

BioDiem Limited

ABN 20 096 845 993

Half-year Financial Report - 31 December 2019

BioDiem Limited
Contents
31 December 2019

Corporate directory	2
Directors' report	3
Auditor's independence declaration	5
Statement of profit or loss and other comprehensive income	6
Statement of financial position	7
Statement of changes in equity	8
Statement of cash flows	9
Notes to the financial statements	10
Directors' declaration	14
Independent auditor's review report to the members of BioDiem Limited	15

BioDiem Limited
Corporate directory
31 December 2019

Directors	Mr Hugh M Morgan AC (Chairman, Non-Executive Director) Ms Julie Phillips (Chief Executive Officer) Prof Larisa Rudenko (Non-Executive Director) Prof Arthur Kwok Cheung Li (Non-Executive Director)
Share Registry	Computershare Investor Services Pty Ltd Yarra Falls, 452 Johnston Street Abbotsford Victoria 3067 Telephone: + 61 3 9415 5000 Investor Queries (within Australia): 1300 850 505
Company secretary	Melanie Leydin
Registered office	Level 4 100 Albert Road South Melbourne VIC 3205 Ph: +61 3 9692 7240
Principal place of business	Level 4 100 Albert Road South Melbourne VIC 3205 Ph: +61 3 9692 7240
Auditor	Grant Thornton Audit Pty Ltd Tower 5, Collins Square 727 Collins Street Melbourne VIC 3008
Website	www.biodiem.com

BioDiem Limited
Directors' report
31 December 2019

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of BioDiem Limited (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year ended 31 December 2019.

Directors

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

Mr Hugh M Morgan AC
Ms Julie Phillips
Prof Larisa Rudenko
Prof Arthur Kwok Cheung Li

Principal activities

During the financial half-year the principal continuing activities of the Group consisted of:

- The development and commercialisation of pharmaceutical and biomedical research.
- Securing licences for its range of biopharmaceutical products currently under development.

Review of operations

The loss for the Group after providing for income tax and non-controlling interest amounted to \$169,283 (31 December 2018: \$125,331).

Revenue from licensing activities for the half year are \$122,617 (31 December 2018: \$121,031), whilst interest income is \$1,192 (31 December 2018: \$2,000). Research activity costs were \$75,481 (31 December 2018: \$114,028). Administration expenses were \$299,576 (31 December 2018: \$267,753).

The Group had cash reserves at 31 December 2019 of \$646,587 (30 June 2019: \$616,896). Cash outflows for supplier and employees were \$534,297 (31 December 2018: \$335,302). Cash inflows were \$252,090 from royalties and licensing agreements (31 December 2018: \$121,933). Cash received from government grants in the current period was \$27,500 (31 December 2018: \$27,500).

Significant changes in the state of affairs

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

Matters subsequent to the end of the financial half-year

On 28 February 2020, Australian vaccine development company BioDiem Ltd announced the approval of Changchun BCHT Biotechnology Co (BCHT)'s LAIV vaccine in China by the Chinese National Medical Products Administration (NMPA), formerly known as the Chinese FDA.

In February 2020, Opal Biosciences issued 877,500 shares on exercise of options at an exercise price of \$0.20 (20 cents) per share raising \$175,500.

Subsequent to the half year end, Opal Biosciences issued 128,036 and 224,181 fully paid ordinary shares at various deemed issue prices per share in lieu of Directors fees to Peter Snowball and Ken Windle, respectively.

No other matter or circumstance has arisen since 31 December 2019 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

BioDiem Limited
Directors' report
31 December 2019

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

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

On behalf of the directors



H M Morgan AC
Director

19 March 2020
Melbourne

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727 Collins Street
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Auditor's Independence Declaration

to the Directors of Biodiem Limited

In accordance with the requirements of section 307C of the *Corporations Act 2001*, as lead auditor for the review of Biodiem Limited for the half-year ended 31 December 2019. I declare that, to the best of my knowledge and belief, there have been:

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



Grant Thornton Audit Pty Ltd
Chartered Accountants



M A Cunningham
Partner – Audit & Assurance

Melbourne, 19 March 2020

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BioDiem Limited
Statement of profit or loss and other comprehensive income
For the half-year ended 31 December 2019

