

## **APPENDIX 4D**

# For the Half Year Ended 31 December 2015

## **Results for Announcement to the Market**

Current Reporting Period - Half year ended 31 December 2015 Previous Reporting Period - Half year ended 31 December 2014

Revenues	Up	24.34%	to	\$18,930
Loss after tax attributable to members	Up	1.74%	to	(\$1,032,607)
Net loss for the period attributable to members	Up	1.74%	to	(\$1,032,607)

Dividends (distribution)	Amount per Security	Franked Amount per Security
Final dividend	n/a	n/a
Previous corresponding period	n/a	n/a

To be read in conjunction with the 2015 Annual Report for the year ended 30 June 2015.

<u>Net Tangible Asset per Security</u> (cents per securit	V
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As at 31 December 2015 0.29 As at 31 December 2014 0.17

Record date for determining entitlements to dividend n/a

#### **Explanation of the above information:**

Refer to the Directors' Report - Review of Operations.

None
3. Details of individual and total dividends
None
4. Details of dividend reinvestment plans in operation.
None
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E. Data'lla of Associates and Islant Vantuura
5. Details of Associates and Joint Ventures
None
6. These accounts have been subject to review and there has been no qualification or dispute.

2. Details of entities over which control has been gained or lost during the period



#### ABN 99 009 179 551

### **Interim Financial Report for the Half Year Ended**

**31 December 2015** 



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#### **Corporate Directory**

#### **Directors**

Mr Paul Hopper - Executive Chairman
Mr Charles Walker - Non-Executive Director
Dr Axel Hoos - Non-Executive Director
Dr Anton Uvarov - Non-Executive Director

#### **Company Secretary**

Mr Justyn Stedwell Mr Phillip Hains

#### **Registered and Principal Office**

Suite 1, 1233 High Street Armadale, VIC 3143

Australia

Telephone: (61 3) 9824 5254 Facsimile: (61 3) 9822 7735

#### **Share Register**

Automic Registry Services Suite 1a, Level 1 7 Ventnor Avenue Perth, WA 6005

Australia

Telephone: (61 8) 9324 2099 International: (61 8) 9321 2337

#### **Securities Quoted**

#### <u>Australian Securities Exchange</u>

- Ordinary Fully Paid Shares (Code: IMU)

- Options (Code: IMUO)

#### **Patent Attorney**

Davies Collison Cave 1 Nicholson Street Melbourne, VIC 3002

Australia

#### **Auditor**

Grant Thornton Audit Pty Ltd The Rialto, Level 30 525 Collins Street Melbourne VIC 3000 Australia

#### **Bankers**

National Australia Bank Level 2, 330 Collins Street Melbourne, VIC 3000 Australia

#### **Securities Exchange Listing**

Imugene Limited shares are listed on the Australian Securities
Exchange (Symbol: IMU)

#### Website and Email

www.imugene.com Info@imugene.com



#### **Directors' Report**

The Directors of Imugene Limited ("IMU", "Imugene", or "the Company") and its controlled entities ("Group") provide the following report in relation to the Company and the Group for the half year ended 31 December 2015.

#### **Directors**

The following persons were Directors of the Company during the whole of the half-year and up to the date of this report, unless stated otherwise:

#### **Current:**

Mr Paul Hopper Executive Chairman
Mr Charles Walker Non-Executive Director
Dr Axel Hoos Non-Executive Director

Dr Anton Uvarov Non-Executive Director Appointed: 5 January 2016

Former:

Mr Otto Buttula Non-Executive Director Resigned: 15 January 2016

**Company Secretaries** 

Justyn Stedwell Company Secretary

Phillip Hains Company Secretary & Chief Financial Officer (CFO)

#### **Review and Results of Operations**

The Company welcomed Leslie Chong as Chief Operating Officer in September 2015 and Anton Uvarov as a Non-Executive Director in January 2016.

#### **Operations**

Management are firmly focused on the development of the Mimotope program and the HER-Vaxx technology for the treatment of patients with Her- 2 + cancers including gastric and breast.

Detailed research and development continued across both areas under the direction of our Chief Scientific Officer, Professor Weidermann at the University of Vienna

During the period, the Company spent a total of \$0.928m on its operations, which includes manufacturing, pre-clinical studies and overheads.



#### **Financial**

During the period \$3m was raised through the issuance of 400,000,000 new shares in the capital of the Company from new and existing sophisticated investors.

