

Lumos Diagnostics Holdings Pty Ltd

ABN 66 630 476 970

Half Year Review - 31 December 2020

Lumos Diagnostics Holdings Pty Ltd Corporate director 31 December 2020



Directors Samuel Lanyon (Executive Chairman)

Benjamin Bergo (Non-Executive Director)

Robert Sambursky (Executive Director and CEO)

Craig Mallitz (Non-Executive Director)
Hany Massarany (Non-Executive Director)
Bronwyn LeGrice (Non-Executive Director)
Lawrence Mehren (Non-Executive Director)
Catherine Robson (Non-Executive Director)

Joint company secretaries Melanie Leydin

Tracy Weimar

Chief executive officer Robert Sambursky

Chief financial officer Melanie Leydin

Registered office 436 Elgar Road

Box Hill, VIC 3128

Australia

Principal place of business 7227 Delainey Court

Sarasota, Florida 34240

USA

Auditor William Buck

Level 20

181 William Street Melbourne VIC 3000

Solicitors (USA) Foley & Lardners LLC

100 North Tampa Street, Suite 2700

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Solicitors (Australia) Clayton Utz

1 Bligh St SYDNEY NSW 2000

Lumos Diagnostics Holdings Pty Ltd Contents

31 December 2020



Directors' report	2
Auditor's independence declaration	4
Statement of profit or loss and other comprehensive income	5
Statement of financial position	6
Statement of changes in equity	7
Statement of cash flows	8
Notes to the financial statements	9
Directors' declaration	15
Independent auditor's review report to the members of Lumos Diagnostics Holdings Pty Ltd	16

Lumos Diagnostics Holdings Pty Ltd Directors' report 31 December 2020



The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the consolidated entity') consisting of Lumos Diagnostics Holdings Pty Ltd (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 2020.

Directors

The following persons were directors of Lumos Diagnostics Holdings Pty Ltd during the whole of the financial half-year and up to the date of this report, unless otherwise stated:

Samuel Lanyon (Executive Chairman)
Benjamin Bergo (Non-Executive Director)
Robert Sambursky (Executive Director and CEO)
Craig Mallitz (Non-Executive Director)
Hany Massarany (Non-Executive Director) (appointed 27 July 2020)
Bronwyn LeGrice (Non-Executive Director) (appointed 1 November 2020)
Lawrence Mehren (Non-Executive Director) (appointed 16 December 2020)
Catherine Robson (Non-Executive Director) (appointed 26 December 2020)

Principal activities

During the financial year the principal continuing activities of the consolidated entity consisted of providing contract research & development services specializing in the innovation, development, commercialisation and manufacturing of point-of-care diagnostic solutions for clinical and consumer applications.

Dividends

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

Review of operations

The loss for the consolidated entity after providing for income tax amounted to \$4,637,081 (31 December 2019: \$6,232,328).

During the half-year, the consolidated entity focused on growing the Rapid Pathogen Screening business, which owns the rapid point-of-care bacterial versus viral detection test, FebriDx, as well as building its service revenue, and developing its manufacturing offering. Lumos Diagnostics has strengthened its position as a service, manufacturing and product business.

The consolidated entity continued to attract new clients, with revenue increasing 3.38x on the prior comparative period from \$3.4m to \$11.5m. The majority of this revenue is from the service business, with distributor appointments and the commercial launch of FebriDx in the UK and other markets gaining traction during the period. The business has executed a number of new service clients with larger projects, and has progressed US clinical trials for FebriDx, with the aim to gain FDA approval so that commercialisation in the US can commence.

The company completed an oversubscribed pre-IPO convertible note round during the period, raising approximately \$25.3m before costs. This capital raising provides funding for Lumos Diagnostics to progress the commercialisation of its FebriDx test, take advantage of some COVID initiatives, add manufacturing capability, and position the company for further growth leading into an anticipated IPO on the ASX during calendar 2021.

The company also received additional \$2m in funding from its major shareholder, Planet Innovation Holdings Limited in July 2020.

