

Appendix 4D

Half Year Report to the Australian Stock Exchange

Name of Entity	BioTech Capital Limited
ABN	45 091 979 172
Half Year Ended	31 December 2015
Previous Corresponding Reporting Period	31 December 2014

Results for Announcement to the Market

	31/12/2015 \$'000	31/12/2014 \$'000	Percentage increase /(decrease) over previous corresponding period
Revenue from ordinary activities	61	7	766.45%
Profit / (loss) from ordinary activities after tax attributable to members	(80)	(119)	33.3%
Net profit / (loss) for the period attributable to members	(80)	(119)	33.3%

Dividends (distributions)	Amount per security	Franked amount per security
Dividend 31/12/15	Nil	Nil
Interim Dividend	Nil	Nil
Record date for determining entitlements to the dividends (if any)	N/A	
Brief explanation of any of the figures reported above necessary to enable the figures to be understood:		
<p>The company made a loss (before tax) during the half year of \$79,607 (2014: \$119,355). The reduced loss was mainly due to \$54,908 interest on unclaimed dividends.</p>		

Dividends

Date the dividend is payable	N/A
Record date to determine entitlement to the dividend	N/A
Amount per security	N/A
Total dividend	N/A
Amount per security of foreign sourced dividend or distribution	N/A
Details of any dividend reinvestment plans in operation	N/A
The last date for receipt of an election notice for participation in any dividend reinvestment plans	N/A

NTA Backing

	Current Period	Previous corresponding period
Net tangible asset backing per ordinary security	1.96 cents	1.67 cents

Control Gained Over Entities Having Material Effect

Name of entity (or group of entities)	None
Date control gained	N/A
Consolidated profit / (loss) from ordinary activities since the date in the current period on which control was acquired	N/A
Profit / (loss) from ordinary activities of the controlled entity (or group of entities) for the whole of the previous corresponding period	N/A

Loss of Control Gained Over Entities Having Material Effect

Name of entity (or group of entities)	None
Date control lost	N/A
Consolidated profit / (loss) from ordinary activities for the current period to the date of loss of control	N/A
Profit / (loss) from ordinary activities of the controlled entity (or group of entities) while controlled for the whole of the previous corresponding period	N/A

Details of Associates and Joint Venture Entities

Name of Entity	Percentage Held		Share of Net Profit	
	Current Period	Previous Period	Current Period	Previous Period
None	N/A	N/A	N/A	N/A
Aggregate Share of Net Profits	N/A	N/A	N/A	N/A

Foreign Entities Accounting Framework

For foreign entities provide details of which accounting standards have been adopted (e.g. International Accounting Standards)

N/A

Audit/Review Status

This report is based on accounts to which one of the following applies:
(Tick one)

The accounts have been audited	<input type="checkbox"/>	The accounts have been subject to review	<input checked="" type="checkbox"/>
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If the accounts are subject to audit dispute or qualification, a description of the dispute or qualification:

The auditors have issued a qualified review conclusion on the half-year financial report in relation to the unlisted investment held at directors' valuation. The auditors have been unable to satisfy themselves as to the fair value of the unlisted available for sale financial assets.

Attachments Forming Part of Appendix 4D

Attachment #	Details
1	Interim Financial Report
Signed by Company Secretary	
	
Print Name	Stuart Jones
Date	23 February 2016

BIOTECH CAPITAL LIMITED

ABN 45 091 979 172

HALF-YEAR FINANCIAL REPORT

FOR THE HALF YEAR ENDED

31 DECEMBER 2015

CONTENTS

CORPORATE DIRECTORY	3
DIRECTORS' REPORT	4
AUDITOR'S INDEPENDENCE DECLARATION	5
CONDENSED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME	6
CONDENSED STATEMENT OF FINANCIAL POSITION	7
CONDENSED STATEMENT OF CASH FLOWS	8
CONDENSED STATEMENT OF CHANGES IN EQUITY	9
NOTES TO THE FINANCIAL STATEMENTS	10
DIRECTORS' DECLARATION	14
INDEPENDENT AUDITOR'S REVIEW REPORT	15

