PATRYS LIMITED

2012 ANNUAL REPORT

Contents

The Year's Highlights

PAT-SM6:

- Successfully completed a Phase I single-dose clinical trial in patients with melanoma. Analysis of the final trial data confirmed that all dose levels administered were completely safe with no significant adverse reactions observed in any patients. In addition, PAT-SM6 was found to bind to patient tumours and in some cases to cause cell death.

- Showed exciting promise in preclinical multiple myeloma (MM) studies. On the basis of these studies, the Company announced its intention to conduct a Phase I/IIa clinical trial in MM. Planning is currently underway.

- Showed considerable promise in several additional animal models of cancer. Significant data was obtained in xenograft models of metastatic melanoma, ovarian and prostate cancer, amongst others.

- Granted key US patent providing protection through year 2024. The patent covers PAT-SM6 binding to Low Density Lipoprotein (LDL) and components of LDL.

PAT-SC1:

- Published data showing that patients with gastric cancer, who were treated with PAT-SC1 at the time of surgery, had a significant 10 year survival advantage over those patients who did not receive the antibody treatment. PAT-SC1 was the first of the Patrys' IgM antibodies to be used in a clinical trial.

- Engaged Dr. Masafumi Yoshimoto of PharmaBDL LLC to assist with the out-licensing of PAT-SC1. Given that gastric cancer has a significant incidence in Asian populations, the licensing campaign will initially focus on Japan and South Korea.

PAT-LM1 AND OTHER PRECLINICAL CANDIDATES:

- Advanced PAT-LM1 through cell-line development and preclinical development.

- Four additional IgM anti-cancer antibodies have been identified and characterised for further preclinical development work.

FINANCIAL / CORPORATE:

- Significant improvement in the Company's financial position with two successful capital raisings totalling $5.5 million. This provides a cash runway until early 2014. In addition the Share Purchase Plan, which could raise up to a further $800,000, is due to close on 31 August 2012.

- Dr. Marie Roskrow (CEO) and Ms. Suzy Jones (ex Genentech) were both appointed to the Patrys Board of Directors.

IN THE NEXT 12 MONTHS WE EXPECT TO:

- Commence the planned PAT-SM6 Phase I/IIa open label multi-dose clinical trial in multiple myeloma.

- Further prepare PAT-LM1 for clinical trial.

- Support out-licensing activities in respect of PAT-SC1.

- Expand the pipeline through internal R&D.

Who We Are

Patrys is a publicly-listed company on the Australian Securities Exchange (ASX:PAB). The Company's headquarters are in Melbourne, Australia, and our main R&D centre is in Würzburg, Germany, where our technology platform and product pipeline was first developed.

Our principal focus is on the development of a completely new type of therapy for the treatment of cancer – natural human antibodies. These natural human antibodies offer the promise of increased potency coupled with greater safety as compared to existing cancer treatments.

The Company's most mature product, PAT-SC1, has been shown to provide treated gastric cancer patients with a significant 10 year survival benefit, and which is now being prepared for out-licensing.

Patrys has also now advanced a second product successfully into the clinic: in July 2010 Patrys received regulatory approval to evaluate PAT-SM6 in a first-in-human clinical trial for the treatment of melanoma patients. This trial was recently completed in February 2012 with promising results, including a complete absence of adverse events and localisation of PAT-SM6 to tumour cells.

Planning for a second trial for PAT-SM6 is currently underway in the field of multiple myeloma.

In addition to PAT-SC1 and PAT-SM6, Patrys has a deep pipeline of other promising candidates, which Patrys can use to refill its pipeline. These include PAT-LM1 which Patrys is currently moving forward in preclinical development in preparation for clinical trial.

The blend of clinical and preclinical programmes, when coupled with a first-mover position in the natural human antibody space, presents the Company with a diverse number of value drivers going forward.

Our principal focus is on the development of a completely new type of therapy for the treatment of cancer – natural human antibodies.

Chairman's and CEO's Report

The 2012 fiscal year has proven to be an exciting and pivotal year for Patrys. In all areas of our business, progress was made and significant milestones were achieved. Most notably, in February 2012 we announced the successful completion of our first-in-human Phase I clinical trial of PAT-SM6 in patients with melanoma. Data from this clinical trial along with additional preclinical data has allowed us to commence planning a Phase I/IIa trial for PAT-SM6 in patients with multiple myeloma (MM).

In addition to pipeline advancements, the Company also announced two successful capital raisings. The additional $5.5 million raised places the Company in a strong financial position and allows us to confidently move forward with the next phase of PAT-SM6 clinical development as well as having the resources to advance our second product, PAT-LM1 towards clinical trial and, finally, to further develop a suite of our earlier-stage anti-cancer antibodies.

With the pipeline moving steadily forward and towards commercialisation, the Company in December announced the appointment of Ms. Suzy Jones to the Board of Directors. Ms. Jones' long and highly successful career at Genentech brings a wealth of business development experience to our Board. Ms. Jones' appointment complements our CEO Dr. Marie Roskrow's appointment to the role of Managing Director.

CURRENT STATUS OF THE PAT-SM6 CLINICAL PROGRAMME AND NEXT STEPS

To recap, during the financial year Patrys successfully completed a first-in-human Phase I clinical trial for its lead monoclonal antibody, PAT-SM6. The primary aim of this trial was to evaluate the safety and tolerability of PAT-SM6 in the treatment of patients with melanoma. This outcome was met with no significant adverse safety events being recorded. This is a significant milestone as PAT-SM6 is the first recombinantly-produced IgM monoclonal antibody that has been administered intravenously to patients with cancer.

In addition to the primary endpoint being met, the clinical trial also met several secondary endpoints that were designed to provide preliminary evidence of PAT-SM6's anti-tumour activity. Blood samples collected from patients throughout the course of the trial confirmed that none of those treated generated a significant adverse immune response. This is of critical importance when novel drugs are first being evaluated in early clinical trials. Biopsy samples taken from treated patients were evaluated for the presence of PAT-SM6 and we were delighted to announce during the year that in some treated patients, not only were we able to locate the antibody within the tumour but we were also able to show an increased level of cell death (apoptosis) within their tumour. This significant data supports the view that PAT-SM6 is targeting the tumour, binding to the cancer cells and consequently inducing apoptosis.

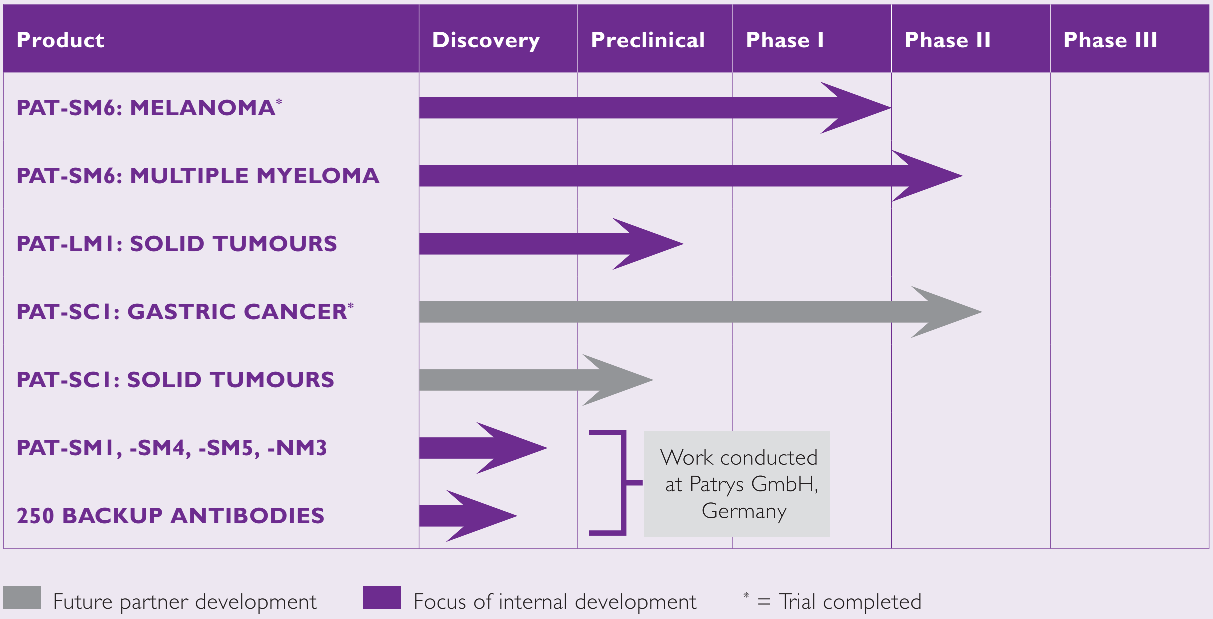
Whilst this melanoma trial was ongoing, Patrys was also evaluating PAT-SM6's potential in additional cancer indications. Through a series of laboratory experiments and animal models, Patrys concluded that the blood cancer, Multiple Myeloma (MM), would be the next clinical indication that the Company would pursue. Despite the fact that there are several small molecule blockbuster drugs already on the market, MM remains largely incurable in the majority of patients. There is significant interest from pharmaceutical and biotechnology companies in this blood cancer with many novel and cutting – edge drugs, both small molecules and monoclonal antibodies, currently in clinical development.