Funds will be directed to clinical development, manufacture and protection of the lead assets, the Mimotope technology and HER-Vaxx.

#### Outlook

The Mimotope technology announced in January 2016 has added significantly to the Company's pipeline and prospects, and intensive work is underway in partnership with the University of Vienna Medical School to advance the program.

Management is closely focussed on dosing our first patient in the Her-Vaxx Phase 1b/2 gastric cancer trial.

The Board thanks our shareholders, management and the Scientific Advisory Board for their support of the Company and we look forward to a successful 2016.

#### **Auditor's Independence Declaration**

The Auditor's Independence Declaration as required under section 307C of the *Corporations Act 2001* is set out on the following page.

This Director's Report has been issued following a resolution of the Directors pursuant to section 306 (3) of the *Corporations Act 2001,* for an on behalf of the Board;

Mr Paul Hopper Executive Chairman Imugene Limited

Dated: This the 29<sup>th</sup> Day of February 2016



The Rialto, Level 30 525 Collins St Melbourne Victoria 3000

Correspondence to: GPO Box 4736 Melbourne Victoria 3001

T +61 3 8320 2222 F +61 3 8320 2200 E info.vic@au.gt.com W www.grantthornton.com.au

## Auditor's Independence Declaration To The Directors of Imagene Limited

In accordance with the requirements of section 307C of the Corporations Act 2001, as lead auditor for the review of Imugene Limited for the half-year ended 31 December 2015, 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

anat Thomps

M. A. Cunningham

Partner - Audit & Assurance

Melbourne, 29 February 2016

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## Consolidated Statement of Profit or Loss and Other Comprehensive Income For the half year ended 31 December 2015

		31 December 2015	31 December 2014
	Note	\$ AUD	\$ AUD
Parameter			
Revenue			
Total revenue	2	18,930	15,224
Other income	2	636,354	466,777
<u>Expenses</u>			
Business development		(147,291)	(99,268)
Commercialisation expenses		(13,348)	(24,552)
Corporate administration expenses		(498,375)	(511,778)
Depreciation expense		(488)	-
Foreign exchange gain/(loss)		23,126	(42,572)
Marketing and promotion expenses		(2,182)	-
Research and development expenses		(1,049,333)	(854,704)
Loss before tax		(1,032,607)	(1,050,873)
Income tax expense		-	-
Net loss for the year		(1,032,607)	(1,050,873)
Other comprehensive income / (expense) for the year, net of tax	ĸ	-	-
Total comprehensive loss for the year		(1,032,607)	(1,050,873)
Loss per share for the year attributable to members of Imugen	o I +d·		
Basic loss per share (cents per share)	c Llu.	(0.08)	(0.10)
		, ,	
Diluted loss per share (cents per share)		(0.08)	(0.10)

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



## **Consolidated Statement of Financial Position**

#### As at 31 December 2015

		31 December 2015	30 June 2015
	Note	\$ AUD	\$ AUD
ASSETS			
Current Assets			
Cash and cash equivalents		3,724,719	1,956,992
Trade and other receivables		433,707	541,387
Other		58,397	16,584
Total Current Assets		4,216,823	2,514,963
Non-Current Assets			
Property, plant and equipment		3,126	-
Intangible assets	4	6,599,755	6,599,755
Total Non-Current Assets		6,602,881	6,599,755
TOTAL ASSETS		10,819,704	9,114,718
<u>LIABILITIES</u>			
Current Liabilities			
Trade and other payables		323,640	317,456
Provisions		17,340	13,159
Other financial liabilities	5	-	66,650
Total Current Liabilities		340,980	397,265
Non-Current Liabilities			
Other financial liabilities	5	985 <i>,</i> 450	985,450
Total Non-Current Liabilities		985,450	985,450
TOTAL LIABILITIES		1,326,430	1,382,715
NET ASSETS		9,493,274	7,732,003
NET ASSETS		5,453,274	7,732,003
EQUITY			
Contributed equity	6	30,407,225	27,682,224
Share-based payment reserve	7	1,035,018	966,141
Accumulated loss		(21,948,969)	(20,916,362)
TOTAL EQUITY		9,493,274	7,732,003

