

# Appendix 4D

## Half-Year Report for the period ended 31 December 2022

<b>Name of Entity</b>	Wide Open Agriculture Limited
<b>ABN</b>	86 604 913 822
<b>Half Year Ended</b>	31 December 2022
<b>Previous Corresponding Reporting Period</b>	31 December 2021

### Results for Announcement to the Market

	<b>\$'000</b>	<b>Percentage increase/(decrease) over previous corresponding period</b>
<b>Revenue from ordinary activities</b>	5,446	37%
<b>(Loss) from ordinary activities after tax attributable to members</b>	(7,678)	44%
<b>Net (loss) for the period attributable to members</b>	(7,678)	44%
<b>Dividends (distributions)</b>	<b>Amount per security</b>	<b>Franked amount per security</b>
<b>Final Dividend</b>	It is not proposed to pay Dividends	
<b>Interim Dividend</b>	It is not proposed to pay Dividends	
<b>Record date for determining entitlements to the dividends (if any)</b>	Not Applicable	

### Review of Operations

Refer to Directors' Report included in the attached half-year financial report

### Earnings Per Share

	<b>Current Period</b>	<b>Previous corresponding period</b>
<b>(Loss) per share (Basic &amp; Diluted)</b>	(5.39) cents	(4.49) cents

### Net Tangible Assets per Security

	<b>Current Period</b>	<b>Previous corresponding period</b>
<b>Net tangible asset backing per ordinary security</b>	11.82 cents	20.62 cents

The 31 December 2022 financial report dated 23 February 2023 forms part of and should be read in conjunction with the Half Year Report (Appendix 4D).

The report is based on financial statements reviewed by the auditor, a copy of which is attached.

Signed in accordance with a resolution of Directors. On behalf of the Directors:



Dr Ben Cole  
Executive Director

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**

**CONSOLIDATED FINANCIAL REPORT**  
**FOR THE HALF YEAR ENDED 31 DECEMBER 2022**

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**

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## **CORPORATE DIRECTORY**

### **DIRECTORS**

Mr Anthony Maslin (Non-Executive Chairman)  
Dr Ben Cole (Executive Director)  
Mr Stuart McAlpine (Non-Executive Director)  
Ms Elizabeth Brennan (Non-Executive Director)  
Mr Ronnie Duncan (Non-Executive Director)

### **COMPANY SECRETARY**

Mr Sam Wright

### **PRINCIPAL PLACE OF BUSINESS**

1 Winton Street  
Kewdale, Western Australia, 6105  
Email: [info@wideopenagriculture.com.au](mailto:info@wideopenagriculture.com.au)

### **REGISTERED OFFICE**

Suite 116, 1 Kyle Way  
Claremont, Western Australia, 6010  
Telephone: +61 8 6202 7130

### **WEBSITE**

[www.wideopenagriculture.com.au](http://www.wideopenagriculture.com.au)

### **SOLICITORS**

Fairweather Corporate Lawyers  
595 Stirling Highway  
Cottesloe, Western Australia, 6011

### **AUDITORS**

RSM Australia Partners  
Level 32, 2 The Esplanade  
Perth, Western Australia, 6000

### **SHARE REGISTRY**

Link Market Services Limited  
QV1 Building  
Level 12, 250 St Georges Terrace  
Perth, Western Australia, 6000  
Telephone: +61 1300 554 474 (within Australia)

### **STOCK EXCHANGE**

Australian Securities Exchange  
Central Park  
152-158 St Georges Terrace  
Perth Western Australia 6000

### **ASX CODE: WOA**

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

**DIRECTOR'S REPORT**

Your directors present this report on Wide Open Agriculture Limited (the "Company" or "WOA") and its subsidiaries ("Consolidated Entity" or "Group") for the half year ended 31 December 2022.