Significant changes in the state of affairs

On 30 July 2020, the company issued 7,054,674 preference shares at \$0.2835 to its major shareholder Planet Innovation Holdings Limited, raising \$2,000,000 before transaction costs.

On 25 September 2020, the company issued 25,261,094 convertible notes each with a face value of \$1.00 and 24-months maturity, raising \$25,261,094 before transaction costs.

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

Lumos Diagnostics Holdings Pty Ltd Directors' report 31 December 2020



Events after the reporting period

No matter or circumstance has arisen since 31 December 2020 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.

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 298(2)(a) of the Corporations Act 2001.

On behalf of the directors

Samuel Lanyon

Director

1 March 2021



AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF LUMOS DIAGNOSTICS HOLDING PTY LTD

I declare that, to the best of my knowledge and belief during the half-year ended 31 December 2020 there have been:

- no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the review; and
- no contraventions of any applicable code of professional conduct in relation to the review.

William Buck Audit (VIC) Pty Ltd

William Buck

ABN 59 116 151 136

A. A. Finnis

Director

Melbourne, 1 March 2021

ACCOUNTANTS & ADVISORS

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Lumos Diagnostics Holdings Pty Ltd Statement of profit or loss and other comprehensive income For the half-year ended 31 December 2020



	Note	Consol 31 December 2020 \$	
Revenue Cost of sales	2	11,556,520 (5,298,111)	3,409,373 (1,865,556)
Gross Profit		6,258,409	1,543,817
Other income		150,837	15,219
Expenses Marketing and sales expenses General and administrative expenses Research and development expenses Results from operating activities Finance costs Loss before income tax expense Income tax expense Loss after income tax expense for the half-year attributable to the owners of Lumos Diagnostics Holdings Pty Ltd		(1,352,600) (7,602,442) (916,511) (3,462,307) (1,174,775) (4,637,082)	(1,212,746) (4,790,459) (1,100,301) (5,544,470) (687,858) (6,232,328)
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss Foreign currency translation		(997,033)	(52,113)
Other comprehensive income for the half-year, net of tax		(997,033)	(52,113)
Total comprehensive loss for the half-year attributable to the owners of Lumos Diagnostics Holdings Pty Ltd		(5,634,115)	(6,284,441)

Lumos Diagnostics Holdings Pty Ltd Statement of financial position As at 31 December 2020



		Consoli	idated
	Note	31 December 2020 \$	30 June 2020 \$
Assets			
Current assets			
Cash and cash equivalents		15,328,997	1,234,108
Trade and other receivables		4,195,097	1,354,175
Inventories Prepayments and other assets		1,074,860 8,071,132	729,023
Total current assets		28,670,086	1,995,812 5,313,118
Total current assets		20,070,000	3,313,110
Non-current assets			
Financial assets held at cost		270,599	270,599
Deferred tax		77,733	86,501
Right-of-use assets Plant and equipment		5,256,205 908,843	5,969,072 870,370
Intangibles		32,629,210	31,364,678
Total non-current assets		39,142,590	38,561,220
Total assets		67,812,676	43,874,338
Liabilities			
Current liabilities			
Trade and other payables		3,166,475	4,556,151
Lease liabilities		1,048,430	1,254,899
Employee benefits		1,086,763	595,742
Deferred revenue		4,197,131	663,953
Total current liabilities		9,498,799	7,070,745
Non-current liabilities			
Convertible notes	3	25,112,435	-
Lease liabilities		4,188,330	4,700,262
Total non-current liabilities		29,300,765	4,700,262
Total liabilities		38,799,564	11,771,007
Net assets		29,013,112	32,103,331
Equity			
Issued capital	4	52,678,233	50,678,233
Reserves	-	1,008,810	1,461,947
Accumulated losses		(24,673,931)	(20,036,849)
Total equity		29,013,112	32,103,331

Lumos Diagnostics Holdings Pty Ltd Statement of changes in equity For the half-year ended 31 December 2020