Currently, we are in the process of planning a Phase I/IIa open-label multiple dose clinical trial of PAT-SM6 in patients with relapsed / refractory MM. This trial is expected from commencement to take approximately 12 months to complete enrolment. The primary objective of the study will be to evaluate the safety and tolerability of escalating doses of PAT-SM6 and the secondary objective will be to measure efficacy as determined by a series of well-established laboratory assays. To complement the data that will result from this clinical trial, we are also embarking on a series of additional laboratory experiments with a number of leading academic collaborators, well known for their work in MM.

By generating clinical data in a second cancer indication (melanoma being the first), we are strategically positioning PAT-SM6 for future partnerships with pharmaceutical or biotechnology companies that have expertise in monoclonal antibodies and cancer.

Intellectual property (IP) and the legal protection of our assets has always been a focus for Patrys. Creating a strong IP position for PAT-SM6 is paramount and to that end, we were granted a key US patent providing protection through to year 2024. This patent covers PAT-SM6 binding to Low Density Lipoprotein (LDL) and the components of LDL. This patent complements other patent families already held in our portfolio.

PATRYS PIPELINE



CURRENT STATUS OF THE PAT-LM1 PROGRAMME AND NEXT STEPS

At the beginning of the 2012 fiscal year, Patrys’ focus was on the PAT-SM6 programme and finalising that pivotal clinical trial. With the success of the capital raising in December we were able to continue with the development and scale-up of the cell line that will, ultimately, produce PAT-LM1 antibody for use in its own future clinical trial programme. In parallel, we have completed a series of additional preclinical experiments that have clearly shown PAT-LM1 to be efficacious against a variety of solid tumours. Exactly which clinical indication Patrys will pursue for PAT- LM1 is yet to be determined.

OUT LICENSING OF PAT-SC1

PAT-SC1 was the first of the Patrys IgM anti-cancer antibodies to be tested in a clinical trial. Although this trial was conducted more than a decade ago, exciting and highly significant survival data is still forthcoming. Earlier this year, we published follow-up data showing that patients with gastric cancer, who were treated with PAT-SC1 at the time of surgery, had a significant 10 year survival advantage over those patients who did not receive the antibody treatment. Considering that the prognosis for patients with gastric cancer is very poor, this survival data is most impressive.

Given the recent development programmes for PAT–SM6 and PAT-LM1, Patrys has made the decision to pursue out-licensing of PAT-SC1. To that end the Company has engaged Dr. Masafumi Yoshimoto of PharmaBDL LLC to assist with this project. Given that gastric cancer has a significant incidence in Asian populations, the licensing campaign will initially focus on Japan and South Korea. We anticipate that this project will continue throughout 2012 /13.

FUNDING SUCCESSES

During the 2012 fiscal year the Company announced two successful capital raising programmes for a total of $5.5 million as well as the launch of a Share Purchase Plan to raise up to a further $800,000. These capital management initiatives have not only provided a cash runway through early 2014, but they have also allowed Patrys to add a number of new and sophisticated investors to our valuable register.

We are most appreciative of the ongoing support from all of our investors. Continuing to build value across the Patrys portfolio is our mandate for fiscal year 2013. To that end, our key goals are:

- Execute the planned PAT-SM6 Phase I/IIa open label multi-dose clinical trial in multiple myeloma.
- Further prepare PAT-LM1 for clinical trial.
- Support out-licensing activities in respect of PAT-SC1.
- Expand the pipeline through internal R&D.

We look forward to sharing with you our successes in the coming year.

John Read
Chairman

Dr. M. Roskrow.

Dr. Marie Roskrow
Managing Director and CEO

During the 2012 fiscal year Patrys announced the successful completion of its first-in-human clinical trial and two capital raising programmes for a total of $5.5 million.

Management Team

SENIOR MANAGEMENT

Managing Director and Chief Executive Officer - Marie Roskrow *BSc. (Hons), MBBS (Hons), Ph.D*

Dr. Roskrow is a haematologist and oncologist trained at the University of London. She has held many high level clinical and research positions, most recently as a leader in translational research at the GSF -National Research Centre for Environment and Health in Munich, Germany. She has extensive experience related to the early and later-stage clinical development of novel anti-cancer compounds and has earned many awards and honours for her work. Complementing her clinical research experience, Dr. Roskrow has worked for several years in healthcare investment banking, most recently at Lazard Ltd. She participated in many public and private biotechnology and pharmaceutical merger and acquisition deals, company financings and product in/out-licensing deals. In addition, Dr Roskrow has an extensive network of relationships with executives and board members of international pharmaceutical and biotechnology companies and leading clinical centres.

Chief Financial Officer and Company Secretary - Roger McPherson *CPA, GAICD*

Mr. McPherson has more than 25 years' experience in senior finance roles in various industries. Mr. McPherson has over 14 years' biotechnology and pharmaceutical experience, including four years with Cerylid Biosciences Limited as Chief Financial Officer and Company Secretary, in which capacity he provided strategic direction and information reporting and supported research and development activities. Mr. McPherson spent six years at Amrad Corporation Ltd in various senior finance roles.

Vice President, Research & Development - Frank Hensel *Ph.D*

Dr. Hensel joined Patrys from OncoMab GmbH, which he co-founded, and held the position of Chief Executive Officer since 2002. Dr. Hensel obtained his PhD from, and later worked in, the laboratory of Dr. Vollmers at the University of Würzburg. He was closely involved in the discovery and successful development of Patrys' antibody pipeline and underlying technologies. Dr. Hensel is the Managing Director of wholly owned subsidiary Patrys GmbH, and is responsible for the early stages of development of the Patrys pipeline – target discovery, and antibody production and purification.

Senior Director Business Development - Deanne Greenwood *Ph.D, MBA*

Dr. Greenwood spent the past 10-years in academia conducting immunology research in the areas of vaccine development and autoimmunity, with the last four years at the Centre for Animal Biotechnology, The University of Melbourne. Dr. Greenwood has managed various research and commercial research projects and collaborations and is responsible for business development, grants and external relationship management at Patrys. Dr. Greenwood has a PhD degree in Immunology from Monash University and a Masters of Business Administration (Technology) from La Trobe University.

Financial Report

DIRECTORS' REPORT

The Board of Directors of Patrys Limited ("Patrys" or the "Company") has resolved to submit the following report together with the financial statements of the Company and its wholly owned subsidiaries ("economic entity") for the year ended 30 June 2012.

Directors

The following persons were directors of the Company during the whole of the financial year and up to the date of this report:

Mr. John Read (Non Executive Chairman)
Mr. Michael Stork (Non Executive Director and Deputy Chairman)
Dr. Alan Robertson (Non Executive Director)

Dr. Marie Roskrow and Ms. Suzy Jones were appointed as directors on 19 October 2011 and 15 December 2011 respectively and continue up to the date of this report.

Details of each director's qualifications and special responsibilities, together with meetings attended, are set forth in other parts of this report.

Company Secretary:

Mr. Roger McPherson.

Principal activities

The principal activities of Patrys relate to the commercialisation of the Company's proprietary technologies to develop natural human antibody based therapeutic products for the treatment of cancer.

Review of operations

During the year ended 30 June 2012, Patrys focused on the following key areas of operations:

- Completing the Phase 1 melanoma clinical safety trial for lead product PAT-SM6 and preparing for a second clinical trial for PAT-SM6 in multiple myeloma.
- Preparing its lead products PAT-SC1 for out-licensing and PAT-LM1 for future clinical trials.
- Expanding its pipeline and patent portfolio through internal R&D.
- Broadening the composition of the Board of Directors.
- Improving the financial position of the Company.

PAT-SM6 human clinical trials

During the financial year Patrys completed a first-in-human clinical trial for its lead clinical candidate, anti-cancer drug PAT-SM6. The primary aim of the PAT-SM6 trial, which was to evaluate the safety and tolerability of PAT-SM6 in the treatment of melanoma, was met, with no adverse safety events recorded in any patients. In addition the trial provided initial data supporting the ability of PAT-SM6 to specifically target melanoma tumours.