**DIRECTORS**

The name of the directors in office at any time during, or since the end of the half year are:

Ben Cole – Executive Director (appointed on 14 December 2022, transition from the role of Managing Director)

Anthony Maslin – Non-Executive Chairman (appointed on 23 March 2015)

Stuart McAlpine – Non-Executive Director (appointed 30 March 2016)

Elizabeth Brennan – Non-Executive Director (appointed 11 November 2019)

Ronnie Duncan – Non-Executive Director (appointed 03 December 2019)

**COMPANY SECRETARY**

Sam Wright (appointed on 28 September 2016)

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

**DIRECTOR'S REPORT**

**REVIEW OF OPERATIONS**

Wide Open Agriculture reported record revenue of AUD\$5.4 million for H1 FY23, representing an increase of 37% over H1 FY22. There was strong growth across all distribution channels, particularly the Digital channel.

The Dirty Clean Food brand has continued to gain market share domestically and internationally, with a growing base of consumers, retailers, chefs and distributors all aligned to the core mission of Wide Open Agriculture and its range of regenerative produce.

The Company has prioritised capital investments and operating spending toward its initiatives in the plant-based food sector, led by the rapid development of Buntine Protein™ attracting significant interest from prospects and partners.

**PLANT-BASED PROTEIN**

The Company advanced development of Buntine Protein™ during the period. The pilot plant in Kewdale, WA, is now fully operational and producing a consistent product in line with specifications. The global sampling programme recommenced in the period, with multiple parties receiving samples and creating leads for deeper and more strategic partnerships that will hopefully culminate with multiple offtake agreements for a commercial scale plant.

Work is also progressing on finding an existing site with the manufacturing capabilities required to speed up the time to market for Buntine Protein™. This work is also anticipated to reduce the required capital cost of the project.

In addition, development of a range of exciting new products containing Buntine Protein™ is ongoing as we further explore its nutritional, technological and functional properties. Some of these products will be launched through the Dirty Clean Food distribution channels, whilst others are important for discussing applications with potential B2B customers.

**OAT MILK**

Demand for our carbon neutral certified oat milk continued during the period, with new distributors signed up in Taiwan, Indonesia, and Malaysia, as well as expanded coverage within Australia. Sales grew by over 50% in H1 FY23, with the product now being available in more than 1,500 retail and café locations globally. The adoption of new flavours including Chocolate, Coffee and Cold Brew oat milks contributed to the Company's increasing shelf space and turnover within its distribution network.

Recent launches into the convenience market through WHSmith has confirmed the popularity of the Cold Brew coffee product, with further distribution agreements anticipated both domestically and internationally.

The plans for a domestic production facility are continuing, with further updates planned in the second half of the financial year.

**DIRTY CLEAN FOOD**

Dirty Clean Food's regenerative food platform experienced strong growth during H1 FY23, with sales growth robust across all segments. Revenue from Digital was \$2.0 million, 70% up on H1 FY22, with efficient online marketing and expanded product selection driving increased customer visits whilst also maintaining a consistent average order value. Food Service and Wholesale revenues of \$2.7m were up 25% versus H1 FY22 as sales activities increased and new customers were acquired.

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

**DIRECTOR'S REPORT**

The Retail distribution channel revenue was \$0.8m, up 20% versus H1 FY22. Growth accelerated in the last quarter of the period as new packaging and an expanded range of products has seen retailer numbers increase.

The acceleration of all channels reflects the increased sales of oat milk, beef and lamb, as well as our production and sales synergies realised from having multiple channels to market. The focus continues to be on sales growth whilst also improving operational efficiency.

**PRINCIPAL ACTIVITIES**

The principal activities of the Group during the financial half-year were the ongoing development of Dirty Clean Food.

**AUDITOR'S INDEPENDENCE DECLARATION**

The lead auditor's independence declaration for the half year ended 31 December 2022 has been received and can be found on page 19 required under section 307C of Corporations Act 2001.

Signed for and on behalf of the board in accordance with a resolution of the directors, pursuant to section 306(3)(a) of Corporations Act 2001.

