptual Framework for Financial Reporting (Conceptual Framework)
The revised Conceptual Framework is applicable to annual reporting periods beginning on or after 1 January 2020 and early adoption is permitted. The Conceptual Framework contains new definition and recognition criteria as well as new guidance on measurement that affects several Accounting Standards. Where the consolidated entity has relied on the existing framework in determining its accounting policies for transactions, events or conditions that are not otherwise dealt with under the Australian Accounting Standards, the consolidated entity may need to review such policies under the revised framework. At this time, the application of the Conceptual Framework is not expected to have a material impact on the consolidated entity's financial statements.

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.

Note 3. Critical accounting judgements, estimates and assumptions

In applying the Group's accounting policies management continually evaluates judgments, estimates and assumptions based on experience and other factors, including expectations of future events that may have an impact on the Group. All judgments, estimates and assumptions made are believed to be reasonable based on the most current set of circumstances available to management. Actual results may differ from the judgments, estimates and assumptions. Significant judgments, estimates and assumptions made by management in the preparation of these financial statements are outlined below:

Estimation of useful lives of assets
The consolidated entity determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

Impairment of non-financial assets (goodwill and other indefinite life intangible assets)
The consolidated entity tests annually, or more frequently if events or changes in circumstances indicate impairment, whether goodwill and other indefinite life intangible assets have suffered any impairment, in accordance with the accounting policy stated in note 2. The estimate of recoverable amount involves significant judgement.

Impairment of assets and investments
The Group determines whether non-current assets (excluding goodwill and indefinite useful life intangible assets) should be tested for impairment based on identified impairment triggers. At the end of each reporting period management assesses the impairment triggers based on their knowledge and judgement. Where an impairment trigger is identified, an estimate of the recoverable amount is required.

Capitalisation of Development costs
The Group capitalises development costs when it is probable that the project will be a success; the Group is able to use or sell the asset; has sufficient resources; the intent to complete the development and costs can be measured reliably. This involves significant judgement.

Share based payments
The Group measures the cost of equity-settled transactions with employees, directors and advisors with reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined using the Binomial or Black-scholes method taking into account the terms and conditions upon which they were granted. These calculations can involve significant estimates and judgements.

Note 4. Operating segments

The Group has identified its operating segments based on the internal reports that are reviewed and used by the board of directors (chief operating decision makers) in assessing performance and determining the allocation of resources.

The Company has one operating segment, being the research, development and commercialisation of its Software as a Service product, and two geographical locations, being Australia and the United States. The US based subsidiary is maintained to support US and Canadian research, development, and commercialisation activities.

Revenue earned during 2021 was sourced from both Australia and USA.

All assets reside in two geographical regions being Australia $17,212,030 (2020: $10,883,359) and USA $167,547 (2020: $3,258,463).

Note 5. Sales

	Consolidated	
	30 June 2021	30 June 2020
	$	$
Sales	101,656	133,500

Note 5. Sales (continued)

Revenue recognition

The consolidated entity recognises revenue as follows:

Revenue from contracts with customers

Revenue is recognised at an amount that reflects the consideration to which the consolidated entity is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the consolidated entity: identifies the contract with a customer; identifies the performance obligations in the contract; determines the transaction price which takes into account estimates of variable consideration and the time value of money; allocates the transaction price to the separate performance obligations on the basis of the relative stand-alone selling price of each distinct good or service to be delivered; and recognises revenue when or as each performance obligation is satisfied in a manner that depicts the transfer to the customer of the goods or services promised.

Variable consideration within the transaction price, if any, reflects concessions provided to the customer such as discounts, rebates and refunds, any potential bonuses receivable from the customer and any other contingent events. Such estimates are determined using either the 'expected value' or 'most likely amount' method. The measurement of variable consideration is subject to a constraining principle whereby revenue will only be recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The measurement constraint continues until the uncertainty associated with the variable consideration is subsequently resolved. Amounts received that are subject to the constraining principle are recognised as a refund liability.

Sale of goods

Revenue from the sale of goods is recognised at the point in time when the customer obtains control of the goods, which is generally at the time of delivery.

Rendering of services

Revenue from a contract to provide services is recognised over time as the services are rendered based on either a fixed price or an hourly rate.

Interest

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other revenue

Other revenue is recognised when it is received or when the right to receive payment is established.

Government grants and assistance

Government grants relating to costs are deferred and recognised in profit or loss over the period necessary to match them with the costs that they are intended to compensate.

Note 6. Other income

	Consolidated 30 June 2021 $	30 June 2020 $
R&D grant received	803,168	674,158
Other income	47,017	117,611
Interest received	1,330	7,562
Government assistance	312,652	-
	1,164,167	799,331

Note 7. Employee costs

	Consolidated 30 June 2021 $	30 June 2020 $
Wages and salaries	352,921	1,135,307
Share-based compensation expense	221,625	248,080
Payroll taxes and benefits	41,126	107,734
Other employee expenses	6,170	350,781
Superannuation	13,014	24,587
	634,856	1,866,489

Note 8. Finance costs

	Consolidated 30 June 2021 $	30 June 2020 $
Leasing costs	9,991	10,091
Other finance costs	6,291	26,596
	16,282	36,687

Note 9. Other expenses

	Consolidated 30 June 2021 $	30 June 2020 $
Consulting and advisory expenses	620,573	804,056
Legal fees	62,542	525,588
Listing fees and share registry charges	58,412	72,419
Sales and marketing	7,092	916
Other administration expenses	552,680	582,024
	1,301,299	1,985,003