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



## **Consolidated Statement of Changes in Equity**

For the half year ended 31 December 2015

	Issued Capital	Share Based Payment Reserve	Accumulated Losses	Total
Note	\$ AUD	\$ AUD	\$ AUD	\$ AUD
Balance at 1 July 2014	24,241,812	966,003	(18,475,573)	6,732,242
Loss for the year	-	-	(1,050,873)	(1,050,873)
Other comprehensive income	-	-	-	-
Total comprehensive income/(loss) for the half				
year:	-	-	(1,050,873)	(1,050,873)
Transactions with Equity holders in their capacity holders:	v as equity			
Shares issued	3,583,500	-	-	3,583,500
Capital raising costs	(303,716)	-	-	(303,716)
Shares/options issued	188,205	(188,205)	-	-
Share-base payment expense	-	199,597	-	199,597
Balance at 31 December 2014	27,709,801	977,395	(19,526,446)	9,160,750
Balance at 1 July 2015	27,682,224	966,141	(20,916,362)	7,732,003
Loss for the year Other comprehensive income	- -	-	(1,032,607)	(1,032,607)
Total comprehensive income/(loss) for the half year:	-	-	(1,032,607)	(1,032,607)
Transactions with Equity holders in their capacity holders:	y as equity			
Shares issued	3,000,000	-	-	3,000,000
Capital raising costs	(264,634)	-	-	(264,634)
Options issued <sup>1</sup>	(30,365)	30,365	-	-
Share-base payment expense	20,000	38,512	-	58,512
Balance at 31 December 2015	30,407,225	1,035,018	(21,948,969)	9,493,274

<sup>&</sup>lt;sup>1</sup> Reclassification from contributed equity to share based payment reserve.

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



## Consolidated Statement of Cash Flows For the half year ended 31 December 2015

	31 December 2015	31 December 2014
	\$ AUD	\$ AUD
Cash flows from operating activities		
Payments to suppliers and employees	(1,702,493)	(1,404,330)
Interest received	18,930	15,224
Other (R&D Refund)	755,855	342,782
Net cash inflows/(outflows) from operating activities	(927,708)	(1,046,324)
<u>Cash flows related to investing activities</u> Payment for the purchase of intellectual property	(66,650)	(463,617)
Payment for purchases of plant and equipment	(3,614)	(403,017)
Payment for purchases of plant and equipment	(3,014)	<u> </u>
Net cash inflows/(outflows) from investing activities	(70,264)	(463,617)
Cash flows related to financing activities		
Proceeds from issues of equity securities	3,000,000	3,583,500
Capital raising costs	(264,634)	(302,098)
Net cash inflows/(outflows) from financing activities	2,735,366	3,281,402
Net increase/(decrease) in cash and cash equivalents	1,737,394	1,771,461
Cash and cash equivalents at the beginning of the period	1,956,992	1,222,896
Effects of exchange rate changes on cash and cash equivalents	30,333	-
Cash and cash equivalents at the end of the year	3,724,719	2,994,357

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



#### 1. Summary of significant accounting policies

#### Statement of compliance

These financial statements are general purpose financial statements for the half-year reporting period ended 31 December 2015, which have been prepared in accordance with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Act 2001. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

#### Basis of preparation

This half year report does not include full disclosures of the type normally included in an Annual Report and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and financing and investing activities of the Group.

Accordingly, this financial report should be read in conjunction with the 2015 Annual Report for the year ended 30 June 2015 and any public announcements made by Imugene Limited during the interim reporting period in accordance with the continuous disclosure requirements of the Corporations Act 2001.

#### **New Accounting Standards**

There are no new accounting standards or interpretations that affect the financial position of the Company to be adopted this reporting period. All accounting policies adopted are consistent with the most recent Annual Financial Report for the year ended 30 June 2015.

#### Going concern

Some of the risks inherent in the development of pharmaceutical product include the uncertainty of patent protection and proprietary rights, whether patent applications and issued patents will offer adequate protection to enable product development or may infringe intellectual property rights of other parties, and obtaining the necessary drug clinical regulatory authority approvals. Also a particular project may fail the research and the clinical development process through lack of efficacy or safety, or maybe stopped or abandoned due to strategic imperatives including an assessment that the projects will not deliver a sufficient return on investment or have been superseded by newer competitive products or technologies. There is a risk that the Group will be unable to find suitable development or commercial partners for its projects, and that these arrangements may not generate a material return for the Group.