**Director:**



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Dr Ben Cole  
Executive Director

Dated on 24 February 2023

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE  
INCOME  
FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

	Note	31 Dec 2022 \$	31 Dec 2021 \$
Revenue	2	5,446,145	3,971,722
Cost of goods sold		(4,985,873)	(3,566,139)
Gross profit		<u>460,272</u>	<u>405,583</u>
Other income	2	203,896	111,913
<b>Expenses</b>			
Amortisation expense		(337,604)	(188,325)
Consultancy fees		(1,204,117)	(824,069)
Depreciation expense		(108,028)	(66,948)
Employee benefits expense		(3,987,763)	(2,375,301)
Fair value movement of biological assets		-	(73,366)
Finance costs		(74,909)	-
Foreign currency gains (losses)		11,687	(6,513)
Selling expenses		(1,308,648)	(440,627)
Share based payments		(487,273)	(974,141)
Other administration expenses		(845,883)	(884,861)
<b>Loss for the period before income tax expense</b>		(7,678,370)	(5,316,655)
Income tax expense		-	-
<b>Loss for the period after income tax expense</b>		(7,678,370)	(5,316,655)
<b>Other comprehensive income:</b>		-	-
<b>Total comprehensive loss for the period</b>		<u>(7,678,370)</u>	<u>(5,316,655)</u>
Basic loss per share (cents)		(5.39)	(4.49)
Diluted loss per share (cents)		(5.39)	(4.49)

The above Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.



**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 DECEMBER 2022**

	Note	31 Dec 2022 \$	30 Jun 2022 \$
<b>ASSETS</b>			
<b>CURRENT ASSETS</b>			
Cash and cash equivalents		11,039,975	19,474,506
Trade and other receivables		906,515	1,082,996
Inventory		3,546,885	3,252,484
Other		419,490	334,241
<b>TOTAL CURRENT ASSETS</b>		<u>15,912,865</u>	<u>24,144,227</u>
<b>NON-CURRENT ASSETS</b>			
Plant and equipment		3,627,313	2,591,643
Right-of-use assets		2,169,306	2,463,318
Secured loans		86,011	77,449
Other		305,194	305,194
<b>TOTAL NON-CURRENT ASSETS</b>		<u>6,187,824</u>	<u>5,437,604</u>
<b>TOTAL ASSETS</b>		<u>22,100,689</u>	<u>29,581,831</u>
<b>LIABILITIES</b>			
<b>CURRENT LIABILITIES</b>			
Trade and other payables		1,709,841	1,847,157
Lease liabilities		569,109	578,419
Provisions		582,298	538,182
<b>TOTAL CURRENT LIABILITIES</b>		<u>2,861,248</u>	<u>2,963,758</u>
<b>NON-CURRENT LIABILITIES</b>			
Borrowings	3	575,057	562,937
Lease liabilities		1,731,564	2,018,543
Provisions		59,520	54,197
<b>TOTAL NON-CURRENT LIABILITIES</b>		<u>2,366,141</u>	<u>2,635,677</u>
<b>TOTAL LIABILITIES</b>		<u>5,227,389</u>	<u>5,599,435</u>
<b>NET ASSETS</b>		<u>16,873,300</u>	<u>23,982,396</u>
<b>EQUITY</b>			
Issued capital	4	44,509,696	44,384,452
Share based payments reserves	5	4,524,544	4,080,514
Accumulated losses		(32,160,940)	(24,482,570)
<b>TOTAL EQUITY</b>		<u>16,873,300</u>	<u>23,982,396</u>

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**  
**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