BIOTECH CAPITAL LIMITED ABN 45 091 979 172

CORPORATE DIRECTORY

Principal and registered office in Australia	Biotech Capital Limited Suite 201 / 697 Burke Road Camberwell VIC 3124 T +61 3 9092 0470
Directors	Richard Treagus Peter Jones Bruce Hancox Jonathan Pilcher
Company Secretary	Stuart Jones
Bankers	Westpac Banking Corporation
Share Register	Advanced Share Registry 110 Stirling Highway NEDLANDS WA 6009 PO Box 1156 NEDLANDS WA 6909 T (08) 9389 8033 F (08) 9389 7871
Auditor	Deloitte Touche Tohmatsu 550 Bourke Street MELBOURNE VIC 3000
Internet Address	www.biotechcapital.com.au

BIOTECH CAPITAL LIMITED ABN 45 091 979 172

HALF-YEAR FINANCIAL REPORT

DIRECTORS' REPORT

Your directors submit the financial report of the company for the half-year ended 31 December 2015.

Directors

Richard Treagus
Peter Jones
Bruce Hancox
Jonathan Pilcher

Review of Operations

The following is a review of operations for the six-month period to 31 December 2015:

The company made a loss (before tax) during the half year of \$79,607 (2014: \$119,355). The reduced loss was mainly due to \$54,908 interest on unclaimed dividends.

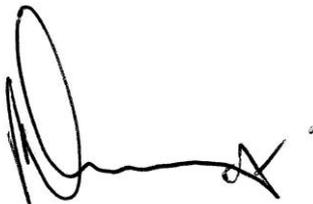
Additional share capital of approximately \$1 million was raised during the period through a private placement. Cash balances at 31 December 2015 were approximately \$1.5 million.

The company maintained its investment in Sensear Pty Ltd and actively sought opportunities for new investments in biotechnology/ life science companies.

Auditor's Declaration of Independence

A copy of the auditor's declaration under section 307C in relation to the half year is attached.

This report is signed in accordance with a resolution of the Board of Directors made pursuant to s.306(3) of the Corporations Act 2001.



Richard Treagus
Director

Dated this 23rd day of February 2016

23 February 2016

The Board of Directors
BioTech Capital Limited
Suite 201/ 697 Burke Road
Camberwell VIC 3124

Dear Board Members

BioTech Capital Limited

In accordance with section 307C of the *Corporations Act 2001*, I am pleased to provide the following declaration of independence to the directors of BioTech Capital Limited.

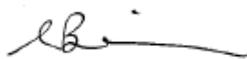
As lead audit partner for the review of the half-year financial statements of BioTech Capital Limited for the period ended 31 December 2015, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- (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.

Yours sincerely



DELOITTE TOUCHE TOHMATSU



Chris Biermann
Partner
Chartered Accountants

BIOTECH CAPITAL LIMITED ABN 45 091 979 172

**CONDENSED
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE
INCOME
FOR THE HALF YEAR ENDED 31 DECEMBER 2015**

	31 December 2015	31 December 2014
	\$	\$
Revenue from continuing operations (Note 2)	60,946	7,034
Expenses from continuing operations		
Director fees	(44,277)	(43,011)
Company Secretarial fees	(15,400)	(11,020)
Listing fees	(25,288)	(14,664)
Other expenses	(55,588)	(57,694)
Total expenses from continuing operations	<u>(140,553)</u>	<u>(126,389)</u>
Loss from continuing operations before income tax expense	(79,607)	(119,355)
Income tax benefit (expense) relating to continuing operations	-	-
Net Loss for the period from continuing operations after income tax	(79,607)	(119,355)
Other comprehensive income	-	-
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD	(79,607)	(119,355)
Basic loss per share (cents per share)	(0.08)	(0.14)
Diluted loss per share (cents per share)	(0.08)	(0.14)

The accompanying notes form part of this financial report.