Note 10. Income tax expense

	Consolidated	
	30 June 2021	**30 June 2020**
	$	**$**
Numerical reconciliation of income tax expense and tax at the statutory rate		
Loss before income tax expense	(1,486,602)	(3,872,404)
Tax at the statutory tax rate of 26% (2020: 27.5%)	(386,517)	(1,064,911)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Tax effect of temporary differences and current year loss not brought to account	386,517	1,064,911
Income tax expense	-	-

The potential deferred tax asset will only be obtained if:

(i) future assessable income is derived of a nature and of an amount sufficient to enable the benefit to be realised;
(ii) the conditions for deductibility imposed by tax legislation continue to be complied with; and
(iii) no changes in tax legislation adversely affect the Group in realising the benefit.

At 30 June 2021, there is no recognised or unrecognised deferred tax liability (2020: nil) for taxes that would be payable on the unremitted earnings of certain of the Group's subsidiaries, as the Group has no liability for additional taxation should such amounts be remitted.

Tax consolidation

Effective 1 July 2003, for the purposes of income taxation, Medibio Limited and its 100% owned subsidiaries have formed a tax consolidated group. Members of the group have entered into a tax sharing arrangement in order to allocate income tax expense to the wholly-owned subsidiaries on a pro-rata basis. In addition, the agreement provides for the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations.

Tax accounting by members of the tax consolidated group

Members of the tax consolidated group have entered into a tax funding arrangement. The tax funding arrangement provides for the allocation of current taxes to members of the tax consolidated group in accordance with the available fractions belonging to each subsidiary, which is directly linked to prior year losses that have been accumulated. In the event of the Company generating future taxable profits, the tax losses will be absorbed according to the available fractions within the group.

The allocation of taxes under the tax funding agreement is recognised as an increase/decrease in the subsidiaries' intercompany accounts with the tax consolidated group head company, Medibio Limited. The Group has applied the group allocation approach in determining the appropriate amount of current taxes to allocate to members of the tax consolidated group.

Note 11. Current assets - cash and cash equivalents

	Consolidated	
	30 June 2021	**30 June 2020**
	$	**$**
Cash at bank	2,311,552	812,503

Accounting policy for cash and cash equivalents
Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Note 12. Current assets - trade and other receivables

	Consolidated	
	30 June 2021	30 June 2020
	$	$
Trade receivables	32,156	32,505

Accounting policy for trade and other receivables
Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The consolidated entity has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Note 13. Non-current assets - right-of-use assets

	Consolidated	
	30 June 2021	30 June 2020
	$	$
Right-of-use assets - land and buildings	230,762	581,972
Less: Accumulated depreciation	(207,686)	(510,532)
	23,076	71,440

The consolidated entity leases land and buildings for its offices under agreements of between 3 to 5 years with, in some cases, options to extend. The leases have various escalation clauses. On renewal, the terms of the leases are renegotiated.

Reconciliations
Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

Consolidated	Land and buildings $
Balance at 1 July 2020	71,440
Depreciation expense	(48,364)
Balance at 30 June 2021	23,076

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the consolidated entity expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The consolidated entity has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

Note 14. Non-current assets - intangibles

	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Goodwill - at cost	444,999	444,999
Goodwill - Acquisition of Vital Conversations Pty Ltd	309,100	309,100
Goodwill - Accumulated impairment losses	(754,099)	(754,099)
	-	-
Capitalized Development Expenses	4,381,065	3,283,941
ilumen Application Development - at cost	750,772	750,772
Less: Accumulated amortisation	(150,154)	-
	600,618	750,772
MEB-001 Application Development - at cost	1,908,974	1,172,813
Data files - at cost	7,794,644	7,794,644
	14,685,301	13,002,170

Accounting policy for intangible assets
Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Indefinite life intangible assets are not amortised and are subsequently measured at cost less any impairment. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the derecognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

Goodwill
Goodwill arises on the acquisition of a business. Goodwill is not amortised. Instead, goodwill is tested annually for impairment, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Impairment losses on goodwill are taken to profit or loss and are not subsequently reversed.

Research and development
Research costs are expensed in the period in which they are incurred. Development costs are capitalised when it is probable that the project will be a success considering its commercial and technical feasibility; the consolidated entity is able to use or sell the asset; the consolidated entity has sufficient resources and intent to complete the development; and its costs can be measured reliably. Capitalised development costs are amortised on a straight-line basis over the period of their expected benefit, being their finite life of 5 years.

Indefinite Life Intangible Assets
Data files are indefinite life. All other development costs will have a finite life once completed and ready for use. The sleep and algorithm data in these files are at the core of the Group’s intellectual property and all current and future developments with no foreseeable limit to the period over which the assets are expected to generate net cash inflows.

The recoverable amount of the group’s indefinite life intangible assets has been determined by fair value less costs to sell based on the cost approach, with the recoverable amount based on the cost to collect further data files from recent and ongoing studies. Consideration has also been given to outcomes of the studies and progress in developing the technology as well as published costs of studies. Key assumptions include the costs paid to suppliers for data files as well as the allocation of internal staff time to generate and analyze additional data files. There has been no change since the prior period in the calculation method.

Note 15. Current liabilities - trade and other payables

	Consolidated	
	30 June 2021 $	30 June 2020 $
Trade payables	760,794	1,204,221

Refer to note 21 for further information on financial instruments.