**31 December 2022**

	Issued Capital	Unlisted Options Reserve	Performance Rights Reserve	Accumulated Losses	Total Equity
	\$	\$	\$	\$	\$
<b>Balance at 1 July 2022</b>	<b>44,384,452</b>	<b>4,080,514</b>	-	<b>(24,482,570)</b>	<b>23,982,396</b>
Loss for the period	-	-	-	(7,678,370)	(7,678,370)
Other comprehensive income	-	-	-	-	-
<b>Total comprehensive loss for the period</b>	-	-	-	<b>(7,678,370)</b>	<b>(7,678,370)</b>
<b>Transactions with owners, in their capacity as owners, and other transfers</b>					
Shares issued on unlisted options exercised	125,244	-	-	-	125,244
Options issued – share based payments	-	406,198	-	-	406,198
Options exercised	-	(43,244)	-	-	(43,244)
Performance rights issued	-	-	81,076	-	81,076
<b>Balance at 31 December 2022</b>	<b>44,509,696</b>	<b>4,443,468</b>	<b>81,076</b>	<b>(32,160,940)</b>	<b>16,873,300</b>

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**  
**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

**31 December 2021**

	Issued Capital	Unlisted Options Reserve	Performance rights Reserve	Accumulated Losses	Total Equity
	\$	\$	\$	\$	\$
<b>Balance at 1 July 2021</b>	<b>24,856,846</b>	<b>3,332,051</b>	-	<b>(14,074,138)</b>	<b>14,114,759</b>
Loss for the period	-	-	-	(5,316,655)	(5,316,655)
Other comprehensive income	-	-	-	-	-
<b>Total comprehensive loss for the period</b>	-	-	-	<b>(5,316,655)</b>	<b>(5,316,655)</b>
<b>Transactions with owners, in their capacity as owners, and other transfers</b>					
Shares issued under capital raising	20,000,000	-	-	-	20,000,000
Shares issued under share purchase plan	611,000	-	-	-	611,000
Shares issued on unlisted options exercised	204,946	-	-	-	204,946
Capital raising costs	(1,222,200)	-	-	-	(1,222,200)
Options issued – share based payments	-	974,141	-	-	974,141
Options exercised	-	(62,446)	-	-	(62,446)
<b>Balance at 31 December 2021</b>	<b>44,450,592</b>	<b>4,243,746</b>	-	<b>(19,390,793)</b>	<b>29,303,545</b>

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**

**CONSOLIDATED STATEMENT OF CASH FLOWS**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

	31 Dec 2022	31 Dec 2021
Note	\$	\$
<b>Cash flows from operating activities</b>		
Receipts from customers (inclusive of GST)	5,351,673	4,234,643
Payments to suppliers and employees (inclusive of GST)	(12,490,163)	(9,399,978)
Interest received	42,273	14,957
Grants received	98,000	76,716
Net cash flows (used in) operating activities	(6,998,217)	(5,073,663)
<b>Cash flows from investing activities</b>		
Payments for acquisition of plant and equipment	(1,144,338)	(1,208,608)
Payments for secured loans	(8,561)	(13,514)
Net cash flows (used in) investing activities	(1,152,899)	(1,222,122)
<b>Cash flows from financing activities</b>		
Proceeds from issue of shares (net of issue costs)	-	19,529,722
Proceeds from exercise of options	82,000	-
Repayment of lease liabilities	(370,531)	-
Net cash flows (used in) / from financing activities	(288,531)	19,529,722
Net (decrease) / increase in cash and cash equivalents	(8,439,647)	13,233,937
Cash and cash equivalents at the beginning of the period	19,474,506	12,976,017
Effects of exchange rates on cash and cash equivalents	5,116	-
<b>Cash and cash equivalents at the end of the period</b>	<b>11,039,975</b>	<b>26,209,954</b>

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

**1 Statement of Significant Accounting Policies**

The financial statements cover Wide Open Agriculture Limited and its subsidiaries as a consolidated entity (Group). Wide Open Agriculture Limited is a company limited by shares, incorporated and domiciled in Australia.

**a. Basis of Preparation**

These general purpose financial statements for the interim half-year reporting period ended 31 December 2022 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 Accounting Standard 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 2022 and any public announcements made by the company during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

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

The financial statements, except for the cash flow information, have been prepared on an accruals basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities. The amounts presented in the financial statements have been rounded to the nearest dollar.