Based on current budget forecast assumptions, the Group has sufficient funds to meet current commitments and to pay its debts when they fall due for a period of 12 months from signing the financial report. Additional funds will need to be accessed however to progress the Group's research & development programs. The ability of the Group to successfully access additional capital, and the amount of additional funds required is dependent on the outcome of its product research & development programs.



Notwithstanding the material uncertainty pertaining to the ability of the Group to continue to access additional capital, the financial statements have been prepared on a going concern basis. Accordingly the financial statements do not include adjustments relating to the recoverability and classification of recorded asset amounts, or the amounts and classification of liabilities that might be necessary should the Group not continue as a going concern.

#### **R&D Tax Incentives**

The Groups' research and development activities are eligible under an Australian Government tax incentive for eligible expenditure from 1 July 2011. Management has assessed these activities and expenditure to determine which are likely to be eligible under the incentive scheme. For the six month period to 31 December 2015 the Group has included an item in other income of \$416,367 to recognise this amount which relates to this period.

#### **Share-based Payments**

The value attributed to share options issued is an estimate calculated using an appropriate mathematical formula based on an option pricing model. The choice of models and the resultant share option value require assumptions to be made in relation to the likelihood and timing of meeting the conditions of the shares and the value and volatility of the price of the shares.



#### 2. Revenue / Expenses

		Consolidated		
		31 December 2015	31 December 2014	
	Note	\$ AUD	\$ AUD	
Income				
Revenue				
Interest received		18,930	15,224	
		18,930	15,224	
Other income				
R&D Tax Refund		636,354	466,777	
		636,354	466,777	
Significant expenses included in net loss before tax				
Superannuation		(30,013)	(15,780)	
Share-based payment		(58,512)	(199,597)	



#### 3. Segment Information

Management has determined, based on the reports reviewed by the chief operating decision maker that are used to make strategic decisions, that the Group has one reportable segment being the research, development and commercialisation of health technologies.

Reportable segment revenue  Payanya including interest income is disclosed below based on the	Consolidated	
· ·	31 December 2015	31 December 2014
	\$ AUD	\$ AUD
Revenue, including interest income, is disclosed below based on the segment:	reportable	
Revenue from research, development and commercialisation Revenue from other activities	636,354	466,777
Revenue from other activities	18,930 655,284	15,224 482,001
	Consoli	idated
	31 December 2015 \$ AUD	31 December 2014 \$ AUD
Reportable segment profit/ (loss) Profit/ (loss) are disclosed below based on the reportable segment:		
Profit/ (loss) from research, development and commercialisation Profit/ (loss) from other activities	(573,618) (458,989)	(511,747) (539,126)
- -	(1,032,607)	(1,050,873)
	Consol	idated
	31 December 2015 \$ AUD	30 June 2015 \$ AUD
Reportable segment assets Assets are disclosed based on the reportable segment:	\$ AUD	Ţ AOD
Asset from research, development and commercialisation Assets from other activities:	6,599,755	7,135,623
Cash and cash equivalents	3,724,719	1,956,992
	492,104 3,126	22,103 -
Other assets Property, plant and equipment	10,819,704	9,114,718
	10,013,704	3,114,718
	Consoli	
	Consoli 31 December 2015	idated 30 June 2015
Property, plant and equipment	Consol	idated 30 June 2015
Property, plant and equipment	Consoli 31 December 2015	idated 30 June 2015 \$ AUD
	Consoli 31 December 2015 \$ AUD	



#### 4. Intangible Assets

	Consolidated		
		31 December 2015	30 June 2015
	Note	\$ AUD	\$ AUD
In-process research and development (acquired)			
Biolife		6,599,755	6,599,755
Closing cost		6,599,755	6,599,755

#### 5. Other Financial Liabilities

		Consolidated		
		31 December 2015	30 June 2015	
	Note	\$ AUD	\$ AUD	
Current				
Amount owing - HER - Vaxx	(i)	-	66,650	
Non-Current				
Expected future royalties payable - HER-Vaxx	(ii)	985,450	985,450	
		985,450	985,450	
		985,450	1,052,100	

- (i) Represents the amounts owing to Biolife Science Forschungs-und Entwicklungsges m.b.HH (BSFE) for the 'HER-Vaxx' intellectual property. These amounts consist of the cash components of the respective intellectual property agreements.
- (ii) Represents fair value estimate of royalties payable to BSFE on commercial income arising from Her-Vaxx. The amount has been estimated based the implied value of the intangible as referenced by the recent purchase.