Accounting policy for trade and other payables
These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Note 16. Current liabilities - employee benefits

	Consolidated	
	30 June 2021 $	30 June 2020 $
Employee benefits	133,075	123,063

Accounting policy for employee benefits

Short-term employee benefits
Liabilities for wages and salaries, including non-monetary benefits, annual leave and long service leave expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Note 17. Current liabilities - Other liabilities

	Consolidated	
	30 June 2021 $	30 June 2020 $
Accrued director fees	45,000	-

Note 18. Equity - issued capital

	Consolidated			
	30 June 2021 Shares	30 June 2020 Shares	30 June 2021 $	30 June 2020 $
Ordinary shares - fully paid	1,795,061,498	1,094,796,705	96,066,735	91,669,201

Note 18. Equity - issued capital (continued)

Movements in ordinary share capital

Details	Date	Shares	Issue price	$
Balance	1 July 2019	248,801,499		84,424,838
Share issued	19 July 2019	35,000,000	$0.010	350,000
Share purchase plan and placement	29 August 2019	435,995,500	$0.010	4,359,955
Conversion of convertible notes	29 August 2019	275,333,040	$0.010	2,753,330
Share issued for settlement of debt	2 June 2020	15,000,000	$0.010	150,000
Share issued for settlement of payables	2 June 2020	1,333,333	$0.007	9,333
Share issued via placement	18 June 2020	83,333,333	$0.006	500,000
Share issue costs		-	$0.000	(878,255)
Balance	30 June 2020	1,094,796,705		91,669,201
Underwritten Non-Renounceable Entitlement Offer	13 July 2020	252,865,843	$0.006	1,517,195
Exercise of options	26 August 2020	21	$0.030	1
Shares issued via placement	15 February 2021	222,222,222	$0.009	2,000,000
Shares issued via placement	8 April 2021	111,111,111	$0.009	1,000,000
Shares issued via SPP	8 April 2021	111,111,051	$0.009	1,000,000
Shares issued for settlement of payables	18 May 2021	2,954,545	$0.011	32,500
Share issue costs (options)	15 February 2021	-	$0.000	(609,209)
Share issue costs	30 June 2021	-	$0.000	(542,953)
Balance	30 June 2021	1,795,061,498		96,066,735

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

Capital risk management
The consolidated entity's objectives when managing capital is to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the consolidated entity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The consolidated entity would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current Company's share price at the time of the investment. The consolidated entity is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

The capital risk management policy remains unchanged from the 2020 Annual Report.

Accounting policy for issued capital
Ordinary shares are classified as equity.

Note 18. Equity - issued capital (continued)

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Note 19. Equity - reserves

	Consolidated 30 June 2021 $	Consolidated 30 June 2020 $
Share based payment reserve	6,231,971	5,446,136
Foreign currency translation reserve	(13,277)	(123,019)
	6,218,694	5,323,117

Movements in reserves
Movements in each class of reserve during the current and previous financial year are set out below:

Consolidated	Foreign currency translation reserve $	Share Based payments reserve $	Total $
Balance at 1 July 2019	(142,176)	4,821,109	4,678,933
Foreign currency translation	19,157	-	19,157
Share options issued	-	625,027	625,027
Balance at 30 June 2020	(123,019)	5,446,136	5,323,117
Foreign currency translation	109,742	-	109,742
Share options issued	-	785,835	785,835
Balance at 30 June 2021	(13,277)	6,231,971	6,218,694

Note 20. Equity - dividends

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

Note 21. Financial instruments

Financial risk management objectives
The Group's principal financial instruments comprise receivables, payables, cash, investments and short-term deposits.

The main risks arising from the Group's financial instruments are credit risk, interest rate risk, foreign exchange risk and liquidity risk. The Group uses different methods to measure and manage different types of risks to which it is exposed. These include monitoring the levels of exposure to interest rates and assessments of market forecast for interest rates.

Market risk

Foreign currency risk
The Group is exposed to fluctuations in foreign currencies on purchases of goods in currencies other than the Group's functional currency. The Group manages the risk by monitoring the level of exposure to foreign currency transactions and limiting where possible.

Interest rate risk
The Group's exposure to market interest rates relates primarily to the Group's funds held on term deposit. At the end of the reporting period the Group had the following financial asset exposed to interest rate risk.

Note 21. Financial instruments (continued)

	Consolidated	
	30 June 2021	**30 June 2020**
	$	**$**
Financial assets		
Cash and cash equivalents	2,311,552	812,503

The Group's policy is to place funds on interest-bearing term deposit that are surplus to immediate requirements. The Group's interest rate exposure is reviewed near the maturity date of term deposits, to assess whether more attractive rates are available without increasing risk. The following sensitivity analysis is based on the interest rate exposures in existence at the end of the reporting period.

At 30 June 2021, if interest rates had moved, as illustrated in the table below, with all other variables held constant, post-tax loss and equity would have been affected as follows:

		Increase			**Decrease**	
Consolidated - 30 June 2021	**Basis point change**	**Effect on profit before tax**	**Effect on equity**	**Basis point change**	**Effect on profit before tax**	**Effect on equity**
Cash and cash equivalents	100	23,115	23,115	(100)	(23,115)	(23,115)
Cash and cash equivalents	50	11,558	11,558	(50)	(11,558)	(11,558)
		34,673	34,673		(34,673)	(34,673)

		Increase			**Decrease**	
Consolidated - 30 June 2020	**Basis point change**	**Effect on profit before tax**	**Effect on equity**	**Basis point change**	**Effect on profit before tax**	**Effect on equity**
Cash and cash equivalents	100	8,125	8,125	(100)	(8,125)	(8,125)
Cash and cash equivalents	50	4,063	4,063	(50)	(4,063)	(4,063)
		12,188	12,188		(12,188)	(12,188)

The movements in losses are due to higher/ (lower) interest income from cash balances. There is no impact on equity other than impact on accumulated losses.