**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.

**b. Segment Reporting**

The Group operates in the agriculture industry predominately in Australia. For management purposes, the Group is organised into one main operating segment which involves sales and marketing of fresh produce in Australia. All of the Group's activities are interrelated and discrete financial information is reported to the Board (Chief Operating Decision Maker) as a single segment. Accordingly, all significant operating decisions are based upon analysis of the Group as one segment. The financial results from this segment are equivalent to the financial statements of the Group as a whole.

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

<b>2 Revenue and Other Income</b>	<b>31 Dec 2022</b>	<b>31 Dec 2021</b>
	<b>\$</b>	<b>\$</b>
<b>Revenue from contracts with customers</b>		
Sale of goods	5,446,145	3,971,722
<b>Other Income</b>		
Rent received <sup>1</sup>	12,500	4,500
Grants & incentives <sup>2</sup>	98,000	76,716
Interest income	46,773	19,457
Other income	46,623	11,240
Total other income	203,896	111,913
<b>Total</b>	<b>5,650,041</b>	<b>4,083,635</b>

<sup>1</sup> Rent received is from McAlpine Farms which is owned by Buntine Holdings Pty Ltd.

<sup>2</sup> Grants and incentives received relate to Commonland grant funding received for carrying out 4 Returns work.  
Also included is COVID-19 government stimulus grants.

Disaggregation of revenue

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

**Channel**

Retail	801,868	694,736
Online	2,003,248	1,150,721
Foodservice & Wholesale	2,641,029	2,126,265
	5,446,145	3,971,722

**Geographical regions**

Australia	5,295,760	3,853,286
International	150,385	118,436
	5,446,145	3,971,722

**Timing of revenue recognition**

Goods transferred at a point in time	5,446,145	3,971,722
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**3 Fair Value Measurement**

*Fair value hierarchy*

The following tables detail the consolidated entity's assets and liabilities, measured or disclosed at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability that the entity can access at the measurement date

Level 3: Unobservable inputs for the asset or liability

	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
<b>31 December 2022</b>				
<b>Non-current liabilities</b>				
Shareholder loan	-	575,057	-	575,057
<b>Total liabilities</b>	-	575,057	-	575,057

	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
<b>30 June 2022</b>				
<b>Non-current liabilities</b>				
Shareholder loan	-	562,937	-	562,937
<b>Total liabilities</b>	-	562,937	-	562,937

There were no transfers between levels during the financial half-year.

The fair value of financial liabilities is estimated by discounting the remaining contractual maturities at the current market interest rate that is available for similar liabilities.

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

<b>4 Issued Capital</b>	<b>31 Dec 2022</b>	<b>30 Jun 2022</b>	<b>31 Dec 2022</b>	<b>30 Jun 2022</b>
	<b>\$</b>	<b>\$</b>	<b>Shares</b>	<b>Shares</b>
Ordinary Shares	47,186,432	47,061,188	142,781,773	142,251,773
Capital Raising Costs	(2,676,736)	(2,676,736)	-	-
	<b><u>44,509,696</u></b>	<b><u>44,384,452</u></b>	<b><u>142,781,773</u></b>	<b><u>142,251,773</u></b>

**(a) Movement in Ordinary share capital**

	<b>No. Of shares</b>	<b>Issue Price</b>	<b>Total</b>
		<b>\$</b>	<b>\$</b>
Balance at 1 July 2022	<b>142,251,773</b>		<b>44,384,452</b>
Options Exercised	480,000	0.15	112,185
Options Exercised	50,000	0.20	13,059
Balance at 31 December 2022	<b><u>142,781,773</u></b>		<b><u>44,509,696</u></b>
Balance at 1 July 2021	<b>113,910,514</b>		<b>24,856,846</b>
Options Exercised	550,000	0.15	128,546
Shares Issued	26,666,667	0.75	20,000,000
Options Exercised	200,000	0.30	76,400
Shares Issued	814,592	0.75	611,000
Options Exercised	110,000	0.15	25,709
Less: Transaction Costs	-	-	(1,314,049)
Balance at 30 June 2022	<b><u>142,251,773</u></b>		<b><u>44,384,452</u></b>