	Issued capital	Foreign currency translation reserve	Equity reserves	Accumulated losses	Total equity
Consolidated	\$	\$	\$	\$	\$
Balance at 1 July 2019	18,086,531	68,436	5,043,011	(6,589,808)	16,608,170
Loss after income tax expense for the half-year Other comprehensive income for the half-year,	-	-	-	(6,232,328)	(6,232,328)
net of tax		(52,113)	-		(52,113)
Total comprehensive income for the half-year	-	(52,113)	-	(6,232,328)	(6,284,441)
Issue of ordinary shares (net of costs) Issue of preference shares	5,043,011 25,548,691	- -	(5,043,011)	<u>-</u>	- 25,548,691
Balance at 31 December 2019	48,678,233	16,323	-	(12,822,136)	35,872,420
	Issued capital	Foreign currency translation reserve	Equity reserves	Accumulated losses	Total equity
Consolidated		currency translation			Total equity
Consolidated Balance at 1 July 2020	capital	currency translation reserve	reserves	losses	
Balance at 1 July 2020 Loss after income tax expense for the half-year	capital \$	currency translation reserve \$	reserves \$	losses \$	\$
Balance at 1 July 2020	capital \$	currency translation reserve \$	reserves \$	losses \$ (20,036,849)	\$ 32,103,331
Balance at 1 July 2020 Loss after income tax expense for the half-year Other comprehensive income for the half-year,	capital \$	currency translation reserve \$ (5,497)	reserves \$	losses \$ (20,036,849)	\$ 32,103,331 (4,637,082)
Balance at 1 July 2020 Loss after income tax expense for the half-year Other comprehensive income for the half-year, net of tax	capital \$	currency translation reserve \$ (5,497) - (997,033)	reserves	\$ (20,036,849) (4,637,082)	\$ 32,103,331 (4,637,082) (997,033)

Lumos Diagnostics Holdings Pty Ltd Statement of cash flows For the half-year ended 31 December 2020



Consolidated
31 December 31 December

	2020 \$	2019 \$
Cash flows from operating activities		
Receipts from customers (inclusive of GST)	12,243,859	3,360,709
Payments to suppliers (inclusive of GST)	(22,447,293)	(8,988,869)
Interest received	104,817	13,912
Net cash used in operating activities	(10,098,617)	(5,614,248)
Cash flows from investing activities		
Payments for property, plant and equipment	(124,855)	(109,410)
Payments for capitalised development	(2,524,281	(1,560,347)
Payments for promissory note		(33,060)
Net cash used in investing activities	(2,649,136)	(1,702,817)
Cash flows from financing activities		
Proceeds from borrowings (net of repayments)	-	4,800,713
Proceeds from issue of convertible notes	25,261,094	
Proceeds from issue of shares	2,000,000	-
Repayment of lease liabilities	(83,403)	<u>-</u>
Net cash from financing activities	27,177,691	4,800,713
Net increase / (decrease) in cash and cash equivalents	14,429,938	(2,516,352)
Cash and cash equivalents at the beginning of the financial half-year	1,234,108	4,372,022
Effects of exchange rates on cash and cash equivalents	(335,049)	(4,774)
Cash and cash equivalents at the end of the financial half-year	15,328,997	1,850,896



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Note 1. Significant accounting policies

General information

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

Lumos Diagnostics Holdings Pty Ltd is a company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business are:

Registered office

436 Elgar Road Box Hill, VIC 3128 Australia

Principal place of business

7227 Delainey Court Sarasota, Florida 34240 USA

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

Accounting policies

The financial statements were authorised for issue, in accordance with a resolution of directors, on 1 March 2021. The directors have the power to amend and reissue the financial statements.

These general purpose financial statements for the interim half-year reporting period ended 31 December 2020 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 2020.

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

New or amended Accounting Standards and Interpretations adopted

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

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

Note 2. Revenue

		Consolidated 31 December 31 December	
	2020 \$	2019 \$	
Sales of goods Services income Materials & supplies recharge	1,720,918 8,216,955 1,618,647	102,341 2,846,792 460,240	
Revenue	11,556,520	3,409,373	



Note 3. Convertible note

Consolidated				
31 December	30 June			
2020	2020			
\$	\$			
25.112.435	_			

Convertible note payable

On 25 September 2020, the consolidated entity issued 25,261,094 convertible notes each with a face value of \$1.00 and 24-months maturity.