Multiple secondary endpoints of the trial design were aimed at producing preliminary measurements of PAT-SM6's anti-tumour activity. Analysis of blood samples collected during the trial confirmed that no patient generated a significant adverse immune response to PAT-SM6. In addition, despite the low dose of PAT-SM6 relative to expected therapeutic dose levels, an increased level of cancer cell death (apoptosis) was observed in two of the patients' post-treatment samples, compared to the same patients' pre-treatment specimens.

Patrys also commenced preparing for a second clinical trial with PAT-SM6 in multiple myeloma (MM). The initiation of this trial follows on from preclinical studies that have shown that PAT-SM6 is able to specifically target bone marrow cells sourced from MM patients (with either advanced or multi-resistant disease), confirming the presence of the target on these cells. In addition, following treatment with PAT-SM6, primary MM cells isolated from patients or cancer cell lines displayed significant cell death in all samples tested.

A Phase I/IIa open-label multi-dose escalation trial in relapsed and multi-resistant MM patients is planned and expected to commence in the second half of 2012. This trial is estimated to take approximately 12 months to recruit.. The design of the trial will allow continual rolling data to become available.

The primary objective of the study is to evaluate the safety and tolerability of escalating doses of PAT-SM6 in MM patients. The secondary objective is to measure efficacy as determined by a series of well-established laboratory assays.

DIRECTORS' REPORT

Advancement of PAT-SC1 towards out-licensing and PAT-LM1 towards a human clinical trial

In September 2011 Patrys announced that PAT-SC1 showed a significant survival benefit in a 10 year follow-up of gastric cancer patients who were treated with the compound. PAT-SC1 was the first of the Patrys' IgM antibodies to be used in a clinical trial.

In February 2012, having completed the conversion of PAT-SC1 to a proprietary manufacturing system, Patrys announced the appointment of Dr. Masafumi Yoshimoto of PharmaBDL LLC to assist with the out-licensing of PAT-SC1. Given that gastric cancer has a significant incidence in Asian populations, the licensing campaign will initially focus on Japan and South Korea. It is anticipated that this out-licensing project will continue throughout the 2012/13 financial year.

In addition Patrys has also been preparing PAT-LM1 for a clinical trial.

Expansion of pipeline and patent portfolio through internal R&D

During the year, Patrys continued to monitor its intellectual property portfolio and leverage its internal R&D capabilities to expand on its pipeline. This work is a constant process of expansion and consolidation. In April the Company announced the grant of a new patent in the U.S. for lead product PAT-SM6. Intellectual property protection is monitored and assessed so that it provides value to the Company.

Broadening the composition of board of directors

In October 2011, the Company announced that it had appointed Chief Executive Officer, Dr. Marie Roskrow as Managing Director. The appointment reinforced the ongoing transition of Patrys to a clinical development company and recognised that as an active member of the Board, Dr. Roskrow will be able to participate more fully in planning the direction and future strategy of the Company.

In December 2011, the Company announced that it had appointed Ms. Susan (Suzy) Jones to the Board as a Non Executive Director. Ms. Jones was with Genentech for 20 years where she held a number of senior roles including as Head of Business Development. Her experience in BD executing licensing transactions, her strong networks in the North American venture capital industry and her extensive knowledge of oncology, immunology and autoimmune disease complements the Board's skills set.

Improvement of the financial position of the group

In the past twelve months Patrys has announced two capital raisings from placements to institutional and professional investors which raised a total of $5.5 million. The first was in December 2011/January 2012 for $3.4 million. The second was in June 2012 for a further $2.1 million. This second placement was conducted in two tranches with $1 million received in June and the balance of $1.1 million received in August.

In addition to these placements the Company also launched a Share Purchase Plan (SPP) to raise up to a further $800,000 from existing shareholders. The SPP is scheduled to close on 31 August 2012.

Financial and treasury activities

The financial results of the Group for the year ended 30 June 2012 are summarised as follows:

- The Group produced a loss from ordinary activities before income tax of $5,098,322 (2011: $7,405,935). The net loss after tax was $5,108,891 (2011: $7,421,670). Before interest, tax, depreciation and amortisation and impairment, the net loss for the same period was $3,315,097 (2011: $6,391,757).

- Revenue was generated from interest of $208,016 (2011: $356,610) and a R&D Tax Concession of $858,866 (2011: $703,547).

- Research and development costs of $4,828,163 (2011: $6,299,205) have been expensed in the year in which they have been incurred. The decrease in research and development costs over the previous year is primarily due to the timing of expenditure. In the past twelve months the Company has continued its focus on the advancement of PAT-SM6 in the clinic and PAT-LM1 and PAT-SC1 towards the clinic. Management and administration costs contributed a further $1,341,892 (2011: $1,951,885) to expenses from continuing operations. A majority of these management and administration costs were associated with the oversight of commercialisation, research and development activities of the Group.

- Patrys has converted funds at favourable exchange rates into US dollars and Euro to minimise the impact that any fluctuations in the exchange rate may have on internal and third party contract operations in Germany and the U.S.

- Basic and diluted net loss per share decreased to 1.69¢ (2011: 3.39¢) predominantly due to the increase in the number of shares on issue.

The Group's spending over the past year has continued to be associated with building Group value through the advancement and expansion of the product pipeline and technologies. Equally important, even with a broad array of value adding activities, as a result of a well measured financial approach and the closing of the placements in January 2012 and June 2012, as of 30 June 2012 the Group's cash and term deposits remain strong at $6,189,110 (2011: $6,203,135).

Financial summary

Operating results

The net consolidated loss for the year was $5,108,891 (2011: $7,421,670).

DIRECTORS' REPORT

Income

Consolidated revenue including other income during the period was $1,071,733 (2011: $1,067,756).

Expenditure

Total consolidated operating expenses for the period were $6,170,055 (2011: $8,473,691) being:

	2012 $	2011 $
Research & Development	3,942,039	4,569,328
Management & Administration	553,367	916,180
Employee Benefits	1,674,649	2,765,582
Finance Costs	-	222,601
Total	**6,170,055**	**8,473,691**

Statement of cash flows

Net cash consolidated outflow from operations was $3,764,504 (2011: $5,113,507).

During the year under review the Company has raised capital in the amount of $4,406,000 (2011: $5,780,500) before share issue expenses.

Statement of financial position

At 30 June 2012 the consolidated entity's cash position was $6,189,110 (2011: $6,203,135).

The Company's policy is to hold its cash and cash equivalent deposits in "A" rated or better deposits.

The Company's strategy is to outsource product development expenses including manufacturing, regulatory and clinical trial expenses, to specialist, best of breed partner organisations. As a consequence the Company has not incurred any major capital expenditure for the period and does not intend to incur substantial commitments for capital expenditure in the immediate future.

Dividends

No dividends were paid or declared during the course of the financial year and no dividends are recommended in respect to the financial year ended 30 June 2012.

Earnings per share

Earnings Per Share	*2012 Cents*	*2011 Cents*
Basic earnings per share from continuing operations	(1.69)	(3.39)
Basic diluted earnings per shares from continuing operations	(1.69)	(3.39)

Changes in state of affairs

Other than detailed below there were no significant changes to the state of affairs of Patrys Limited and its controlled entities during the year:

Capital Raisings

In the past twelve months Patrys has announced two capital raisings from placements to institutional and professional investors which raised a total of $5.5 million. The first was in December 2011/January 2012 for $3.4 million. The second was in June 2012 for a further $2.1 million. This second placement was conducted in two tranches with $1 million received in June and the balance of $1.1 million received in August.

In addition to these placements the Company also launched a Share Purchase Plan (SPP) to raise up to a further $800,000 from existing shareholders. The SPP is scheduled to close on 31 August 2012.

Subsequent events

On 13 July 2012 the 24,446,030 Seed Investor Options which were issued at the time of the IPO of the Company expired in accordance with their terms of issue.

DIRECTORS' REPORT

At the EGM held on 15 August 2012 Shareholders approved the issue of the second tranche of shares (55,000,000) for the capital raising announced on 22 June 2012 and the issue of 50,000,000 options. The Company received $1,105,000 in respect of the issue of these securities. The securities were issued on 21 August 2012.

On 21 August 2012, following approval of the Directors a total of 765,000 ordinary shares and 230,000 unlisted options were issued under the Loan Share Plan and the Executive Share Option Plan respectively. These issues were made to confirm entitlements arising under existing employment agreements.

No other matter or circumstance has arisen since 30 June 2012 that has significantly affected or may significantly affect: -

- Patrys Limited's operations in future financial years, or
- the results of those operations in future financial years, or
- Patrys Limited's state of affairs in future years.

Additional future developments and results

Disclosure of information, in addition to that provided in this report, regarding likely developments in the operations of the consolidated entity in future financial years and the expected results of those operations is likely to result in unreasonable prejudice to the consolidated entity. Accordingly, this information has not been disclosed in this report.