Credit risk
Credit risk arises from the financial assets of the Group, which comprise cash and cash equivalents and trade and other receivables. The Group's maximum exposures to credit risk at the end of the reporting period in relation to each class of recognised financial assets is the carrying amount of those assets as indicated in the Statement of Financial Position. The Group minimises concentrations of credit risk in relation to trade receivables by having payment terms of 30 days and receivable balances are monitored on an ongoing basis with the result that the Group has currently never had an exposure to bad debts.

It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. Term deposits are placed with major financial institutions to minimise the risk of default of counterparties.

Liquidity risk
The Group's objective is to maintain sufficient funds to finance its current operations and additional funds to ensure its long-term survival. The Group has no finance facilities in place and therefore it is currently dependent on capital raisings and government tax incentives for short-term survival. Liquidity risk is monitored through the development of future rolling cash flow forecasts that are tabled and reviewed at each board meeting. All liabilities are due and payable within 12 months.

Note 21. Financial instruments (continued)

Fair value of financial instruments
The carrying amount of all recognised financial assets and financial liabilities is considered a reasonable approximation of their fair value due to their short-term nature.

Note 22. Fair value measurement

Accounting policy for fair value measurement
When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Note 23. Key management personnel disclosures

Directors
The following persons were Directors of Medibio Limited during the financial year:

Mr Claude Solitario, Managing Director
Mr Peter Carlisle, Non-Executive and Lead Independent Director
Ms Melanie Leydin, Director

Other key management personnel
The following person also had the authority and responsibility for planning, directing and controlling the major activities of the consolidated entity, directly or indirectly, during the financial year:

Mr Mathew Watkins

Compensation
The aggregate compensation made to Directors and other members of key management personnel of the consolidated entity is set out below:

	Consolidated	
	30 June 2021 $	**30 June 2020 $**
Short-term employee benefits	302,931	527,523
Post-employment benefits	13,013	6,157
Termination benefits	-	134,058
Share-based payments	137,025	321,444
	452,969	989,182

Note 24. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by , the auditor of the Company:

	Consolidated	
	30 June 2021 $	30 June 2020 $
Audit services -		
Audit or review of the financial statements	37,000	37,000
Other services -		
Tax compliance	13,125	12,000
EGM and AGM attendance	-	952
	13,125	12,952
	50,125	49,952

Note 25. Related party transactions

Parent entity
Medibio Limited is the parent entity.

Subsidiaries
Interests in subsidiaries are set out in note 27.

Key management personnel
Disclosures relating to key management personnel are set out in note 23 and the remuneration report included in the Directors' report.

Other transactions with related parties:

Transactions with related parties
There were no transactions with related parties during the current and previous financial year.

Receivable from and payable to related parties
There were trade payables of $20,867 to Leydin Freyer at 30 June 2021.

Loans to/from related parties
There were no loans to or from related parties at the current and previous reporting date.

Note 26. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	30 June 2021 $	30 June 2020 $
Loss after income tax	(707,413)	(328,955)
Other comprehensive income for the year, net of tax	-	-
Total comprehensive income	(707,413)	(328,955)

Note 26. Parent entity information (continued)

Statement of financial position

	Parent 30 June 2021 $	Parent 30 June 2020 $
Total current assets	2,457,927	576,970
Total non-current assets	23,783,841	36,482,856
Total assets	26,241,768	37,059,826
Total current liabilities	605,839	577,527
Total non-current liabilities	6,149,563	6,186,952
Total liabilities	6,755,402	6,764,479
Net assets	19,486,366	30,295,347
Equity		
Issued capital	96,066,735	91,669,201
Share based payment reserve	5,148,298	4,676,985
Accumulated losses	(81,728,667)	(66,050,839)
Total equity	19,486,366	30,295,347

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries
The parent entity had no guarantees in relation to the debts of its subsidiaries as at 30 June 2020 and 30 June 2021.

Contingent liabilities
The parent entity had no contingent liabilities as at 30 June 2020 and 30 June 2021.

Capital commitments - Property, plant and equipment
The parent entity had no capital commitments for property, plant and equipment as at 30 June 2020 and 30 June 2021.

