

Appendix 4C

Quarterly report for entities subject to Listing Rule 4.7B

Introduced 31/03/00 Amended 30/09/01, 24/10/05, 17/12/10, 01/09/16

Name of entity

ROTO-GRO INTERNATIONAL LIMITED

ABN

84 606 066 059

Quarter ended ("current quarter")

31 December 2018

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	2	106
1.2 Payments for		
(a) research and development	(141)	(141)
(b) product manufacturing and operating costs	(160)	(537)
(c) advertising and marketing	-	-
(d) leased assets	-	-
(e) staff costs	(345)	(820)
(f) administration and corporate costs	(384)	(870)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	2	4
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other – deposits received	-	-
1.9 Net cash from / (used in) operating activities	(1,026)	(2,258)

2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) property, plant and equipment	(197)	(202)
(b) businesses (see item 10)	-	-
(c) investments	(215)	(215)

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
(d) intellectual property	-	-
(e) other non-current assets	-	-
2.2 Proceeds from disposal of:		
(a) property, plant and equipment	-	-
(b) businesses (see item 10)	-	-
(c) investments	-	-
(d) intellectual property	-	-
(e) other non-current assets	-	-
2.3 Cash flows from loans to other entities	-	-
2.4 Dividends received (see note 3)	-	-
2.5 Other – Facility fit-out	-	-
2.6 Net cash from / (used in) investing activities	(412)	(417)

3. Cash flows from financing activities		
3.1 Proceeds from issues of shares	2,059	2,059
3.2 Proceeds from issue of convertible notes	-	-
3.3 Proceeds from exercise of share options	-	-
3.4 Transaction costs related to issues of shares, convertible notes or options	(84)	(288)
3.5 Proceeds from borrowings	-	-
3.6 Repayment of borrowings	-	-
3.7 Transaction costs related to loans and borrowings	-	-
3.8 Dividends paid	-	-
3.9 Other – share application funds received but not issued	(1,774)	-
3.10 Net cash from / (used in) financing activities	201	1,771

4. Net increase / (decrease) in cash and cash equivalents for the period		
4.1 Cash and cash equivalents at beginning of quarter/year to date	3,188	2,844
4.2 Net cash from / (used in) operating activities (item 1.9 above)	(1,026)	(2,258)
4.3 Net cash from / (used in) investing activities (item 2.6 above)	(412)	(417)
4.4 Net cash from / (used in) financing activities (item 3.10 above)	201	1,771

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (6 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	5	16
4.6	Cash and cash equivalents at end of quarter	1,956	1,956

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	1,956	1,414
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other – share application funds*	-	1,774
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	1,956	3,188

* Subsequent to quarter end, the Company received a further \$285k in share application funds. On 4 October 2018, the Company issued 5,418,698 Shares raising \$2,059k.

6.	Payments to directors of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to these parties included in item 1.2	70
6.2	Aggregate amount of cash flow from loans to these parties included in item 2.3	-
6.3	Include below any explanation necessary to understand the transactions included in items 6.1 and 6.2	
6.1 includes directors' fees and director consulting fees (\$70k)		

7.	Payments to related entities of the entity and their associates	Current quarter \$A'000
7.1	Aggregate amount of payments to these parties included in item 1.2	261
7.2	Aggregate amount of cash flow from loans to these parties included in item 2.3	-
7.3	Include below any explanation necessary to understand the transactions included in items 7.1 and 7.2	
7.1 includes legal fees plus GST paid to a director related entity (\$18k). It also includes payment to Roto-Gro Technologies Inc. and Roto-Gro International Inc. for the manufacture of Roto-Gro units, fit-out costs associated with the Company's laboratory and rent expense plus HST (\$243k);		

8. Financing facilities available <i>Add notes as necessary for an understanding of the position</i>	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
8.1 Loan facilities	-	-
8.2 Credit standby arrangements	-	-
8.3 Other (please specify)	-	-
8.4 Include below a description of each facility above, including the lender, interest rate and whether it is secured or unsecured. If any additional facilities have been entered into or are proposed to be entered into after quarter end, include details of those facilities as well.		
N/A		

9. Estimated cash outflows for next quarter	\$A'000
9.1 Research and development (including salaries)	75
9.2 Product manufacturing and operating costs (including design and engineering salaries)	850
9.3 Advertising and marketing	30
9.4 Leased assets	-
9.5 Staff costs (director fees and management salaries)	150
9.6 Administration and corporate costs	250
9.7 Business development and consultants	100
9.8 Total estimated cash outflows	(1,455)¹

¹Does not include cash inflows from RWW Canada and Global Fertigation Solutions sales, which are estimated to be between \$750,000 and \$1,065,000 depending customers' circumstances. The Cost of Goods Sold (COGS) for these Sales are captured in Product Manufacturing and Operating Costs (item 9.2) above.

An additional CAD200,000 cash outflow will occur should the Supra THC transaction complete during the March quarter.

10. Acquisitions and disposals of business entities (items 2.1(b) and 2.2(b) above)	Acquisitions	Disposals
10.1 Name of entity	N/A	N/A
10.2 Place of incorporation or registration	N/A	N/A
10.3 Consideration for acquisition or disposal	N/A	N/A
10.4 Total net assets	N/A	N/A
10.5 Nature of business	N/A	N/A

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Sign here: *Lodged electronically without signature*

Print name: Michael Carli
(Managing Director)

Date: 31 January 2019

Notes

1. The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity that wishes to disclose additional information is encouraged to do so, in a note or notes included in or attached to this report.
2. If this quarterly report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.