Meetings of directors

The number of meetings of the Company's Directors (including committee meetings of Directors) held during the year ended 30 June 2012 and the numbers of meetings attended by each Director were:

Director	*Board of Directors*		*Nomination & Remuneration Committee*		*Audit and Risk Committee*	
	Held and Eligible to Attend	*Attended*	*Held and Eligible to Attend*	*Attended*	*Held and Eligible to Attend*	*Attended*
John Read	12	12	3	3	5	5
Marie Roskrow [1,2]	8	8	-	2	-	3
Michael Stork	12	11	3	3	5	5
Alan Robertson	12	11	3	3	5	5
Suzy Jones [1,3]	5	5	-	2	-	3

1. While Marie Roskrow and Suzy Jones were not members of the Nomination & Remuneration Committee or the Audit & Risk Committee they were invited to attend these meetings.
2. Marie Roskrow was appointed as a Director on 19 October 2011.
3. Suzy Jones was appointed as a Director on 15 December 2011

Insurance and indemnification

During the financial year, the Company paid a premium in respect of a contract insuring the Directors and Company Secretary (as named above), and all executive officers of the Company against a liability incurred as such a Director, Company Secretary or executive officer to the extent permitted by the *Corporations Act 2001*. Further disclosure required under section 300(9) of the *Corporations Act 2001* is prohibited under the terms of the insurance contract.

Other than to the extent permitted by law, the Company has not otherwise, during or since the end of the financial year, indemnified or agreed to indemnify an officer or auditor of the Company or any other related body corporate against a liability incurred as such an officer or auditor.

Environmental regulations

The Group's operations are not significantly impacted by any environmental regulations under a law of the Commonwealth or of a State or Territory of Australia.

Proceedings on behalf of the Company

No person has applied to the Court under Section 237 of the *Corporations Act 2001* for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party, for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

No proceedings have been brought or intervened in on behalf of the Company with leave of the Court under Section 237 of the *Corporations Act 2001*.

Information on directors and key management personnel in office during or since the end of the financial year and to the date of this report

Name and Position	Qualifications and Experience	Particulars of interests in shares and options of Patrys Limited		
		Shares	LSP* Shares	Options
Non Executive Chairman John Read BSc (Hons), MBA, FAICD	Mr. Read is an experienced Chairman and Director in public, private and government organisations. Through his extensive career in venture capital, private equity and commercialisation he has gained a depth of experience in the formation and growth of emerging companies with an emphasis on commercial entities that provide broad societal benefits. He is currently the Chairman of The Environmental Group Limited (ASX: EGL) and a Director of CVC Limited (ASX: CVC), CVC Private Equity Limited and CVC Sustainable Investments Limited and was the Chairman of Pro-Pac Packaging Limited (ASX: PPG) from 2005 to 2010. Director of Patrys Limited since 29 May 2007. Other Directorships of listed companies over the past three years: Pro-Pac Packaging Ltd (from 2005 to 2010); The Environmental Group Ltd (since 2001); and CVC Ltd (since 1989).	2,158,337	150,052	900,000
Managing Director and Chief Executive Officer Marie Roskrow BSc. (Hons), MBBS (Hons), Ph.D	Dr. Roskrow, a University of London-trained haematologist/oncologist, has held many high level clinical and research positions, most recently as a leader in translational research at the GSF in Munich, Germany. She has extensive experience related to the early and later-stage clinical development of novel anti-cancer compounds and has earned many awards and honours for her work. To complement her clinical research experience, Dr. Roskrow worked for several years in healthcare investment banking, most recently at Lazard Ltd. She participated in many public and private biotechnology and pharmaceutical merger and acquisition deals, as well as company financings and product in/out-licensing deals. In addition, Dr. Roskrow has an extensive network of relationships with executives and board members of both pharmaceutical and biotechnology companies as well as with leading clinical centres worldwide. Director of Patrys Limited since 19 October 2011. Other Directorships of listed companies over the past three years: None.	1,666,667	475,000	Nil
Non Executive Director Michael Stork, BBA	Mr. Stork is the Managing Director of Stork Holdings 2010 Ltd, an original investor in Acceptys, Inc. and Patrys. Mr. Stork was until 2004 Chairman of the Board for Dspfactory Ltd, a leading edge developer of digital signal processing (DSP) technology for various applications including hearing aids, headsets and personal digital audio players. Mr. Stork has also played key roles in the management team and the Board of Directors for Unitron Industries Ltd, a hearing aid manufacturing Company that was voted one of the 50 Best Managed Private Companies in Canada for 2000. Unitron was sold to Phonak Holdings AG, a publicly traded Swiss Company, in 2002. Director of Patrys Limited since 19 February 2007. Other Directorships of listed companies over the past three years: None. *[#]These shares are held by Stork Holdings 2010 Ltd. (85,731,764) The shares of Stork Holdings 2010 Ltd. are held by a related trust which Michael Stork in his own right does not control.*	85,731,764[#]	Nil	300,000

Non Executive Director Alan Robertson BSc, Ph.D	Dr. Robertson has more than 20 years' experience in drug discovery and product development with leading pharmaceutical companies. In his current role as Chief Executive Officer and Managing Director of Pharmaxis Ltd (ASX: PXS), a position he has held since its founding in 1999, Dr. Robertson has been responsible for leading Pharmaxis Ltd through successful clinical trials, product development, regulatory approval and marketing of its products. Previously, Dr. Robertson spent eight years with Wellcome plc in London and with Australian companies Faulding Ltd and Amrad Ltd. The co-inventor of 18 patents and author of more than 35 scientific papers, Dr. Robertson has a Ph.D in synthetic organic chemistry from the University of Glasgow and has extensive practical understanding of both the clinical and management aspects of the pharmaceutical industry. He has been actively involved in the discovery, development and marketing of various compounds, including new treatments for migraine and cardiovascular disease. Dr. Robertson is also the inventor of the migraine therapeutic Zomig, which is marketed worldwide by AstraZeneca. Director of Patrys Limited since 29 May 2007. Other Directorships of listed companies over the past three years: Pharmaxis Ltd (since 2000).	Nil	75,026	450,000
Non Executive Director Suzy Jones	Ms. Jones is Founder and Managing Partner of DNA Ink LLC, a life sciences business development and licensing firm in San Francisco, California. Prior to starting her own firm, Ms. Jones spent 20 years at Genentech. Most recently, she was the Head of Business Development responsible for identifying external opportunities that supported the company's business objectives, and overseeing the negotiation of collaboration agreements to support strategic alliances. Ms. Jones joined Genentech in 1990 as a research associate where she conducted basic immunology research, contributing to the development of two drug candidates. After leaving pure research, Ms. Jones worked in the Product Development group where she managed several products at various stages of their life-cycles, including two very successful cancer products, Rituxan and Avastin. In 2001, Ms. Jones joined the Business Development group where she spent nine years overseeing Genentech's licensing efforts in immunology, infectious diseases, neurobiology, ophthalmology, metabolism, cardiovascular diseases as well as technology licensing. During her tenure, the Genentech Business Development group was recognised in an IBM survey as the number one deal-making and sourcing group in industry. Ms. Jones has very extensive networks within the pharmaceutical and biotech companies and the venture capital community in North America Director of Patrys Limited since 15 December 2011. Other Directorships of listed companies over the past three years: None.	2,500,000	Nil	Nil
Chief Financial Officer and Company Secretary Roger McPherson CPA, GAICD	Mr. McPherson has more than 20 years experience in senior finance roles in a wide variety of industries. His early career included working with a Chartered Accounting practice and two years with the Australian Taxation Office. Before Patrys, Mr. McPherson was CFO and Company Secretary at eChoice Home Loans and was responsible for financial affairs and corporate administration. Mr. McPherson has over 12 years biotechnology and pharmaceutical experience, encompassing four years with Cerylid Biosciences Limited as CFO and Company Secretary, in which capacity he provided strategic direction and information reporting as well as support for research and development activities. In addition, Mr. McPherson was part of Amrad Corporation Ltd. for 6 years in varying senior finance roles.	966,667	1,354,435	250,000

VP, Research & Development Frank Hensel Ph.D	Dr. Hensel joined Patrys from OncoMab GmbH, where he was co-founder and CEO since 2002. Before founding OncoMab GmbH, Dr. Hensel obtained his Ph.D from and worked in the laboratory of Dr. Vollmers at the University of Würzburg, where he was intimately involved in the discovery and successful development of the Company's pipeline and underlying technologies. Dr. Hensel is the Managing Director of Patrys GmbH, a wholly owned subsidiary of the Company, and is responsible for the early development of the Patrys pipeline, target discovery, and antibody production and purification. ** Dr Hensel has a non-controlling interest in OncoMab GmbH which holds 20,250,000 shares in the Company.*	Nil*	Nil	1,604,435
Senior Director, Business Development Deanne Greenwood Ph.D, MBA	Dr. Greenwood spent 10-years in academia conducting immunology research in the areas of vaccine development and autoimmunity, with the last four years at the Centre for Animal Biotechnology, The University of Melbourne. Dr. Greenwood has managed various research and commercial research projects and collaborations and is responsible for business development, grants and external relationship management at Patrys. Dr. Greenwood has a PhD degree in Immunology from the Monash University and a Masters of Business Administration (Technology) from La Trobe University.	50,000	950,829	115,000