	Note	Consolidated 31 December 2019	31 December 2018
		\$	\$
Revenue	3	122,617	121,031
Other income		45,726	114,155
Interest revenue		1,192	2,000
Expenses			
Licence fees and royalty expenses		(22,000)	(20,000)
Research and development expenses		(75,481)	(114,028)
Administration expenses		(299,576)	(267,753)
Loss before income tax expense		(227,522)	(164,595)
Income tax expense		-	-
Loss after income tax expense for the half-year		(227,522)	(164,595)
Other comprehensive income for the half-year, net of tax		-	-
Total comprehensive income for the half-year		<u>(227,522)</u>	<u>(164,595)</u>
Loss for the half-year is attributable to:			
Non-controlling interest		(58,239)	(39,264)
Owners of BioDiem Limited		(169,283)	(125,331)
		<u>(227,522)</u>	<u>(164,595)</u>
Total comprehensive income for the half-year is attributable to:			
Non-controlling interest		(58,239)	(39,264)
Owners of BioDiem Limited		(169,283)	(125,331)
		<u>(227,522)</u>	<u>(164,595)</u>

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

BioDiem Limited
Statement of financial position
As at 31 December 2019

	Note	Consolidated 31 December 2019 \$	30 June 2019 \$
Assets			
Current assets			
Cash and cash equivalents		646,587	616,896
Trade and other receivables		209,492	158,802
Other assets		144,702	204,314
Total current assets		<u>1,000,781</u>	<u>980,012</u>
Total assets		<u>1,000,781</u>	<u>980,012</u>
Liabilities			
Current liabilities			
Trade and other payables		164,779	198,849
Employee benefits		122,470	120,109
Total current liabilities		<u>287,249</u>	<u>318,958</u>
Total liabilities		<u>287,249</u>	<u>318,958</u>
Net assets		<u>713,532</u>	<u>661,054</u>
Equity			
Issued capital	4	32,168,532	32,168,532
Reserves		46,757	46,757
Accumulated losses		(32,442,496)	(32,273,213)
Deficiency in equity attributable to the owners of BioDiem Limited		(227,207)	(57,924)
Non-controlling interest		940,739	718,978
Total equity		<u>713,532</u>	<u>661,054</u>

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

BioDiem Limited
Statement of changes in equity
For the half-year ended 31 December 2019

Consolidated	Issued Capital \$	Reserves \$	Accumulated losses \$	Non- controlling interest \$	Total equity \$
Balance at 1 July 2018	32,168,532	46,757	(31,926,257)	551,367	840,399
Loss after income tax expense for the half-year	-	-	(125,331)	(39,264)	(164,595)
Other comprehensive income for the half-year, net of tax	-	-	-	-	-
Total comprehensive income for the half-year	-	-	(125,331)	(39,264)	(164,595)
Shares issued by subsidiary to non-controlling interest	-	-	-	252,750	252,750
Balance at 31 December 2018	<u>32,168,532</u>	<u>46,757</u>	<u>(32,051,588)</u>	<u>764,853</u>	<u>928,554</u>

Consolidated	Issued Capital \$	Reserves \$	Accumulated losses \$	Non- controlling interest \$	Total equity \$
Balance at 1 July 2019	32,168,532	46,757	(32,273,213)	718,978	661,054
Loss after income tax expense for the half-year	-	-	(169,283)	(58,239)	(227,522)
Other comprehensive income for the half-year, net of tax	-	-	-	-	-
Total comprehensive income for the half-year	-	-	(169,283)	(58,239)	(227,522)
Shares issued by subsidiary to non-controlling interest	-	-	-	280,000	280,000
Balance at 31 December 2019	<u>32,168,532</u>	<u>46,757</u>	<u>(32,442,496)</u>	<u>940,739</u>	<u>713,532</u>

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

BioDiem Limited
Statement of cash flows
For the half-year ended 31 December 2019

	Consolidated	
	31 December 2019	31 December 2018
	\$	\$
Cash flows from operating activities		
Receipts from customers (inclusive of GST)	252,090	121,933
Payments to suppliers and employees (inclusive of GST)	(534,297)	(335,302)
Interest received	1,857	2,000
Government grants received	27,500	27,500
	<u> </u>	<u> </u>
Net cash used in operating activities	<u>(252,850)</u>	<u>(183,869)</u>
	<u> </u>	<u> </u>
Net cash from investing activities	<u>-</u>	<u>-</u>
	<u> </u>	<u> </u>
Cash flows from financing activities		
Proceeds from issue of shares of subsidiary	280,000	252,750
	<u> </u>	<u> </u>
Net cash from financing activities	<u>280,000</u>	<u>252,750</u>
	<u> </u>	<u> </u>
Net increase in cash and cash equivalents	27,150	68,881
Cash and cash equivalents at the beginning of the financial half-year	616,885	758,281
Effects of exchange rate changes on cash and cash equivalents	2,552	6,568
	<u> </u>	<u> </u>
Cash and cash equivalents at the end of the financial half-year	<u><u>646,587</u></u>	<u><u>833,730</u></u>

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

BioDiem Limited
Notes to the financial statements
31 December 2019

Note 1. General information

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

BioDiem Limited is an unlisted public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Level 4
100 Albert Road
South Melbourne VIC 3205

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

The financial statements were authorised for issue, in accordance with a resolution of directors, on 19 March 2020. The directors have the power to amend and reissue the financial statements.