Significant accounting policies
The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed in note 2, except for the following:
- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Investments in associates are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

Note 27. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2:

Name	Principal place of business / Country of incorporation	Ownership interest 30 June 2021 %	30 June 2020 %
BioProspect Australia Pty Ltd*	Australia	100%	100%
Australian Phytochemicals Pty Ltd*	Australia	100%	100%
BioProspect America Pty Ltd*	Australia	100%	100%
Medibio Limited – USA**	USA - Delaware	100%	100%
Invatec Health Pty Ltd*	Australia	100%	100%
Annapanna Pty Ltd**	Australia	100%	100%

* Dormant entities
** Human health – CHR diagnostic development

Note 28. Events after the reporting period

No matter or circumstance has arisen since 30 June 2021 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Note 29. Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated 30 June 2021 $	30 June 2020 $
Loss after income tax expense for the year	(1,486,602)	(3,872,404)
Adjustments for:		
Interest received	(1,330)	(7,562)
Impairment expense	-	203,549
Share-based payments and share-based compensation expense	254,126	407,412
Depreciation on the right of use assets	198,518	148,865
Change in operating assets and liabilities:		
Decrease/(increase) in prepayments	(232,533)	167,366
(Increase) / decrease in trade and other receivables	349	(17,631)
(Decrease) / increase in trade and other payables	(443,426)	(604,161)
(Decrease) / increase in employee entitlements	10,012	(14,252)
Net cash used in operating activities	(1,700,886)	(3,588,818)

Note 30. Earnings per share

	Consolidated 30 June 2021 $	30 June 2020 $
Loss after income tax attributable to the Owners of Medibio Limited	(1,486,602)	(3,872,404)

Note 30. Earnings per share (continued)

	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	1,471,728,946	882,414,832
Weighted average number of ordinary shares used in calculating diluted earnings per share	1,471,728,946	882,414,832

	Cents	Cents
Basic earnings per share	(0.10)	(0.44)
Diluted earnings per share	(0.10)	(0.44)

Accounting policy for earnings per share

Basic earnings per share
Basic earnings per share is calculated by dividing the profit attributable to the Owners of Medibio Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share
Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

Note 31. Share-based payments

Expense recognised for employee services received during the year

	Consolidated 2021 $	Consolidated 2020 $
Share-based compensation related to options granted to employees	84,601	151,033

Expense recognised for consulting services received during the year

	Consolidated 2021 $	Consolidated 2020 $
Share-based compensation related to options granted to directors	92,025	314,661

Expense recognised for other services received during the year

	Consolidated	
	30 June 2021 $	**30 June 2020 $**
Share-based compensation related to options granted for settlement of services	609,209	159,333

Note 31. Share-based payments (continued)

Set out below are summaries of options granted:

30 June 2021

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
11/09/2017	11/10/2022	$0.450	2,000,000	-	-	-	2,000,000
30/11/2017	30/11/2020	$0.400	3,000,000	-	-	(3,000,000)	-
06/06/2018	18/06/2022	$0.440	3,637,113	-	-	-	3,637,113
21/06/2018	18/06/2023	$0.450	1,350,000	-	-	-	1,350,000
21/06/2018	11/10/2020	$0.800	3,000,000	-	-	(3,000,000)	-
15/05/2019	13/06/2023	$0.014	14,500,000	-	-	-	14,500,000
19/07/2019	14/06/2023	$0.014	9,500,000	-	-	-	9,500,000
19/08/2019	19/08/2023	$0.020	2,600,000	-	-	-	2,600,000
19/08/2019	19/08/2024	$0.015	7,750,000	-	-	-	7,750,000
22/11/2019	20/12/2023	$0.011	8,800,000	-	-	-	8,800,000
02/06/2020	02/06/2022	$0.300	7,500,000	-	-	-	7,500,000
18/06/2020	02/06/2022	$0.300	20,000,000	-	-	-	20,000,000
15/04/2021	06/10/2023	$0.012	-	1,800,000	-	-	1,800,000
09/10/2020	06/10/2023	$0.012	-	16,000,000	-	-	16,000,000
08/12/2020	08/12/2025	$0.011	-	11,250,000	-	-	11,250,000
08/12/2020	06/10/2023	$0.012	-	2,900,000	-	-	2,900,000
15/02/2021	28/02/2024	$0.015	-	55,555,555	-	-	55,555,555
15/02/2021	28/02/2024	$0.015	-	59,114,285	-	-	59,114,285
08/04/2021	28/02/2024	$0.015	-	27,777,676	-	-	27,777,676
08/04/2021	28/02/2024	$0.015	-	27,777,778	-	-	27,777,778
08/04/2021	28/02/2024	$0.015	-	34,885,715	-	-	34,885,715
			83,637,113	237,061,009	-	(6,000,000)	314,698,122
Weighted average exercise price			$0.097	$0.012	$0.000	$0.600	$0.025

30 June 2020

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
05/11/2016	30/11/2019	$0.480	3,500,000	-	-	(3,500,000)	-
11/09/2017	11/10/2022	$0.450	2,000,000	-	-	-	2,000,000
30/11/2017	30/11/2019	$0.400	3,000,000	-	-	(3,000,000)	-
30/11/2017	30/11/2020	$0.400	3,000,000	-	-	-	3,000,000
06/06/2018	18/06/2022	$0.440	3,637,113	-	-	-	3,637,113
21/06/2018	18/06/2023	$0.450	8,875,000	-	-	(7,525,000)	1,350,000
21/06/2018	11/10/2020	$0.800	3,000,000	-	-	-	3,000,000
15/05/2019	13/06/2023	$0.010	14,500,000	-	-	-	14,500,000
19/07/2019	14/06/2023	$0.010	-	15,000,000	-	(5,500,000)	9,500,000
19/08/2019	19/08/2023	$0.020	-	2,600,000	-	-	2,600,000
19/08/2019	19/08/2024	$0.015	-	19,000,000	-	(11,250,000)	7,750,000
22/11/2019	20/12/2023	$0.011	-	8,800,000	-	-	8,800,000
02/06/2020	02/06/2022	$0.030	-	7,500,000	-	-	7,500,000
18/06/2020	02/06/2022	$0.030	-	20,000,000	-	-	20,000,000
			41,512,113	72,900,000	-	(30,775,000)	83,637,113
Weighted average exercise price			$0.317	$0.019	$0.000	$0.211	$0.097