BIOTECH CAPITAL LIMITED ABN 45 091 979 172

**CONDENSED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2015**

	31 December 2015	30 June 2015
	\$	\$
CURRENT ASSETS		
Cash and cash equivalents	1,492,824	351,896
Trade and other receivables	6,812	2,767
TOTAL CURRENT ASSETS	<u>1,499,636</u>	<u>354,663</u>
NON CURRENT ASSETS		
Financial assets (Note 3)	700,000	700,000
TOTAL NON CURRENT ASSETS	<u>700,000</u>	<u>700,000</u>
TOTAL ASSETS	<u>2,199,636</u>	<u>1,054,663</u>
CURRENT LIABILITIES		
Trade and other payables	19,068	18,648
Provision for unclaimed dividends	200,302	-
TOTAL CURRENT LIABILITIES	<u>219,370</u>	<u>18,648</u>
TOTAL LIABILITIES	<u>219,370</u>	<u>18,648</u>
NET ASSETS	<u>1,980,266</u>	<u>1,036,015</u>
EQUITY		
Issued Capital (Note 4)	40,639,818	39,615,960
Accumulated Losses	(38,659,552)	(38,579,945)
TOTAL EQUITY	<u>1,980,266</u>	<u>1,036,015</u>

The accompanying notes form part of this financial report

BIOTECH CAPITAL LIMITED ABN 45 091 979 172

**CONDENSED STATEMENT OF CASH FLOWS
FOR THE HALF YEAR ENDED 31 DECEMBER 2015**

	31 December 2015	31 December 2014
	\$	\$
CASH FLOWS FROM OPERATING ACTIVITIES		
Interest received	60,946	7,034
Payments to suppliers and employees	(144,178)	(138,225)
Net cash (used in) operating activities	(83,232)	(131,191)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from share placement	1,028,846	279,578
Share placement costs	(4,988)	(2,435)
Unclaimed monies from prior dividends paid	200,302	-
Net cash provided by financing activities	1,224,160	277,143
Net increase in cash and cash equivalents held	1,140,928	145,952
Cash and cash equivalents at 1 July 2015	351,896	284,282
Cash and cash equivalents at 31 December 2015	1,492,824	430,234

The accompanying notes form part of this financial report

BIOTECH CAPITAL LIMITED ABN 45 091 979 172

**CONDENSED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF YEAR ENDED 31 DECEMBER 2015**

	Issued Capital	Retained Earnings (Accumulated Losses)	Other Reserves	Total
	\$	\$	\$	\$
At 1 July 2014	39,338,817	(38,072,927)	-	1,265,890
Loss for the period	-	(119,355)	-	(119,355)
Other comprehensive income	-	-	-	-
Total comprehensive loss for the period	-	(119,355)	-	(119,355)
Share placement net of capital raising costs	277,143	-	-	277,143
At 31 December 2014	39,615,960	(38,192,282)	-	1,423,678
At 1 July 2015	39,615,960	(38,579,945)	-	1,036,015
Loss for the period	-	(79,607)	-	(79,607)
Other comprehensive income	-	-	-	-
Total comprehensive loss for the period	-	(79,607)	-	(79,607)
Share placement net of capital raising costs	1,023,858	-	-	1,023,858
At 31 December 2015	40,639,818	(38,659,552)	-	1,980,266

The accompanying notes form part of this financial report

BIOTECH CAPITAL LIMITED ABN 45 091 979 172

**NOTES TO THE CONDENSED FINANCIAL STATEMENTS FOR THE HALF YEAR
ENDED 31 DECEMBER 2015**

Note 1: Significant Accounting Policies

Basis of Preparation

The financial report of Biotech Capital Limited for the half-year ended 31 December 2015 was authorised for issue in accordance with a resolution of the directors on 23 February 2016. Biotech Capital Limited is a company incorporated in Australia and limited by shares which are publicly traded on the Australian Securities Exchange.

The half-year financial report does not include all notes of the type normally included within the full financial 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 entity as the full financial report.

The half-year financial report is a general purpose financial report prepared in accordance with the requirements of the *Corporations Act 2001* and Accounting Standards AASB 134: Interim Financial Reporting. Compliance with AASB 134 ensures compliance with International Financial Reporting Standards IAS 34 Interim Financial Reporting.

It is recommended that this financial report be read in conjunction with the annual financial report for the year ended 30 June 2015 and any publications made by Biotech Capital Limited during the half-year in accordance with continuous disclosure requirements arising under the *Corporations Act 2001*.

The accounting policies have been consistently applied and are consistent with those applied in the 30 June 2015 annual report, except for the adoption of amending standards mandatory for annual periods beginning on or after 1 July 2015, as noted below.