**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

<b>5 Share based payments reserve</b>	<b>31 Dec 2022</b>	<b>30 Jun 2022</b>
	<b>\$</b>	<b>\$</b>
Unlisted options reserve <sup>(a)</sup>	4,443,468	4,080,514
Performance rights reserve <sup>(b)</sup>	81,076	-
	<u>4,524,544</u>	<u>4,080,514</u>

**(a) Unlisted Options Reserve**

Balance at beginning of period	4,080,514	3,332,051
Options issued	406,198	1,153,493
Options issued to lead managers	-	91,849
Options exercised transferred to issued capital	(43,244)	(71,655)
Options lapsed transferred to accumulated losses	-	(379,800)
Options unvested upon ceased employment	-	(45,424)
Balance at end of period	<u>4,443,468</u>	<u>4,080,514</u>

On 29 November 2022, 3,250,000 unlisted options were issued to Directors for nil consideration. The options have an exercise price of \$0.457 and an expiry date of 29 November 2025. These options vested immediately.

Options issued in the form of share-based payments are valued using the Back-Scholes valuation model. For options granted during the current half-year, the valuation model inputs used to determine the fair value at the grant date, are as follows

<b>Number of options issued</b>	<b>Grant Date</b>	<b>Expiry Date</b>	<b>Spot Price</b>	<b>Exercise Price</b>	<b>Volatility</b>	<b>Risk-free interest rate</b>	<b>Dividend Yield</b>	<b>Fair Value</b>
3,250,000	29/11/2022	29/11/2025	\$0.315	\$0.457	70%	3.24%	0%	\$0.112

	<b>Balance at 1 July 2022</b>	<b>Granted</b>	<b>Exercised</b>	<b>Expired/ Other</b>	<b>Balance at 31 December 2022</b>
Unlisted Options	17,784,818	3,625,000	(530,000)	(1,350,000)	19,529,818

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

	31 Dec 2022	30 Jun 2022
	\$	\$
<b>(a) Performance Rights Reserve</b>		
Balance at beginning of period	-	-
Performance rights issued to executives as incentive	81,076	-
Balance at end of period	<u>81,076</u>	<u>-</u>

On 19 December 2022, 324,296 performance rights were issued to two of the executives at no cost pursuant to the Employee Incentive Plan. The participant can choose to exercise the rights over a two-year period into fully paid ordinary shares on a 1:1 conversion basis. These performance rights vested immediately.

For rights granted during the current half-year, the fair value at the grant date, are as follows

Number of rights issued	Grant Date	Expiry Date	Spot Price	Fair Value
169,196	12/12/2022	11/12/2024	\$0.265	\$0.265
155,100	13/12/2022	12/12/2024	\$0.250	\$0.250

  

	Balance at 1 July 2022	Granted	Exercised	Expired/ Other	Balance at 31 December 2022
Performance rights	-	324,296	-	-	324,296

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

**6 Commitments**

On 29 July 2016, the Group entered into a contract to acquire land from Buntine Holdings Pty Ltd with a deferred consideration element. The details are:

- Price of the land was \$323,879.
- Deposit of \$50,000 paid on 29 July 2016 in the form of 1,000,000 shares at 0.05c each
- Partial payment of \$150,000 was made on 13 August 2018.
- Remaining consideration to be paid in full no later than 8 years from 23 March 2016.
- Interest to be paid on this outstanding amount at the annual rate of the RBA base rate plus 2.5%. This has been treated as operational expense as Right of access and use.

On 20 November 2020, the Group exercised its option pursuant to the Option and Licence Agreement to acquire exclusive commercial licence for the proprietary modified lupin protein technology developed and patented by Curtin University. Details of the royalties payable to Curtin University under the agreement are as follows:

- Royalties payable by the Group to Curtin University on the basis of:
  - a Production – a royalty of \$120 per tonne of lupin protein isolate produced or manufactured by the Group;
  - b High sale value – a royalty of 12.5% of net sales revenue in excess of \$6,000 per tonne of royalty sales product; and
  - c Sub-licence revenues – a royalty of 12.5% of revenue derived by sub-licences.