Note 31. Share-based payments (continued)

For the options granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

Grant date	Expiry date	Share price at grant date	Exercise price	Volatility	Risk-free interest rate	Fair value
19/07/2019	14/06/2023	$0.020	$0.010	127.00%	0.95%	$0.01717
19/08/2019	19/08/2023	$0.015	$0.020	127.00%	0.69%	$0.01155
19/08/2019	19/08/2024	$0.015	$0.015	127.00%	0.69%	$0.01273
22/11/2019	20/12/2023	$0.008	$0.011	127.00%	0.82%	$0.00563
02/06/2020	02/06/2022	$0.007	$0.030	254.00%	0.27%	$0.00582
18/06/2020	02/06/2022	$0.006	$0.030	256.00%	0.26%	$0.00509
09/10/2020	06/10/2023	$0.011	$0.012	119.00%	0.01%	$0.00753
08/12/2020	08/12/2025	$0.010	$0.011	121.00%	0.12%	$0.00818
08/12/2020	06/10/2023	$0.010	$0.012	121.00%	0.12%	$0.00665
06/10/2020	06/10/2023	$0.011	$0.012	119.00%	0.01%	$0.00753
15/02/2021	28/02/2024	$0.011	$0.015	121.00%	0.01%	$0.00729
08/04/2021	28/02/2024	$0.009	$0.015	120.08%	0.01%	$0.00511
18/04/2021	06/10/2023	$0.011	$0.012	120.08%	0.01%	$0.00704

The consolidated entity issued 59.1 million quoted options on 15 February 2021 and 34.9 million quoted options on 8 April 2021 with an exercise price of 1.5 cents. Both options expire 28 February 2024 and were issued for the purpose of services rendered for capital raising initiatives. The fair value of these options upon issue was $609,209, which is based on the price on grant date for these quoted options, which has been capitalised as share raising costs.

Accounting policy for share-based payments
Equity-settled and cash-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services. Cash-settled transactions are awards of cash for the exchange of services, where the amount of cash is determined by reference to the share price.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the consolidated entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

The cost of cash-settled transactions is initially, and at each reporting date until vested, determined by applying either the Binomial or Black-Scholes option pricing model, taking into consideration the terms and conditions on which the award was granted. The cumulative charge to profit or loss until settlement of the liability is calculated as follows:
- during the vesting period, the liability at each reporting date is the fair value of the award at that date multiplied by the expired portion of the vesting period.
- from the end of the vesting period until settlement of the award, the liability is the full fair value of the liability at the reporting date.

All changes in the liability are recognised in profit or loss. The ultimate cost of cash-settled transactions is the cash paid to settle the liability.

Note 31. Share-based payments (continued)

Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the consolidated entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the consolidated entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

In the Directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;

- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;

- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 30 June 2021 and of its performance for the financial 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.

The Directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of Directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the Directors

Claude Solitario
Managing Director

31 August 2021

Medibio Limited

Independent auditor's report to members

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Medibio Limited (the Company and its subsidiaries (the Group)), which comprises the consolidated statement of financial position as at 30 June 2021, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information, and the directors' declaration.

In our opinion, the accompanying financial report of the Group, is in accordance with the *Corporations Act 2001*, including:

(i) giving a true and fair view of the Group's financial position as at 30 June 2021 and of its financial performance for the year ended on that date; and

(ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group 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 financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the financial report, which indicates that the Group incurred a total comprehensive loss of $1,486,602 during the year ended 30 June 2021 and had net cash outflows from operations of $1,700,886. As stated in Note 2, these events or conditions, along with other matters as set forth in Note 2, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

VALUATION OF IDENTIFIABLE INTANGIBLE ASSETS	
Refer also to notes 2, 3 and 14	**How our audit addressed it**
— The group has $14.7 million of identifiable intangible assets (2020: $13 million) including Development Costs of $6.29million and Data Files of $7.79 million. During the year ended 30 June 2021 it capitalised $1.83m in development costs. — The carrying values of the identifiable intangible assets calls for significant judgement by the directors as the technology behind each component is still in development. The development costs and data files are not yet available for use. Accounting standards require that these assets be tested for amortisation and impairment annually by comparing its carrying amount with its recoverable amount and useful life. — The estimated recoverable amount has been calculated based on the fair value less costs to sell based on the cost approach with the recoverable amount based on the cost to collect further data files from recent studies and consideration has also been given to the outcomes of the studies and the progress in developing the technology. — An assessment is also required against the criteria in AASB 138 Intangible Assets to be able to capitalise internally generated intangible assets. Overall due to the high level of judgement involved, and the significant carrying amounts involved, we have determined that this is a key judgemental area that our audit concentrated on.	Our audit procedures included: — Agreeing the cost of studies to supporting invoices from the external bodies conducting the studies; — Agreeing the cost per data file calculation based on the number of data files obtained; — Confirming that the recoverable amount based on the amounts calculated was in excess of the carrying amount; — Reviewed management's impairment assessments — Reviewed whether intangible assets were eligible for capitalisation by examining and re-calculating the remuneration of employees conducting work on application development as well as the nature of the asset. — Reviewed announcements to the market and held discussions with management to confirm the progress of the development of the technology and outcomes of studies to determine if there were any other indicators of impairment for the intangible assets. We also considered the adequacy of the Group's disclosures in relation to identifiable intangible assets.