The half-year financial report has been prepared on a historical cost basis, except for financial assets that have been measured at fair value.

For the purpose of preparing the half-year financial report, the half-year has been treated as a discrete reporting period.

New or Revised Standards and Interpretations that are effective in the current reporting period

In the half-year ended 31 December 2015, the Company has reviewed all of the new and revised standards and interpretations issued by the AASB that are relevant to its operations and effective for annual reporting periods beginning on or after 1 July 2015. The company has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board that are relevant to their operations and are effective for the current financial reporting period. It has been determined by the Company that there is no impact, material or otherwise, of the new and revised standards and interpretations on its business and, therefore no change is necessary to the Company's accounting policies.

BIOTECH CAPITAL LIMITED ABN 45 091 979 172

**NOTES TO THE CONDENSED FINANCIAL STATEMENTS FOR THE HALF YEAR
ENDED 31 DECEMBER 2015**

Adoption of new and revised Accounting Standards

Amendments to AASBs and the new Interpretation that are mandatorily effective for the current reporting period

The Company has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (the AASB) that are relevant to their operations and effective for the current year.

New and revised Standards and amendments thereof and Interpretations effective for the current year that are relevant to the Company include:

- AASB 2014 -1 (Part A) Amendments to Australian Accounting Standards – Annual Improvements 2010 – 2012 and 2011-2013 Cycles
- AASB 2014-1 (Part C) Amendments to Australian Accounting Standards - Materiality

The adoption of these new standards and interpretations does not affect the amounts reported in the financial report for the year ended 31 December 2015.

Standards and Interpretations in issue not yet adopted

At the date of authorisation of the financial statements, the Standards and Interpretations listed below were in issue but not yet effective.

Standard/Interpretation	Effective for annual reporting periods beginning on or after	Expected to be initially applied in the financial year ending
AASB 9 'Financial Instruments', and the relevant amending standards	1 January 2018	31 December 2018
AASB 2014-4 Amendments to Australian Accounting Standards – Clarification of Acceptable Methods of Depreciation and Amortisation.	1 January 2016	31 December 2016
AASB 2015-1 Amendments to Australian Accounting Standards – Annual Improvement to Australian Accounting Standards 2012-2014 Cycle	1 January 2016	31 December 2016
AASB 2015-2 Amendments to Australian Accounting Standards – Disclosure Initiative – Amendments to AASB 101	1 January 2016	31 December 2016
AASB 2015-2 Amendments to Australian Accounting Standards arising from the withdrawal of AASB 1031 Materiality	1 January 2016	31 December 2016
AASB 15 'Revenue from Contracts with Customers'	1 January 2018	31 December 2018

BIOTECH CAPITAL LIMITED ABN 45 091 979 172

**NOTES TO THE CONDENSED FINANCIAL STATEMENTS FOR THE HALF YEAR
ENDED 31 DECEMBER 2015**

Note 2: Revenue from continuing operations

	31 December 2015	31 December 2014
	\$	\$
Revenue from continuing operations		
Interest on unclaimed dividends	54,908	-
Other Interest income	6,038	7,034
Total revenue from continuing operations	60,946	7,034

Note 3: Financial Assets

	31 December 2015	30 June 2015
	\$	\$
Non- Current		
Available for Sale Financial Assets:		
Investment in Sensear Pty Ltd – at directors' valuation	700,000	700,000
Total Available for sale Financial Assets	700,000	700,000
Movement		
Opening balance	700,000	1,000,000
Impairment loss on unlisted investments	-	(300,000)
Closing balance	700,000	700,000

The investment in Sensear Pty Ltd is under review and evaluation. The Board acknowledges, due to the nature and liquidity of unlisted investments, that realisation of this investment may take longer than 12 months.

Unlisted shares

The fair value of unlisted available for sale investments is determined by director's valuations, which is based on their experience in the industry and the average realisable value in the short term based on their change in investment strategy. The directors have used assumptions, such as impacts on estimated cash flows, project updates and other market data available in determining their valuation of unlisted investments.

Impairment Loss on Unlisted Investments

An allowance for impairment loss is recognised when there is objective evidence that unlisted investments are impaired. Based on the best estimate of information available, the Board has not recorded an impairment loss for the period.