* Loan Share Plan - refer to Remuneration Report – Note E for details

DIRECTORS' REPORT

REMUNERATION REPORT (Audited)

The remuneration report is set out under the following main headings:
A. Key management personnel
B. Principals used to determine the nature and amount of remuneration
C. Details of remuneration
D. Service Agreements
E. Share-based compensation to Directors and key management personnel
F. Additional information

A) Key management personnel

The key management personnel include the following:

(a) Directors

(i) Non Executive Chairman
John Read

(ii) Executive Director and Chief Executive Officer
Marie Roskrow

(iii) Non Executive Directors
Michael Stork
Alan Robertson
Suzy Jones

(b) Executives

The following people were the executives with the greatest authority for the strategic direction and management of the group ("other key management personnel") during the financial period:

Name	*Position*	*Employer*
Roger McPherson	Chief Financial Officer and Company Secretary	Patrys Limited
Frank Hensel	Vice President, Research & Development	Patrys GmbH
Deanne Greenwood	Senior Director, Business Development	Patrys Limited

B) Principles used to determine the nature and amount of remuneration

The Company's goal is to engage and promote excellence at Board level, in staff members and partner organisations. The Company looks to engage the services of individuals and organisations with the experience necessary to assist the Company in meeting its strategic objectives. The Board of Directors has determined that recurring costs associated with full time employment should be held to a minimum wherever possible whilst maintaining a high level of competency in core skills in clinical and regulatory management.
The Board seeks to ensure that executive reward complies with good reward governance practices:

- Competitiveness and reasonableness
- Acceptability to shareholders
- Performance linkage
- Transparency
- Capital management

The Company has structured an executive remuneration framework that is market competitive and complimentary to the reward strategy of the organisation.

The Company's remuneration framework seeks alignment with shareholders' interests and is in particular aligned to the rapid commercialisation of the Company's intellectual property and in achieving its milestones in a highly ethical and professional manner.

The executive remuneration framework provides a mix of fixed and variable pay and performance incentive rewards.

Non Executive Directors' fees

Directors' fees are determined by reference to industry standard and were last reviewed effective 1 December 2009. Components of the remuneration package include a cash element together with medium term equity instruments.

At the 2009 Annual General Meeting a Non Executive Directors' Fee Pool of $250,000 was approved by shareholders.

Directors' fees are currently set at $75,000 for the Chairman and between $55,000 and $60,000 per Non Executive Director and reflect the demands which are made on and the responsibilities of the Directors. However, one Non Executive Director, Mr. Michael Stork, does not receive monetary Director fees and received no remuneration of any kind during the year.

Executive pay

The executive pay and reward framework has four components:

- Base pay and benefits;
- Short term performance incentives;
- Long term incentives;
- Other remuneration such as superannuation.

The combination of these comprises the executive's total remuneration.

Base pay and benefits

A total employment cost package may include a combination of cash and prescribed non-financial benefits at the executives' discretion.

Executives are offered a competitive base pay that comprises the fixed component of pay and rewards. The base pay for executives is reviewed annually to ensure the executive's pay is competitive with the market. An executive's pay is also reviewed on promotion.

There are no ongoing guaranteed base pay increases included in any executive contracts.

Short term incentives (STI)

Incentives are payable to executives based upon the attainment of agreed corporate and individual milestones and are reviewed and approved by the Board of Directors. The Board of Directors have determined that given the current economic climate, no cash incentives will be paid for the year ended 30 June 2012 (2011: Nil).

Long term incentives (LTI)

Executives and Directors are issued with equity instruments as LTIs in a manner that aligns this element of remuneration with the creation of shareholder wealth. LTI grants are made to executives and Directors who are able to influence the generation of shareholder wealth and thus have a direct impact on the creation of shareholder wealth.

Relationship between remuneration policy and company performance

Equity instruments may be issued to new employees, and upon performance review based on performance of the individual and the Company both in absolute terms and relative to competitors in the biotechnology sector. Equity instruments that are issued for performance are subject to performance targets set and approved by the Nomination and Remuneration Committee.

The Company's remuneration policy seeks to reward staff members for their contribution to achieving significant operational, strategic, partnering, preclinical, clinical and regulatory milestones. These milestones build sustainable and long term shareholder value. Increases in remuneration since reflect the milestones achieved by the Company during the period covered.

	30 June 2008	30 June 2009	30 June 2010	30 June 2011	30 June 2012
Closing share price (IPO price)	$0.30	$0.13	$0.10	$0.09	$0.022
Price increase/(decrease) $	(0.10)	(0.17)	(0.03)	(0.01)	(0.068)
Price increase/(decrease) %	(25)	(57)	(23)	(10)	(75)
Total key management personnel remuneration	$1,852,758	$2,057,063	$1,748,371	$2,067,026	$1,189,311

The Directors do note that the stock market has corrected significantly over the period from the date of listing to 30 June 2012. The stock price for Patrys has similarly corrected in line with a difficult market. It is in this respect that we work diligently to ensure that our shareholders and other stakeholders are regularly informed of our progress and the exciting opportunity that is associated with our natural human antibody technology.

C) Details of remuneration

Year ended 30 June 2012

Details of the remuneration of each Director of Patrys and the key management personnel (KMP) of the Company are set out in the following tables for the year ended 30 June 2012. As indicated above incentives are dependent upon the attainment of agreed corporate and individual milestones and all incentives related to the year have been expensed in full over the vesting period.

2012	Short-term employee benefits		Post employment benefits		Equity-based payments			
Name	Cash salary & fees	Cash Bonus	Non-monetary benefits	Super-annuation	Termination Payments	Shares & Options	% of Total Remu-neration	Total
	$	$	$	$	$	$		$
Executive Directors								
Marie Roskrow (1)	344,225	-	-	15,775	-	3,348	1	363,348
Daniel Devine (2)	-	-	4,800	-	-	-	-	4,800
Subtotal Executive Directors	*344,225*	*-*	*4,800*	*15,775*	*-*	*3,348*		*368,148*
Non Executive Directors								
John Read	75,000	-	-	-	-	2,813	4	77,813
Alan Robertson	50,459	-	-	4,541	-	1,407	2	56,407
Suzy Jones (3)	31,525	-	-	-	-	-	-	31,525
Subtotal Non Executive Directors	*156,984*	*-*	*-*	*4,541*	*-*	*4,220*		*165,745*
Total Directors	*501,209*	*-*	*4,800*	*20,316*	*-*	*7,568*		*533,893*
Other KMP								
Roger McPherson	213,151	-	-	47,917	-	15,980	6	277,048
Frank Hensel	217,847	-	-	-	-	14,232	6	232,079
Deanne Greenwood (4)	124,771	-	-	11,229	-	10,291	7	146,291
Total Other KMP	*555,769*	*-*	*-*	*59,146*	*-*	*40,503*		*655,418*
Total	**1,056,978**	**-**	**4,800**	**79,462**	**-**	**48,071**		**1,189,311**

(1) Dr. Roskrow was appointed as Chief Executive Officer on 30 June 2011 and as Managing Director on 19 October 2011.
(2) Mr. Devine's contract with the Company expired on 30 June 2011 and he also resigned as a director on that date. Remuneration disclosed for the year ended 30 June 2012 is associated with the finalisation of Mr. Devine's contract.
(3) Ms. Jones was appointed as a Non Executive Director on 15 December 2011.
(4) Dr. Greenwood became a member of the key management personnel on 1 July 2011.

Cash bonuses as compensation for year ended 30 June 2012

During the year ended 30 June 2012 no cash bonuses were paid (2011: Nil) due to the current economic conditions.

Year ended 30 June 2011

Details of the remuneration of each Director of Patrys and the key management personnel (KMP) of the Company are set out in the following tables for the year ended 30 June 2011. As indicated above incentives are dependent upon the attainment of agreed corporate and individual milestones and all incentives related to the year have been expensed in full over the vesting period.