SHARE BASED PAYMENTS	
Refer also to notes 2, 3 and 31	**How our audit addressed it**
The group grants options to its Directors, service providers and key management personnel by way of share-based payment arrangements, including the issue of shares and options. The arrangements require significant judgements and estimations by management, including the following: — Identifcation of the grant date of each arrangement, and the evaluation of the fair value of the underlying share-based payment arrangement as at that grant date; — The evaluation of the vesting charge taken to the profit or loss in-respect of the accrual of service and performance conditions attached to those share-based payment arrangements; — The evaluation of key inputs into the Black Scholes option pricing model, including the significant judgement of the forecast volatility of the share option over its exercise period. The results of these share-based payment arrangements materially affect the disclosures in the financial statements.	Our audit procedures included: — In determining the grant dates, we evaluated what were the most appropriate dates based on the terms and conditions of the share-based payment arrangements. — Evaluating the fair values of share-based payment arrangements by agreeing assumptions to third party evidence. — Reviewing the inputs into the valuation of the Options conducted at 30 June 2021. — For the specific application of the valuation models, we re-tested the key assumptions used in the model and recalculated those fair values using the skill and know-how of our in-house specialists. We considered that the forecast volatility applied in the model to be appropriately reasonable and within industry norms. We also considered the adequacy of the Group's disclosures in relation to Share Based Payments.

Other Information

The directors are responsible for the other information. The other information comprises the information in the Group's annual report for the year ended 30 June 2021 but does not include the financial report and the auditor's report thereon.

Our opinion on the financial report 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 report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the 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 financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards 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 users taken on the basis of this financial report.

A further description of our responsibilities for the audit of these financial statements is located at the Auditing and Assurance Standards Board website at:

http://www.auasb.gov.au/auditors_responsibilities/ar1.pdf

This description forms part of our independent auditor's report.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 7 to 12 of the directors' report for the year ended 30 June 2021.

In our opinion, the Remuneration Report of Medibio Limited, for the year ended 30 June 2021, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

William Buck

William Buck (Qld)
ABN 21 559 713 106

M. Monaghan

M J Monaghan
Director

Brisbane, 31 August 2021

The shareholder information set out below was applicable as at 16 August 2021.

Distribution of equitable securities

Analysis of number of equitable security holders by size of holding:

Fully paid Ordinary Shares	Number of holders of ordinary shares	Number of ordinary shares held	Percentage of ordinary shares held
1 - 1,000	259	77,773	-
1,001 - 5,000	424	1,168,647	0.07%
5,001 - 10,000	171	1,359,219	0.08%
10,001 - 100,000	975	55,991,881	3.12%
100,001 Over	1,314	1,736,463,978	96.74%
	3,143	1,795,061,498	

	Minimum Parcel Size	Holders	Units
Unmarketable parcels	71,429	1,503	29,030,067

Listed Options @ $0.015 Exp 28 Feb 2024 (MEBOC)	Number of holders of listed options	Number of listed options	Percentage of listed options
1 - 1,000	1	7	-
1,001 - 5,000	-	-	-
5,001 - 10,000	-	-	-
10,001 - 100,000	77	3,458,288	1.69%
100,001 Over	166	201,652,714	98.31%
	244	205,111,009	

Listed Options @ $0.03 Expiring 1 December 2021 (MEBOB)	Number of holders of unlisted options	Number of unlisted options	Percentage of unlisted options %
1 - 1,000	4	260	-
1,001 - 5,000	-	-	-
5,001 - 10,000	-	-	-
10,001 - 100,000	39	3,740,000	0.45%
100,001 Over	269	832,588,259	99.55%
	312	836,328,519	

Equity security holders

Twenty largest quoted equity security holders

The names of the twenty largest security holders of quoted equity securities are listed below:

Name	Number of fully paid ordinary shares held	% of total shares issued
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	164,470,097	9.16%
ROOKHARP CAPITAL PTY LIMITED	91,966,666	5.12%
MR CLAUDE SOLITARIO SOLITARIO FAMILY ACCOUNT	52,037,550	2.89%
CITICORP NOMINEES PTY LIMITED	36,419,794	2.03%
UBS NOMINEES PTY LTD	27,307,199	1.52%
MR GAVIN JEREMY DUNHILL	24,000,000	1.34%
MRS YAN WANG AUST WEST COAST TRAVEL A/C	22,777,778	1.27%
MR JOHN YACOUB	20,550,000	1.14%
SUNSET CAPITAL MANAGEMENT PTY LTD SUNSET SUPERFUND A/C	20,000,000	1.11%
MR MALCOLM DOUGLAS PAIN	17,000,000	0.95%
PAUL ANTHONY PORTER	15,000,000	0.84%
MRS YAN WANG AUST WEST COAST TRAVEL A/C	13,888,888	0.77%
MR KEITH WILLIAM ROUND + MRS DIANNE SUZANNE ROUND	13,408,218	0.75%
MR KANAN IZZAT	12,500,000	0.70%
DEBUSCEY PTY LTD	12,000,000	0.67%
DR STEPHEN ROBERT DESMOND ADDIS + MS CORINNE MAY WHOLAGAN DAISYS SUPERFUND A/C	11,500,000	0.64%
BNP PARIBAS NOMINEES PTY LTD SIX SIS LTD	11,161,490	0.62%
BRIANT NOMINEES PTY LTD	11,111,112	0.62%
DANTEEN PTY LTD	11,111,112	0.62%
SPUNCOPIC PTY LIMITED	10,665,583	0.59%
MRS HONG LIANG	10,227,500	0.57%
	609,102,987	