#### 6. Contributed Equity

Movements in equity during the half year ended 31 December 2015 and prior year are as follows:

		31 December 2015			30 June 2015
	Note	No.	\$ AUD	No.	\$ AUD
Ordinary shares	(a)	1,732,134,739	30,407,225	1,329,912,516	27,651,859
Options	(b)	371,177,356	-	57,000,000	30,365
Total at reporting date			30,407,225		27,682,224

#### (a) Ordinary Shares

		6 months to 31 December			12 months to 30 June
			2015		2015
	Note	No.	\$ AUD	No.	\$ AUD
At the beginning of the period		1,329,912,516	27,651,859	946,562,516	24,236,812
Share issued during the period	(i)	402,222,223	2,755,366	383,350,000	3,415,047
Total at reporting date	•	1,732,134,739	30,407,225	1,329,912,516	27,651,859

#### (i) Details of shares issued during the period

			Issue	
2015	Details	Number	price \$ AUD	\$ AUD
26/10/2015	Private placement to sophisticated investors	400,000,000	0.0075	3,000,000
26/10/2015	Shares issued to COO 1	2,222,223	0.0090	20,000
	Less capital raising costs			(264,634)
		402,222,223		2,755,366

<sup>&</sup>lt;sup>1</sup> Shares were issued to the COO as part of an employment service agreement. The share issue was approved by shareholders at 2015 AGM. Given the structure of the incentive, the number of shares was calculated at the closing price of the Company shares on the day prior to issue, up to \$20,000.

#### Rights of each type of shares:

Ordinary shares entitle the holder to participate in dividends and the proceeds on winding up of the Company in proportion to the number of shares held. On a show of hands every holder of ordinary shares present at a meeting or by proxy, is entitled to one vote. Upon a poll every holder is entitled to one vote per share held.



#### (b) Options

	Note	No.	31 December 2015 \$ AUD	No.	30 June 2015 \$ AUD
At the beginning of the period	11010	57,000,000	30,365	50,000,000	5,000
Reclassification of share based options to share based payments		(57,000,000)	(30,365)	-	-
Options issued during the period	(i)	371,177,356	-	7,000,000	25,365
Total at reporting date		371,177,356	-	57,000,000	30,365

No options were exercised during the half year.

#### (i) Details of options issued during the period

2015	Details	Number	Value at Grant date \$AUD	\$ AUD
9/11/2015	Listed shareholder options exercisable at \$0.015, expire 31 March 2017 <sup>1</sup>	171 177 256		
	Listed options exercisable at \$0.015, expire 31	171,177,356		-
9/11/2015	March 2017 <sup>1</sup>	200,000,000		-
		371,177,356		-

<sup>&</sup>lt;sup>1</sup> The general terms and conditions of the options were:

- No dividends or voting rights attached
- Exercise price set at a premium to share price at date of entitlement
- Vested at Issue
- All shares allotted upon exercise of Options will upon allotment rank pari passu in all respects with other shares.



#### 7. Share-based payment reserve

	Consolidated		
		31 December 2015	30 June 2015
	Note	\$ AUD	\$ AUD
Share-based payment reserve			
Opening balance		966,141	966,003
Share based payment expense	(a)	38,512	199,253
Shares issued		-	(199,115)
Reclassification of share based payment options from Contributed equity		30,365	-
Expiration of options	(b)	-	-
Closing balance	_	1,035,018	966,141

		Consolidated	
		31 December 2015	
	Note	\$ AUD	
Movement in share options			
Opening balance		-	
Reclassification of share based options from Contributed equity		57,000,000	
Additions	(a)	52,000,000	
Expired	(b)	(50,000,000)	
Closing balance		59,000,000	