2011	Short-term employee benefits		Post employment benefits		Equity-based payments			
Name	Cash salary & fees	Cash Bonus	Non-monetary benefits	Super-annuation	Termination Payments	Shares & Options	% of Total Remu-neration	Total
	$	$	$	$	$	$		$
Executive Directors								
Daniel Devine (1,2)	264,337	-	175,965	-	252,887	66,313	9	759,502
Sub-total Executive Directors	*264,337*	*-*	*175,965*	*-*	*252,887*	*66,313*		*759,502*
Non Executive Directors								
John Read	75,000	-	-	-	-	8,611	10	83,611
Michael Stork	-	-	-	-	-	1,192	100	1,192
Alan Robertson	50,459	-	-	4,541	-	4,306	7	59,306
Subtotal Non Executive Directors	*125,459*	*-*	*-*	*4,541*	*-*	*14,109*		*144,109*
Total Directors	*389,796*	*-*	*175,965*	*4,541*	*252,887*	*80,422*		*903,611*
Other KMP								
Marie Roskrow (3)	194,193	-	-	15,199	-	9,478	4	218,870
Roger McPherson	221,291	-	-	25,000	-	27,661	10	273,952
Frank Hensel	226,617	-	-	-	-	35,534	14	262,151
Michael Conner (4,5)	220,609	-	11,945	7,849	-	24,603	9	265,006
Amos Hedt (6)	119,984	-	-	10,799	-	12,653	9	143,436
Total Other KMP	*982,694*	*-*	*11,945*	*58,847*	*-*	*109,929*		*1,163,415*
Total	**1,372,490**	**-**	**187,910**	**63,388**	**252,887**	**190,351**		**2,067,026**

(1) Mr. Devine's contract with the Company expired on 30 June 2011 and he also resigned as a director on that date.
(2) Non-monetary benefits related to accommodation and travel associated with Mr. Devine and his family's relocation from the U.S. to Melbourne, Australia, and medical and disability insurance premiums and related fringe benefit taxes.
(3) Dr. Roskrow joined the Company on 9 August 2010 in the role of Chief Medical Officer and President. She was appointed as Chief Executive Officer on 30 June 2011.
(4) Mr. Conner terminated on 31 December 2011 but ceased to be a member of the key management personnel at 30 June 2011.
(5) Non-monetary benefits relate to disability and life insurances which it is customary to provide in the U.S.
(6) Mr. Hedt terminated on 22 March 2012 but ceased to be a member of the key management personnel at 30 June 2011.

D) Service agreements

Remuneration and other terms of employment for the Non Executive Chairman, Non Executive Directors, Chief Executive Officer and Managing Director and other key management personnel are formalised in service agreements. These agreements may provide for the provision of performance related cash bonuses and the award of equity in the Company.

Other major provisions of the agreements relating to remuneration are set out below:

John Read, Non Executive Chairman
- Term of Agreement – Commencing from May 2007. A new agreement became effective 1 December 2009.
- Director's fee – $75,000 per annum to be reviewed independently and annually by the Board of Directors.
- Termination – No terms have been agreed.
- Bonus – Nil.
- Equity – The Chairman shall be entitled to participate in the Loan Share Plan and the Executive Share Option Plan of the Company.

Marie Roskrow, Executive Director and Chief Executive Officer
- Term of Agreement – Commencing from 1 July 2011 and ongoing unless terminated in accordance with its terms.
- Base Remuneration – Effective 1 July 2011 $360,000 per annum, subject to annual increases at the discretion of the Board of Directors.
- Termination – By three months' notice from either side unless due to redundancy following merger or similar in which case six months by the company.
- Bonus – At the discretion of the Board of Directors.
- Equity – The Executive shall be entitled to participate in the Loan Share Plan and the Executive Share Option Plan of the Company.

Alan Robertson, Non Executive Director
- Term of Agreement – Commencing from May 2007. A new agreement became effective 1 December 2009.
- Director's Fees - $55,000 per annum to be reviewed independently and annually by the Board of Directors.
- Termination – No terms have been agreed.
- Bonus – Nil.
- Equity – The Director shall be entitled to participate in the Loan Share Plan and the Executive Share Option Plan of the Company.

Suzy Jones, Non Executive Director
- Term of Agreement – Commencing from December 2011.
- Director's Fees - US$60,000 per annum to be reviewed independently and annually by the Board of Directors.
- Termination – No terms have been agreed.
- Bonus – Nil.
- Equity – The Director shall be entitled to participate in the Executive Share Option Plan of the Company.

Roger McPherson, Chief Financial Officer and Company Secretary
- Term of Agreement – Commencing from 20 October 2008 and ongoing unless terminated in accordance with its terms.
- Base Remuneration – Effective 1 July 2012 $271,511 per annum, subject to annual increases at the discretion of the Board of Directors.
- Termination – By two months' notice from either side.
- Bonus – At the discretion of the Board of Directors.
- Equity – The Executive shall be entitled to participate in the Loan Share Plan and the Executive Share Option Plan of the Company.

Frank Hensel, Vice President, Research & Development (Managing Director, Patrys GmbH)
- Term of Agreement – Commencing from 1 May 2007 and ongoing unless terminated in accordance with its terms.
- Base Remuneration – Effective 1 July 2012 €171,253 per annum, subject to annual increases at the discretion of the Board of Directors.
- Termination – By six months' notice from either side.
- Bonus – At the discretion of the Board of Directors.
- Equity – The Executive shall be entitled to participate in the Executive Share Option Plan of the Parent.

Deanne Greenwood, Senior Director, Business Development
- Term of Agreement – Commencing from 18 March 2008 and ongoing unless terminated in accordance with its terms.
- Base Remuneration – Effective 1 July 2012 $141,440 per annum; subject to annual increases at the discretion of the Board of Directors.
- Termination – By four weeks' notice from either side.
- Bonus – At the discretion of the Board of Directors.
- Equity – The Executive shall be entitled to participate in the Loan Share Plan and the Executive Share Option Plan of the Company.

E) Share-based compensation to Directors and key management personnel

General overview

The Company issues equity to Directors, Patrys (including subsidiaries Patrys GmbH) staff and key consultants under either the Loan Share Plan (LSP) or the Executive Share Option Plan (ESOP). Under the plans, participants are issued with equity to foster an ownership culture within the Group to motivate Directors, employees and consultants to achieve performance targets of the Company and the Group. Participation in the plans is at the Board's discretion and no individual has a contractual right to participate in the plan or to receive any guaranteed benefits.

The Company introduced the LSP in December 2009 following approval of the plan at the 2009 Annual General Meeting. Only Australian residents are eligible to participate in the plan. The plan allows non-recourse, interest free loans to be provided to eligible participants to acquire shares under the plan. If and when an issue is made it is treated as an in-substance grant of options and expensed over the vesting period because of the limited recourse nature of the loans. Generally shares issued under the plan will vest over a three year period. The shares are acquired in the name of the participant and each participant authorises and appoints the Company Secretary to act on their behalf. Any dividends paid on the shares are used to repay the loan. In all other respects the shares issued under the LSP carry the same rights as other ordinary shares on issue. If the participant leaves the Company, any shares that have not vested will be brought back by the Company and cancelled along with the loan. In respect of shares that have vested the loan balance must generally be paid in full within six months of termination or the shares will be sold and the proceeds applied to settle the loan balance. The issue price of the shares in the Company held under LSP is not included in equity until the loan has been repaid.

Options are granted under the ESOP. Following the introduction of the LSP issues under the ESOP are generally only made to non-Australian residents. Under the ESOP each option granted converts into one ordinary share of Patrys Limited. Options are granted under the plan for no consideration and carry no dividend or voting rights. Options may be exercised at any time from the date of vesting to the date of their expiry.

If a participant ceases to be appointed as a Director or employed by any member of the group (other than due to his/her death) then options that have vested at the date of cessation will generally lapse if not exercised within six months of the cessation date. In the case of death of the participant then the exercise period is extended to twelve months. All unvested options will generally lapse on cessation.

In accordance with the rules of both the LSP and ESOP the Board has the ability to vary the terms in respect of issues in circumstances it considers appropriate.

The valuations of shares issued under the LSP and options issued under the ESOP are determined by using an industry standard option pricing model taking into account the terms and conditions upon which the instruments were issued.