BIOTECH CAPITAL LIMITED ABN 45 091 979 172

**NOTES TO THE CONDENSED FINANCIAL STATEMENTS FOR THE HALF YEAR
ENDED 31 DECEMBER 2015**

Note 4: Issued Capital

	31 December 2015	30 June 2015
	\$	\$
Movement		
Opening balance – 85,737,224 shares	39,615,960	39,615,960
1 September 2015 – placement of 12,860,583 shares at 0.08 per share	1,028,846	-
Less share placement costs	(4,988)	-
Closing balance – 98,597,807 shares	<u>40,639,818</u>	<u>39,615,960</u>

Note 5: Contingent Liabilities

There are no contingent liabilities of the company.

Note 6: Subsequent Events

No matters have arisen between the end of the half-year ended 31 December 2015 and the date of this report, in the opinion of the directors of the company, that will affect significantly the operations of the entity, the results of those operations, or the state of the affairs of the entity, in subsequent financial years.

Note 7: Operating Segments Information

Operating segments have been identified on the basis of internal reports of the company that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segments and to assess their performance. The chief operating decision maker has been identified as the Board of Directors. On a regular basis, the board receives financial information on a company basis similar to the financial statements presented in the financial report, to manage and allocate their resources.

The company has a single operating segment being investment in the biotechnology/life science sectors.

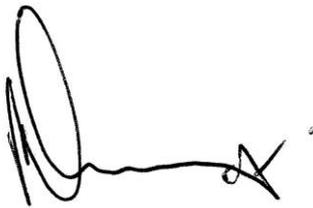
BIOTECH CAPITAL LIMITED ABN 45 091 979 172

DIRECTORS' DECLARATION

In the opinion of the directors:

1. The financial statements and notes of the entity, are in accordance with the Corporations Act 2001 and:
 - a) Comply with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001; and
 - b) give a true and fair view of the company's financial position as at 31 December 2015 and of its performance for the half-year ended on that date.
2. 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 Board of Directors.



Richard Treagus
Director

Dated this 23rd day of February 2016

Independent Auditor's Review Report to the Members of BioTech Capital Limited

We have reviewed the accompanying half-year financial report of BioTech Capital Limited, which comprises the condensed statement of financial position as at 31 December 2015, and the condensed statement of profit or loss and other comprehensive income, the condensed statement of cash flows and the condensed statement of changes in equity for the half-year ended on that date, selected explanatory notes and, the directors' declaration as set out on pages 6 to 14.

Directors' Responsibility for the Half-Year Financial Report

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

Auditor's Responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the company'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 BioTech Capital Limited, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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

Auditor's Independence Declaration

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of BioTech Capital Limited, would be in the same terms if given to the directors as at the time of this auditor's review report.

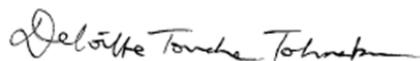
Basis for Qualified Conclusion

As disclosed in Note 3 to the half-year financial report, the company has within current available for sale financial assets, an investment in an unlisted company at directors' valuation of \$700,000 as at 31 December 2015 (30 June 2015: \$700,000) ("the asset"). As set out in Note 3, the directors have valued the asset based on their experience in the industry and the average realisable value in the short term based on the board's intention to liquidate the investment in an orderly manner. Australian Accounting Standard AASB 139 "*Financial Instruments: Recognition and Measurement*" requires financial assets classified as available for sale financial assets to be recognised and measured at their fair values, with subsequent changes in fair values to be recognised in other comprehensive income, except for impairment losses. We have been unable to obtain sufficient appropriate evidence of the fair value of the asset and, accordingly, we have been unable to determine whether the fair values at those dates and changes in fair values and impairment losses have been appropriately recognised and measured.

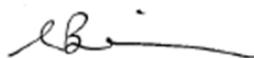
Qualified Conclusion

Based on our review, which is not an audit, except for the possible effects of the matter described in the Basis for Qualified Conclusion paragraph, we have not become aware of any matter that makes us believe that the half-year financial report of BioTech Capital Limited is not in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the company'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 the *Corporations Regulations 2001*.



DELOITTE TOUCHE TOHMATSU



Chris Biermann

Partner

Chartered Accountants

Melbourne, 23 February 2016