Minimum annual royalty payable by the Group to Curtin University as noted below:

- Commencing on year 3 after the commencement date of the licence of \$25,000;
- Commencing on year 4 after the commencement date of the licence of \$35,000;
- Commencing on year 5 after the commencement date of the licence of \$50,000 per year averaged over a 3 year periods; and
- Commencing on year 8 after the commencement date of the licence of \$75,000 per year until the end of the term and averaged over 3 year periods.

	31 Dec 2022	30 Jun 2022
	\$	\$
Not longer than one year	156,079	61,779
Longer than one year, but not longer than five years	185,000	333,879
Longer than five years	600,000	600,000
	<u>941,079</u>	<u>995,658</u>

Short Term Operating Lease Commitment	<u>7,200</u>	<u>7,200</u>
Commitments for expenditure for the financial half-year within one year represent payment for office lease costs.		

Commitments for expenditure for the financial half-year longer than one year, but not longer than five years represent deferred consideration of purchase of Kulinbah East Block from Buntine Holdings Pty Ltd, and payment of the minimum annual royalties to Curtin University of \$150,000.

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

Commitments for expenditure for the financial half-year over five years represent payment of minimum annual royalties to Curtin University of \$600,000.

Other than the interests disclosed above there were no further commitments as at 31 December 2022.

**7     Controlled Entities**

There have been no changes to the entities and group structure.

**8     Dividends**

The directors do not recommend the payment of a dividend in respect of the half-year ended 31 December 2022.

**9     Contingent liabilities and assets**

There were no material changes to contingent liabilities or assets during the period.

**10   Significant Events After the Reporting Date**

No matters or circumstance has arisen since 31 December 2022 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.

**WIDE OPEN AGRICULTURE LIMITED**  
**ABN 86 604 913 822**  
**FOR THE 6 MONTHS ENDED 31 DECEMBER 2022**

**DIRECTORS' DECLARATION**

The directors of the Company declare that:

1. The consolidated financial statements and notes as set out in this half-year financial report, are in accordance with the Corporations Act 2001, including:
  - (a) complying with Australian Accounting Standard AASB134: *Interim Financial Reporting* and the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
  - (b) giving a true and fair view of the consolidated entity's financial position as at 31 December 2022 and of its performance for the half-year ended on that date;
2. In the director's opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

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

On behalf of the directors

**Director:**



---

Dr Ben Cole  
Executive Director

Dated on 24 February 2023



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**AUDITOR'S INDEPENDENCE DECLARATION**

As lead auditor for the review of the financial report of Wide Open Agriculture Limited for the half-year ended 31 December 2022, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

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

RSM AUSTRALIA PARTNERS

TUTU PHONG  
Partner

Perth, WA  
Dated: 24 February 2023

**THE POWER OF BEING UNDERSTOOD**  
AUDIT | TAX | CONSULTING

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## **INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF WIDE OPEN AGRICULTURE LIMITED**

### **Report on the Half-Year Financial Report**

#### *Conclusion*

We have reviewed the accompanying half-year financial report of Wide Open Agriculture Limited which comprises the consolidated statement of financial position as at 31 December 2022, 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, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

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

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2022 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

#### *Basis for Conclusion*

We conducted our review in accordance with ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity. Our responsibilities are further described in the Auditor's Responsibilities for the Review of the Financial Report section of our report. We are independent of the consolidated entity in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

### **THE POWER OF BEING UNDERSTOOD AUDIT | TAX | CONSULTING**

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### *Directors' Responsibility for the Half-Year Financial Report*

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

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

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2022 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.

A handwritten signature of 'RSM' in a cursive, stylized font.

RSM AUSTRALIA PARTNERS

A handwritten signature of 'Tutu Phong' in a cursive, stylized font.

Perth, WA  
Dated: 24 February 2023

TUTU PHONG  
Partner