The terms and conditions of each issue of equity affecting remuneration of Directors and key management personnel in the previous, this or future reporting periods are as follows:

Shares issued under the LSP

Issue date	No of shares	Loan expiry date	Vesting date	Issue price $	Fair value per share at issue date $	Date first available to deal with
02/12/2009	50,018	31/12/2011	02/09/2010	0.144	0.0935	02/09/2010
02/12/2009	50,017	31/12/2011	02/09/2010	0.144	0.1003	02/09/2010
02/12/2009	50,017	31/12/2011	02/09/2010	0.144	0.1060	02/09/2010
02/12/2009	410,965	27/11/2015	27/11/2010	0.144	0.0935	27/11/2010
02/12/2009	134,624	30/06/2016	30/06/2011	0.144	0.1003	30/06/2011
02/12/2009	134,624	30/06/2016	30/06/2011	0.144	0.1060	30/06/2011
02/12/2009	276,340	27/11/2016	27/11/2011	0.144	0.1003	27/11/2011
02/12/2009	66,690	22/03/2017	22/03/2012	0.144	0.1060	22/03/2012
02/12/2009	209,650	27/11/2017	27/11/2012	0.144	0.1060	27/11/2012
01/07/2010	116,854	01/07/2016	01/07/2011	0.106	0.0687	01/07/2011
01/07/2010	33,335	22/03/2017	22/03/2012	0.106	0.0728	22/03/2012
01/07/2010	83,521	01/07/2017	01/07/2012	0.106	0.0728	01/07/2012
01/07/2010	33,335	22/03/2017	22/03/2012	0.106	0.0762	22/03/2012
01/07/2010	83,521	01/07/2018	01/07/2013	0.106	0.0762	01/07/2013
18/08/2010	75,000	09/02/2016	09/02/2011	0.10	0.0649	09/02/2011
18/08/2010	75,000	09/08/2016	09/08/2011	0.10	0.0671	09/08/2011
29/10/2010	176,591	30/06/2016	30/06/2011	0.083	0.0722	30/06/2011
29/10/2010	176,591	30/06/2016	30/06/2011	0.083	0.0757	30/06/2011
29/10/2010	176,591	30/06/2016	30/06/2011	0.083	0.0786	30/06/2011
08/12/2011	191,668	08/12/2017	08/12/2012	0.039	0.0271	08/12/2012
08/12/2011	191,666	08/12/2018	08/12/2013	0.039	0.0286	08/12/2013
08/12/2011	191,666	08/12/2019	08/12/2014	0.039	0.0299	08/12/2014
18/01/2012	108,334	18/01/2018	18/01/2013	0.038	0.0277	18/01/2013
18/01/2012	108,333	18/01/2019	18/01/2014	0.038	0.0292	18/01/2014
18/01/2012	108,333	18/01/2020	18/01/2015	0.038	0.0353	18/01/2015
Total	**3,313,284**					

The above table includes 150,052 shares which were issued to Vic Ilag on 2/12/09. The loan on these shares was not repaid by the loan expiry date and the shares have been cancelled.

Options granted under the ESOP

Grant date	No of options	Expiry date	Vesting date	Exercise price $	Fair value per option at grant date $	Date exercisable
29/05/2007	300,000	29/05/2012	29/05/2007	0.45	0.1498	29/05/2007
29/05/2007	300,000	29/05/2013	29/05/2008	0.45	0.1607	29/05/2008
29/05/2007	150,000	29/05/2014	29/05/2009	0.45	0.1764	29/05/2009
29/05/2007	150,000	11/01/2012	11/01/2007	0.46	0.1476	11/01/2007
29/05/2007	150,000	11/01/2013	11/01/2008	0.56	0.1314	11/01/2008
06/07/2007	125,000	31/12/2011	06/07/2007	0.46	0.2021	06/07/2007
06/07/2007	125,000	05/07/2012	06/07/2007	0.46	0.2021	06/07/2007
06/07/2007	25,000	05/07/2013	06/07/2008	0.46	0.2692	06/07/2008
06/07/2007	125,000	31/12/2011	06/07/2008	0.56	0.2692	06/07/2008
06/07/2007	125,000	05/07/2013	06/07/2008	0.56	0.2692	06/07/2008
06/07/2007	25,000	05/07/2014	06/07/2009	0.56	0.2754	06/07/2009
31/10/2007	245,000	30/01/2013	31/01/2008	0.56	0.2492	31/01/2008
01/07/2008	50,000	31/12/2011	01/07/2009	0.33	0.1738	01/07/2009
01/07/2008	50,000	31/12/2011	01/07/2010	0.33	0.1892	01/07/2010
01/07/2008	50,000	31/12/2011	02/09/2010	0.33	0.2024	02/09/2010
01/07/2008	200,000	01/07/2014	01/07/2009	0.33	0.1738	01/07/2009
01/07/2008	200,000	01/07/2015	01/07/2010	0.33	0.1892	01/07/2010
01/07/2008	200,000	01/07/2016	01/07/2011	0.33	0.2024	01/07/2011
01/07/2008	65,000	07/10/2013	07/10/2008	0.33	0.1608	07/10/2008
01/07/2008	65,000	07/04/2014	07/04/2009	0.33	0.1699	07/04/2009
19/11/2008	125,000	20/04/2014	20/04/2009	0.17	0.0499	20/04/2009
19/11/2008	125,000	20/10/2014	20/10/2009	0.17	0.0535	20/10/2009
28/11/2008	480,000	25/05/2014	25/05/2009	0.2609	0.0413	25/05/2009
28/11/2008	480,000	25/05/2015	25/05/2010	0.2609	0.0490	25/05/2010
28/11/2008	240,000	25/05/2016	25/05/2011	0.2609	0.0542	25/05/2011
02/12/2009	234,659	27/11/2015	27/11/2010	0.144	0.0935	27/11/2010
02/12/2009	234,659	27/11/2016	27/11/2011	0.144	0.1003	27/11/2011
02/12/2009	234,659	27/11/2017	27/11/2012	0.144	0.1060	27/11/2012
01/07/2010	133,522	01/07/2016	01/07/2011	0.106	0.0687	01/07/2011
01/07/2010	133,523	01/07/2017	01/07/2012	0.106	0.0728	01/07/2012
01/07/2010	133,523	01/07/2018	01/07/2013	0.106	0.0762	01/07/2013
08/12/2011	50,000	08/12/2017	08/12/2012	0.039	0.0271	08/12/2012
08/12/2011	50,000	08/12/2018	08/12/2013	0.039	0.0286	08/12/2013
08/12/2011	50,000	08/12/2019	08/12/2014	0.039	0.0299	08/12/2014
Total	**5,429,545**					

The above table includes 1,295,000 options which were granted to (i) Paul Andrews (300,000 on 29/5/07), (ii) Kevin Hollingsworth (50,000 on 6/7/2007), (iii) Mary Sanderson (120,000 on 31/10/07), (iv) Vic Ilag (250,000 on 6/7/07 and 150,000 on 1/7/08), (v) John Read (200,000 on 29/5/07), (vi) Alan Robertson (100,000 on 29/5/07) and (vii) Frank Hensel (125,000 on 6/7/07). These options either lapsed on their expiry date or were not exercised within six months of cessation and therefore lapsed.

Equity issued to Directors and key management personnel

Details of equity issued in the Company provided as remuneration to each Director of Patrys Limited and each of the key management personnel of the Company are set out below. When vested, prior to the Director or key management personnel being able to deal with each share, the loan advanced to acquire the share under the LSP must be repaid. In the case of the options, the exercise price must be paid prior to each being converted into one ordinary share of Patrys Limited. Details are also provided for the number of equity instruments that have vested during the 2012 financial year.

The assessed fair value at the date of issue of the equity instruments is allocated over the period from issue date to vesting date, and this amount is included in the remuneration tables above. Fair values at issue date are determined using the binomial option pricing model that takes into account the exercise price (or amount of loan), the term of the option (or loan), the share price at issue date and expected price volatility of the Patrys shares, the expected dividend yield and the risk-free interest rate for the term of the option (or loan).

Further information on the shares and options issued under the LSP and ESOP, including factors and assumptions used in determining fair value is set out in Note 19 to the financial statements.

Following the implementation of the LSP, Australian residents participate in the LSP and not the ESOP. Details of shares and options that have been issued and vested in this or the previous year are outlined in the table below. The tables only include transactions whilst a member of the key management personnel.

Shares issued under the LSP

Name	Shares issued during the year				Shares vested during the year	
	2012		2011		2012	2011
	Number	Loan per share$	Number	Loan per share$	Number	Number
Directors of Patrys Limited						
John Read	-	-	-	-	50,017	50,018
Alan Robertson	-	-	-	-	25,009	25,008
Marie Roskrow	325,000	0.038	150,000	0.100	75,000	75,000
Daniel Devine (1)	-	-	529,773	0.083	-	933,646
Other key management personnel						
Roger McPherson	325,000	0.039	250,562	0.106	218,144	134,625
Deanne Greenwood (2)	250,000	0.039	-	-	133,610	-
Amos Hedt (3)	-	-	100,004	0.106	-	66,689

(1) Mr. Devine terminated on 30 June 2011.
(2) Dr. Greenwood became a member of the key management personnel at 1 July 2011. Shares vesting during the year related to shares issued prior to becoming a member of the key management personnel.
(3) Mr. Hedt ceased to be a member of the key management personnel from 30 June 2011.

There are no performance criteria that need to be met in relation to the shares issued above. Participants need to be appointed as a Director or employed by a Group company at the vesting date. Unvested shares are brought back by the Company at the cessation of appointment or employment at the issue price.