Note 2. Significant accounting policies

These general purpose financial statements for the interim half-year reporting period ended 31 December 2019 have been prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and the Corporations Act 2001, as appropriate for for-profit oriented entities. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

These general purpose financial statements do not include all the notes of the type normally included in annual financial statements. Accordingly, these financial statements are to be read in conjunction with the annual report for the year ended 30 June 2019.

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

New or amended Accounting Standards and Interpretations adopted

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

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

The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the Group.

Note 2. Significant accounting policies (continued)

The following Accounting Standards and Interpretations are most relevant to the Group:

AASB 16 Leases

This standard is applicable to annual reporting periods beginning on or after 1 January 2019 and has been applied by the Group from 1 July 2019. The standard replaces AASB 117 'Leases' and for lessees will eliminate the classifications of operating leases and finance leases. Subject to exceptions, a 'right-of-use' asset will be capitalised in the statement of financial position, measured at the present value of the unavoidable future lease payments to be made over the lease term. The exceptions relate to short-term leases of 12 months or less and leases of low-value assets (such as personal computers and small office furniture) where an accounting policy choice exists whereby either a 'right-of-use' asset is recognised or lease payments are expensed to profit or loss as incurred. A liability corresponding to the capitalised lease will also be recognised, adjusted for lease prepayments, lease incentives received, initial direct costs incurred and an estimate of any future restoration, removal or dismantling costs. Straight-line operating lease expense recognition will be replaced with a depreciation charge for the leased asset (included in operating costs) and an interest expense on the recognised lease liability (included in finance costs). In the earlier periods of the lease, the expenses associated with the lease under AASB 16 will be higher when compared to lease expenses under AASB 117. However EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation) results will be improved as the operating expense is replaced by interest expense and depreciation in profit or loss under AASB 16. For classification within the statement of cash flows, the lease payments will be separated into both a principal (financing activities) and interest (either operating or financing activities) component. For lessor accounting, the standard does not substantially change how a lessor accounts for leases. The Group has adopted this standard from 1 July 2019 but there is no material effect on recognition or measurement as the Group is not involved in any lease agreements.

Going concern

The financial report has been prepared on the going concern basis, which assumes continuity of normal business activities and the realisation of assets and the settlement of liabilities in the ordinary course of business.

The Group reported a net loss after tax of \$227,522 (December 2018: \$164,595 net loss after tax) for the half-year ended 31 December 2019. The net loss after tax is directly attributable to the expenditures incurred in ongoing research and development activities, as well as administration expenditure. Despite the net loss after tax incurred for the period, the directors have prepared the financial statements on the going concern basis. The going concern basis is considered appropriate based on a combination of the existing net assets of the Group, which amount to \$713,532 (30 June 2019: \$661,054), including cash and cash equivalent assets of \$646,587 (30 June 2019: \$616,896), and the expectation of Group's ongoing ability to successfully secure additional sources of financing. In this regard, the directors note the following:

- The Group has a licensing agreement with the Serum Institute of India ("Serum"), which entitles the Group to royalty income upon sales of LAIV influenza vaccine.
- The Group has a LAIV licensing agreement with the Changchun BCHO Biotechnology Co., where the vaccine subject to the LAIV licensing agreement has been approved for marketing in China after the reporting period. This is expected to provide further royalty income streams over the next two years.
- The Group includes a subsidiary company, Opal Biosciences Limited. During the half year ended 31 December 2019, Opal Biosciences Limited, completed a placement of 1,400,000 new fully paid ordinary shares at an issue price of \$0.20 (20 cents) per share raising \$280,000.
- The Group is also currently considering other alternative sources of cash inflows from financing initiatives.
- Directors have the ability to curtail discretionary expenditures, which form a significant part of the Group's total expenditure, enabling the Group to fund its operating expenditures within its available cash reserves.

For these reasons, the directors believe the Group has positive future prospects and are satisfied the going concern basis of preparation of these financial statements is appropriate.

Whilst the directors are confident in the Group's ability to continue as a going concern, in the event the commercial opportunities and potential sources of financing described above do not eventuate as planned, there is uncertainty as to whether the Group will be able to generate sufficient net operating cash inflows or execute alternative funding arrangements to enable it to continue as a going concern.