#### (a) Options granted during the period

Date Granted	Number	Details	Vesting
26 October 2015	9,000,000	Issued to key	Options exercisable at \$0.0125 on or before 14
		management personnel	September 2020 vesting on 30 June 2016
26 October 2015	9,000,000	Issued to key	Options exercisable at \$0.015 on or before 14
	-,,	management personnel	September 2020 vesting on 14 September 2017
26 October 2015	9,000,000	Issued to key	Options exercisable at \$0.0175 on or before 14
20 000000 2013	3,000,000	management personnel	September 2020 vesting on 14 September 2018
26 October 2015	10,000,000	Issued to directors	Options exercisable at \$0.015 on or before 26
20 0000001 2013	10,000,000	issued to directors	October 2016 with a share price hurdle of \$0.015
26 October 2015	10,000,000	Issued to directors	Options exercisable at \$0.015 on or before 26
20 October 2013	10,000,000	issued to directors	October 2016 with a transaction hurdle
26 October 2015	2,500,000	Issued to directors	Options exercisable at \$0.0125 on or before 31
20 October 2013	2,300,000	issued to directors	March 2017 with a patient recruitment hurdle
26 October 2015	2 500 000	Issued to directors	Options exercisable at \$0.0175 on or before 31
26 October 2015	2,500,000		March 2017 with a patient recruitment hurdle
Total	52,000,000		

#### (b) Expiration of options

Options issued to the corporate advisor expired during the period.



#### 8. Related Party Disclosure

The Group has no related party disclosures at reporting date.

#### 9. Events Subsequent to Reporting Date

On the 5<sup>th</sup> January 2016, the Company announced the appointment of Dr Anton Uvarov as a Non-Executive Director.

On the 20<sup>th</sup> January 2016, the Company announced an extended partnership with The Medical University of Vienna to develop a Mimotope Immuno-Oncology Platform.

There have been no other significant events that have occurred since reporting date that has not been disclosed elsewhere in this report.

#### 10. Contingencies

The Group has no contingent assets or liabilities at reporting date (2015: none).



#### **Directors' Declaration**

The Directors of the Company declare that:

- a. The financial statements and the accompanying notes set out on pages 6 to 18**Error! Bookmark not defined.**, are in accordance with the Corporations Act 2001, including:
  - i. complying with Accounting Standards and the *Corporations Regulations 2001* and other mandatory professional reporting requirements; and
  - ii. giving a true and fair view of the Consolidated Entity's financial position as at 31 December 2015 and of its performance for the half year ended on that date.
- b. In the Directors' 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.
- c. the financial statements and accompanying notes are prepared in compliance with Accounting Standard AASB 134 'Interim Financial Reporting'.

This declaration is made in accordance with a resolution of the Board of Directors.

**Mr Paul Hopper** 

**Executive Chairman** 

29<sup>th</sup> February 2016

Melbourne, Australia



The Rialto, Level 30 525 Collins St Melbourne Victoria 3000

Correspondence to: GPO Box 4736 Melbourne Victoria 3001

T +61 3 8320 2222 F +61 3 8320 2200 E info.vic@au.gt.com W www.grantthornton.com.au

#### Independent Auditor's Review Report To the Members of Imagene Limited

We have reviewed the accompanying half-year financial report of Imugene Limited ("Company"), which comprises the consolidated financial statements being the statement of financial position as at 31 December 2015, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the half-year ended on that date, notes comprising a statement or description of accounting policies, other explanatory information and the directors' declaration of the consolidated entity, comprising both the Company and the entities it controlled at the half-year's end or from time to time during the half-year.

#### Directors' responsibility for the half-year financial report

The directors of Imugene 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 controls 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.

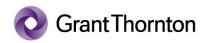
#### Auditor's responsibility

Our responsibility is to express a conclusion on the consolidated half-year financial report based on our review. We conducted our review in accordance with the 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 Imugene Limited consolidated entity's financial position as at 31 December 2015 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 Imugene Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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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 complied with the independence requirements of the Corporations Act 2001.

#### Conclusion

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 Imugene 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 2015 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.

#### **Emphasis of Matter**

Without qualification to the conclusion expressed above, we draw attention to Note 1 in the financial report which indicates that consolidated entity incurred a net loss of \$1,032,607 for the half-year ended 31 December 2015 and, as of that date, the consolidated entity and cash outflows from operating and investing activities equates to \$997,972. These conditions, along with other matter as set forth in Note 1, indicate the existence of a material uncertainty which may cast doubt about the company's ability to continue as a going concern and therefore, the consolidated entity may be unable to realise its assets and discharge its liabilities in the normal course of business, and at the amounts stated in the financial report.

GRANT THORNTON AUDIT PTY LTD

I want Thompson

Chartered Accountants

M. A. Cunningham

Partner - Audit & Assurance

Melbourne, 29 February 2016