In the first 12 months, interest accrues at 10% per annum compounded on a daily basis and paid on the 12-month anniversary of the issue date, or on the redemption date, or on conversion date as per the convertible note deed poll. If a conversion event or redemption event does not happen prior to the first anniversary, the interest rate will increase by 2% per annum at the first anniversary and at the beginning of each quarter thereafter.

The consolidated entity may elect to capitalise the interest on the outstanding principal sum at each payment date.

There are three converting events;

- On the happening of an IPO, the Convertible Notes will be automatically converted into ordinary shares at 80% of the IPO Price, subject to a maximum per share conversion price equal to a pre-IPO fully diluted pre money value of \$110m divided by the fully diluted pre money number of shares outstanding inclusive of conversion;
- On the happening of a Trade Sale Event, the Convertible Notes will be automatically converted into ordinary shares at 80% of the Trade Sale Event valuation; or
- On the maturity date, the Convertible Notes will be automatically converted into ordinary shares implied by a pre money valuation of \$45m.

Given the structure of the convertible note, it was determined that in line with Australian Accounting Standards Board guidelines (AASB 9 and AASB 132), the convertible note is to be treated as a liability with no equity or embedded derivative components.

As at 31 December 2020, the total amount recognise as a liability is \$25,112,435 which is made up of:

- \$25,261,094, being the initial funds received as proceeds from the convertible notes:
- Less unamortised transaction costs of \$1,021,335
- Add capitalised coupon and interest expense of \$872,676

Note 4. Equity - issued capital

	Consolidated			
	31 December 2020 Shares	30 June 2020 Shares	31 December 2020 \$	30 June 2020 \$
Ordinary shares - fully paid	52,013,549	52,013,549	23,129,540	23,129,540
Preference shares - fully paid	121,844,644	114,789,970	29,548,693	27,548,693
	173,858,193	166,803,519	52,678,233	50,678,233



Note 4. Equity - issued capital (continued)

Movements in ordinary share capital

Details	Date	Shares	Issue price	\$
Balance Issue of shares	1 July 2019 30 November 2019	33,760,102 18,253,447	\$0.2835	18,086,531 5,043,009
Balance	30 June 2020	52,013,549		23,129,540
Balance	31 December 2020	52,013,549	:	23,129,540

Movements in preference shares

Details	Date	Shares	Issue price	\$
Balance Issue of preference shares Issue of preference shares	1 July 2019 30 November 2019 30 April 2020	107,735,296 7,054,674	\$0.2371 \$0.2835	25,548,693 2,000,000
Balance Issue of preference shares	30 June 2020 30 July 2020	114,789,970 7,054,674	\$0.2835	27,548,693 2,000,000
Balance	31 December 2020	121,844,644	:	29,548,693

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.

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 is subject to certain financing arrangements covenants and meeting these is given priority in all capital risk management decisions. There have been no events of default on the financing arrangements during the financial half-year.

Note 5. Equity - dividends

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



Note 6. Share based payments

The company has an Employee Share Option Plan which have been established to encourage employees of the consolidated entity and its subsidiaries, including directors, to share in the ownership of the consolidated entity and its subsidiaries, in order to promote their long-term success. The Plans offer selected employees of the consolidated entity and its subsidiaries, including directors, an opportunity to share in the growth and profits of the consolidated entity and its subsidiaries alongside the consolidated entity's shareholders.

In the six-month period ending 31 December 2020, there was 1,457,204 options issued to executive management at a market value of \$437,744 (December 2019: NIL).