Consequently, material uncertainty exists as to whether the Group will continue as a going concern and it may therefore be required to realise assets, extinguish liabilities at amounts different to those recorded in the statement of financial position and settle liabilities other than in the ordinary course of business.

BioDiem Limited
Notes to the financial statements
31 December 2019

Note 3. Revenue

	Consolidated	
	31 December 2019	31 December 2018
	\$	\$
Royalty and milestone revenue	<u>122,617</u>	<u>121,031</u>

Note 4. Equity - issued capital

	Consolidated			
	31 December 2019	30 June 2019	31 December 2019	30 June 2019
	Shares	Shares	\$	\$
Ordinary shares - fully paid	174,734,060	174,734,060	32,168,532	31,019,592
Convertible Preference shares - fully paid	<u>14,392,433</u>	<u>14,392,433</u>	<u>-</u>	<u>1,148,940</u>
	<u>189,126,493</u>	<u>189,126,493</u>	<u>32,168,532</u>	<u>32,168,532</u>

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.

Convertible Preference shares

Preference 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, with priority over ordinary shareholders.

Note 5. Equity - dividends

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

Note 6. Contingent liabilities

The consolidated entity holds a licence to commercialise influenza vaccine technologies from the Institute of Experimental Medicine. Under this agreement the consolidated entity is obliged to pay the Institute of Experimental Medicine 20% of all payments received from any Licensee and 20% of any royalties arising from net sales.

The consolidated entity holds a licence to commercialise the BDM-I antimicrobial technology from the Institute of Experimental Medicine. Under this agreement the consolidated entity is obliged to pay the Institute of Experimental Medicine 10% of all payments received from any Licensee and 10% of any royalties arising from net sales (or 5% in each case, where the commercialisation is done by the consolidated entity).

BioDiem Limited
Notes to the financial statements
31 December 2019

Note 7. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiary in accordance with the accounting policy described in note 2 of the 31 December 2019 half-year financial report:

Name	Principal place of business / Country of incorporation	Ownership interest	
		31 December 2019 %	30 June 2019 %
Savine Therapeutics Pty Ltd	Australia	100.00%	100.00%
Opal Biosciences Limited	Australia	67.73%	73.29%

During the period ended 31 December 2019 Opal Biosciences, a subsidiary of BioDiem, issued 1,400,000 at \$0.20 (20 cents), raising \$280,000 in relation to the early exercise of options.

Note 8. Events after the reporting period

On 28 February 2020, Australian vaccine development company BioDiem Ltd announced the approval of Changchun BCHT Biotechnology Co (BCHT)'s LAIV vaccine in China by the Chinese National Medical Products Administration (NMPA), formerly known as the Chinese FDA.

In February 2020, Opal Biosciences issued 877,500 shares on exercise of options at an exercise price of \$0.20 (20 cents) per share raising \$175,500.

Subsequent to the half year end, Opal Biosciences issued 128,036 and 224,181 fully paid ordinary shares at various deemed issue prices per share in lieu of Directors fees to Peter Snowball and Ken Windle, respectively.

No other matter or circumstance has arisen since 31 December 2019 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

BioDiem Limited
Directors' declaration
31 December 2019

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, Australian Accounting Standard AASB 134 'Interim Financial Reporting', the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the Group's financial position as at 31 December 2019 and of its performance for the financial half-year ended on that date; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

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

On behalf of the directors



H M Morgan AC
Director

19 March 2020
Melbourne

Independent Auditor's Review Report

To the Members of Biodiem Limited

Report on the review of the half year financial report

Conclusion

We have reviewed the accompanying half year financial report of Biodiem Limited (the Company) and its subsidiaries (the Group), which comprises the consolidated condensed statement of financial position as at 31 December 2019, and the consolidated condensed statement of profit or loss and other comprehensive income, consolidated condensed statement of changes in equity and consolidated condensed statement of cash flows for the half year ended on that date, a description of accounting policies, other selected explanatory notes, and the directors' declaration.

Based on our review, which is not an audit, nothing has come to our attention that causes us to believe that the half year financial report of Biodiem Limited does not give a true and fair view of the financial position of the Group as at 31 December 2019, and of its financial performance and its cash flows for the half year ended on that date, in accordance with the *Corporations Act 2001*, including complying with Accounting Standard AASB 134 *Interim Financial Reporting*.

Directors' responsibility for the half year financial report

The Directors of the Company are responsible for the preparation of the half year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the Directors determine is necessary to enable the preparation of the half year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express a conclusion on the half year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2019 and its performance for the half year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of Biodiem Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

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



Grant Thornton Audit Pty Ltd
Chartered Accountants



M A Cunningham
Partner – Audit & Assurance

Melbourne, 19 March 2020