Twenty largest quoted option holders

The names of the twenty largest security holders of quoted options MEBOB are listed below:

Listed Options @ $0.015 Exp 28 Feb 2024

Name	Number of options held	% of total options issued
CELTIC CAPITAL PTY LTD INCOME A/C	21,281,665	10.38%
MR BRENT JOSEPH EVITT B&J BE FUND A/C	18,709,585	9.12%
MERCURY ANETAC CAPITAL PTY LTD	10,000,000	4.88%
SUNSET CAPITAL MANAGEMENT PTY LTD SUNSET SUPERFUND A/C	8,416,666	4.10%
VENUS ANETAC PTY LTD RGC FAMILY A/C	8,325,082	4.06%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	7,648,306	3.73%
ROOKHARP CAPITAL PTY LIMITED	6,666,667	3.25%
MR KE LU	6,000,000	2.93%
WLP INVESTMENTS PTY LTD	5,000,000	2.44%
GOLDSTAKE CORPORATION PTY LTD	4,840,694	2.36%
MRS YAN WANG AUST WEST COAST TRAVEL A/C	4,444,445	2.17%
MR MD AKRAM UDDIN	4,000,000	1.95%
MS ANGELA MARGARET DAY	3,150,000	1.54%
MR DALE MAURICE RAYNES	3,068,889	1.50%
AUKERA CAPITAL PTY LTD AUKERA DISCRETIONARY A/C	3,000,000	1.46%
BRIANT NOMINEES PTY LTD BRIANT SUPER FUND A/C	2,777,778	1.35%
DANTEEN PTY LTD	2,777,778	1.35%
SHANTO PTY LTD SHANTO SUPER FUND A/C	2,749,016	1.34%
MR JEREMY DAVID RUBEN + MRS VANESSA RUBEN JVR S/F A/C	2,600,000	1.27%
BEEMUH HOLDINGS PTY LTD GH FAMILY A/C	2,500,000	1.22%
	127,956,571	

The names of the twenty largest security holders of quoted options MEBOC are listed below:
Listed Options @ $0.03 Expiring 1 December 2021

Name	Number of options held	% of total options issued
FIRST INVESTMENT PARTNERS PTY LTD	100,000,000	11.96%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	51,300,000	6.13%
MR SAMUEL GERSHON JACOBS + MRS SARITA DEVI JACOBS + MISS MANEKHA BRIDGETTE JACOBS THE PHOENIX SUPERFUND A/C	50,000,000	5.98%
MR VARUN MAHINDRU	40,000,000	4.78%
MR CLAUDE SOLITARIO SOLITARIO FAMILY ACCOUNT	30,333,040	3.63%
JACOBS CAPITAL PTY LTD	30,000,000	3.59%
UBS NOMINEES PTY LTD	26,057,200	3.12%
MR PETER ANDREW PROKSA	25,000,000	2.99%
MR BRENT JOSEPH EVITT B&J BE FUND A/C	24,671,500	2.95%
FIRST INVESTMENT PARTNERS PTY LTD	20,000,000	2.39%
SUPER MSJ PTY LTD MSJ SUPER FUND A/C	20,000,000	2.39%
VENUS ANETAC PTY LTD RGC FAMILY A/C	20,000,000	2.39%
BROWN BRICKS PTY LTD HM A/C	15,000,000	1.79%
MR ANGUS HOLMES STREET	10,416,000	1.25%
MR JOHN YACOUB	10,200,000	1.22%
MISS KRUTI BHAGANI	10,000,000	1.20%
MR SURENDRA CHANDRAJIT	10,000,000	1.20%
DENLIN NOMINEES PTY LTD	10,000,000	1.20%
DR STEPHEN ROBERT DESMOND ADDIS + MS CORINNE MAY WHOLAGAN DAISYS SUPERFUND A/C	9,000,000	1.08%
SPUNCOPIC PTY LIMITED	8,000,000	0.96%
	519,977,740	

	Number on issue	Number of holders
Options over ordinary shares issued	109,587,113	41

Substantial holders
Substantial holders in the Company, as disclosed in substantial holding notices given to the Company, are set out below:

	Ordinary shares	
	Number held	% of total shares issued
FIL Limited and its associated entities	121,928,459	7.77

Details of the holder of 20% or more of the unlisted options*

	Unlisted Options*	
	Number held	% of total unlisted options issued
Mr Claude Solitario <Solitario Family Account>	24,150,000	26.31

*This excludes unlisted options issued under the Company's Employee Incentive Option Plan.

Director Nomination

The Company will hold its Annual General Meeting of shareholders on 11 November 2021. The Company also advises that in accordance with ASX Listing Rule 14.5 and the Company's constitution the Closing Date for receipt of nominations for the position of Director is 30 September 2021. Any nominations must be received in writing no later than 5.00pm (Melbourne time) on this date at the Company's Registered Office.

Voting rights

The voting rights attached to securities are set out below:

Ordinary shares
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.

Options (listed and unlisted)
The listed and unlisted options on issue do not carry any voting rights.

There are no other classes of equity securities.