Equity-settled transactions

The fair value of each option is estimated on the date of the grant using a Black-Scholes option formula, to take market conditions into consideration, with the following assumptions were used in the calculation;

	Tranche A-C	Tranche D-E	Tranche F	Tranche G	Tranche H-I
Share price on date of issue	\$0.2835	\$0.2835	\$0.2835	\$0.2835	\$0.2835
Dividend yield on ordinary shares	0%	0%	0%	0%	0%
Exercise price	\$0.2835	\$0.2835	\$0.2835	\$0.2835	\$0.2835
Marketability discount	40%	40%	40%	40%	40%
Volatility	103%	103%	98%	98%	98%
Fair value of option issued	\$0.1415	\$0.14157	\$0.1377	\$0.13776	\$0.1377

Expected volatility is based on a benchmark for the company, using ASX Listed Biotechnology and Medical Research companies for the most recent 12 months, and is designed to be indicative of future trends, which may also not necessarily be the actual outcome.

The options were granted in addition to six separate tranches between 12 August 2019 and 1 October 2020. The following performance conditions exist with respect to the options;

Tranche	Number of options	Grant date	Vesting conditions
A	6,989,552	12 August 2019	Immediate vesting
В	8,869,589	12 August 2019	Vest over 4 years in equal tranches based on continuous employment with Lumos.
С	5,534,916	12 August 2019	Vest based on individual participants performance, which the Directors expect will be achieved over a 4 year period.
D	640,404	4 November 2019	Vest over 4 years in equal tranches based on continuous employment with Lumos.
E	274,458	4 November 2019	Vest based on performance of Lumos, which the Directors expect will be achieved over a 4 year period.
F	640,404	2 March 2020	Vest over 4 years in equal tranches based on continuous employment with Lumos.
G	274,458	2 March 2020	Vest based on performance of Lumos, which the Directors expect will be achieved over a 4 year period.
Н	728,602	1 October 2020	Vest based on achievement of FebriDx revenue of greater than or equal to A\$20 million over a rolling 12-month period.
1	728,602	1 October 2020	Vest based on achievement of Lumos market capitalisation is maintained at or greater than A\$150 million measured on a monthly rolling average.



Note 6. Share based payments continued

Movements in the year

The following table illustrates the movements in options, during the current period ending 31 December 2020, and comparative period ending 30 June 2020.

	31 Dec 2020	30 June 2020
	No.	No.
Outstanding at the beginning of the period	23,223,781	-
Granted during the period	1,457,204	23,223,781
Forfeited during the period	-	-
Exercised during the period	-	-
Outstanding at the end of the period	24,680,985	23,223,781

A vesting charge for share based payments was recognised in the Statement of Profit or Loss and Other Comprehensive Income for \$543,896 for the period ended 31 December 2020 (comparative six months ending 31 December 2019: nil).

Note 7. Events after the reporting period

No matter or circumstance has arisen since 31 December 2020 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.

Lumos Diagnostics Holdings Pty Ltd Directors' declaration 31 December 2020



In the directors' opinion:

- the attached financial statement 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 consolidated entity's financial position as at 31 December 2020 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

Samuel Lanyon
Executive Chairman

1 March 2021



Lumos Diagnostics Holdings Pty Ltd

Independent auditor's review report

Report on the Review of the Half-Year Financial Report

Conclusion

We have reviewed the accompanying half-year financial report of Lumos Diagnostics Holdings Pty Ltd (the Company) and the entities it controlled at the half-year's end or from time to time during the half year (the consolidated entity), which comprises the consolidated statement of financial position as at 31 December 2020, the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, a summary of significant accounting policies and other explanatory information, and the directors' declaration.

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

- a. giving a true and fair view of the consolidated entity's financial position as at 31
 December 2020 and of its performance for the half year ended on that date; and
- b. complying with Australian Accounting Standard 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity. Our responsibilities are further described in the Auditor's Responsibilities for the Review of the Financial Report section of our report. We are independent of the Company in accordance with the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Responsibility of Management 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.

ACCOUNTANTS & ADVISORS

Level 20, 181 William Street Melbourne VIC 3000 Telephone: +61 3 9824 8555 williambuck.com





Auditor's Responsibilities for the Review of the Half-Year Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether 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 Company's financial position as at 31 December 2020 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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

William Buck Audit (Vic) Pty Ltd

William Buck

ABN 59 116 151 136

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A. A. Finnis

Director

Melbourne, 1 March 2021