Options granted under the ESOP

Name	Options granted during the year				Options vested during the year	
	2012		2011		2012	2011
	Number	Exercise Price$	Number	Exercise Price$	Number	Number
Directors of Patrys Limited						
John Read	-	-	-	-	-	120,000
Alan Robertson	-	-	-	-	-	60,000
Michael Stork	-	-	-	-	-	60,000
Other key management personnel						
Frank Hensel	150,000	0.039	250,562	0.106	334,810	251,292
Michael Conner (1)	-	-	150,006	0.106	-	183,367

(1) Mr. Conner ceased to be a member of the key management personnel from 30 June 2011.

There are no performance criteria that need to be met in relation to the options granted above. Participants need to be appointed as a Director or employed by a Group company at the vesting date. Unvested options lapse on cessation of appointment or employment.

DIRECTORS' REPORT

F) Additional Information

Details of remuneration: cash bonuses, shares and options

Name	Cash bonus Note (v)		Shares & options					
	Paid%	Forfeited %	Year issued	Vested%	Forfeited %	Financial years in which shares & options vest	Minimum total value of issue yet to vest $	Maximum total value of issue yet to vest $
John Read	-	-	2007	100	40	Note (iv)	-	-
			2009	100	-	-	-	-
			2010	66.6	-	Note (i)	-	737
Marie Roskrow	-	-	2011	100	-	-	-	-
			2012	-	-	Note (iii)	-	9,988
Michael Stork	-	-	2009	100	-	-	-	-
Alan Robertson	-	-	2007	100	40	Note (iv)	-	-
			2009	100	-	-	-	-
			2010	66.6	-	Note (i)	-	368
Frank Hensel	-	-	2008	100	-	-	-	-
			2009	100	-	-	-	-
			2010	66.6	-	Note (i)	-	1,983
			2011	33.3	-	Note (ii)	-	2,122
			2012	-		Note (iii)	-	4,280
Roger McPherson	-	-	2009	100	-	-	-	-
			2010	66.6	-	Note (i)	-	1,983
			2011	33.3	-	Note (ii)	-	2,122
			2012	-		Note (iii)	-	9,273
Deanne Greenwood (vi)	-	-	2012	-		Note (iii)	-	4,636

Notes:
(i) The financial years in which shares/options vest are 33.3% in 2011, 33.3% in 2012 and 33.3% in 2013.
(ii) The financial years in which shares/options vest are 33.3% in 2012, 33.3% in 2013 and 33.3% in 2014.
(iii) The financial years in which shares/options vest are 33.3% in 2013, 33.3% in 2014 and 33.3% in 2015.
(iv) These options lapsed on their expiry date as they had not been exercised.
(v) No cash bonuses were paid for the 2012 year (2011: Nil).
(vi) Deanne Greenwood became a member of the key management personnel from 1 July 2011.

Share-based compensation:

Further details relating to shares and options are set out below:

Name	A Remuneration consisting of shares and options %	B Value at issue date $	C Value at loan repayment/ exercise date $	D Value at cancellation/ lapse date $	E Total of columns B-D $
2012					
John Read	-	-	-	-	-
Alan Robertson	-	-	-	-	-
Michael Stork	-	-	-	-	-
Marie Roskrow	3	9,988		-	9,988
Frank Hensel	2	4,280	-	-	4,280
Roger McPherson	3	9,273	-	-	9,273
Deanne Greenwood	5	7,133	-	-	7,133
2011					
John Read	-	-	-	-	-
Daniel Devine	5	40,000			40,000
Alan Robertson	-	-	-	-	-
Michael Stork	-	-	-	-	-
Marie Roskrow	5	9,898			9,898
Frank Hensel	7	18,187	-	-	18,187
Roger McPherson	7	18,187	-	-	18,187
Michael Conner	4	10,888	-	-	10,888
Amos Hedt	5	7,259	-	-	7,259

A = The percentage of the value of remuneration consisting of equity, based on the value at grant date set out in column B.
B = The value at issue date calculated in accordance with AASB 2 share-based payment of shares and options issued during the year as part of remuneration. These amounts represent the entire value of the equity issued during the year. The amount recognised in remuneration is the vesting expense for equity issued in the current and prior years.
C = The value at loan repayment date for shares and exercise date of options that were issued as part of remuneration and were repaid or exercised during the year.
D = The value at cancellation/lapse date of equity that was granted as part of remuneration and that was cancelled or lapsed during the year.

Shares and options issued subsequent to 30 June 2012

On 21 August 2012, Patrys granted the following key management personnel equity under either the LSP or the ESOP that will form part of remuneration in the 2013 financial year:

	No. of equity instruments granted during year ended 30 June 2012	No. of equity instruments issued post 30 June 2012	Total no. of shares issued as remuneration at date of report	Total no. of options issued as remuneration at date of report
Shares under LSP				
Roger McPherson – Chief Financial Officer and Company Secretary	325,000	375,000	1,354,435	250,000
Deanne Greenwood – Senior Director, Business Development	250,000	300,000	950,829	130,000
Options under the ESOP				
Frank Hensel – Vice President, Research and Development	150,000	200,000	-	1,604,435

The terms and conditions of these issues are as follows:

Shares issued under the LSP

Issue date	No of shares	Loan expiry date	Vesting date	Issue price $	Fair value per share at issue date $	Date first available to deal with
21/08/2012	225,000	21/08/2018	21/08/2013	0.022	0.0148	21/08/2013
21/08/2012	225,000	21/08/2019	21/08/2014	0.022	0.0156	21/08/2014
21/08/2012	225,000	21/08/2020	21/08/2015	0.022	0.0164	21/08/2015

Options issued under the ESOP

Grant date	No of options	Expiry date	Vesting date	Exercise price $	Fair value per option at grant date $	Date exercisable
21/08/2012	66,667	21/08/2018	21/08/2013	0.022	0.0148	21/08/2013
21/08/2012	66,667	21/08/2019	21/08/2014	0.022	0.0156	21/08/2014
21/08/2012	66,666	21/08/2020	21/08/2015	0.022	0.0164	21/08/2015

END OF REMUNERATION REPORT (Audited)

DIRECTORS' REPORT

Shares issued under loan share plan

Details of shares issued under the Loan Share Plan of Patrys Limited at the date of this report are as follows. Further details are included in Notes 13 and 19 of the Financial Statements.

Date shares issued	Expiry date of loan	Issue price of share $	Number under shares
02/12/2009	27/12/2015	0.144	517,002
02/12/2009	30/06/2016	0.144	269,248
02/12/2009	27/12/2016	0.144	382,377
02/12/2009	22/03/2017	0.144	66,690
02/12/2009	27/12/2017	0.144	315,687
01/07/2010	01/07/2016	0.106	180,436
01/07/2010	22/03/2017	0.106	66,670
01/07/2010	01/07/2017	0.106	147,101
01/07/2010	01/07/2018	0.106	147,101
18/08/2010	09/02/2016	0.10	75,000
18/08/2010	09/08/2016	0.10	75,000
29/10/2010	30/06/2016	0.083	529,773
08/12/2011	22/03/2017	0.039	150,000
08/12/2011	08/12/2017	0.039	205,002
08/12/2011	08/12/2018	0.039	204,999
08/12/2011	08/12/2019	0.039	204,999
18/01/2012	18/01/2018	0.038	108,334
18/01/2012	18/01/2019	0.038	108,333
18/01/2012	18/01/2020	0.038	108,333
21/08/2012	21/08/2018	0.022	255,000
21/08/2012	21/08/2019	0.022	255,000
21/08/2012	21/08/2020	0.022	255,000
Total			**4,627,085**

Shares under option

Unissued ordinary shares of Patrys Limited under option at the date of this report are as follows. Further details are included in Notes 13 and 19 of the Financial Statements.

Date options granted	Expiry date	Issue price of share $	Number under option
29/05/2007	29/05/2013	0.45	300,000
29/05/2007	29/05/2014	0.45	150,000
06/07/2007	05/07/2013	0.56	125,000
31/10/2007	30/01/2013	0.56	120,000
01/07/2008	24/05/2013	0.33	50,000
01/07/2008	01/07/2014	0.33	162,501
01/07/2008	01/07/2015	0.33	162,500
01/07/2008	01/07/2016	0.33	162,499
01/07/2008	18/09/2013	0.33	57,500
01/07/2008	18/03/2014	0.33	57,500
01/07/2008	07/10/2013	0.33	65,000
01/07/2008	07/04/2014	0.33	65,000
19/12/2008	20/04/2014	0.17	125,000
19/12/2008	20/10/2014	0.17	125,000
28/12/2008	25/05/2014	0.2609	480,000
28/12/2008	25/05/2015	0.2609	480,000
28/12/2008	25/05/2016	0.2609	240,000
02/12/2009	27/12/2015	0.144	165,584
02/12/2009	27/12/2016	0.144	165,585
02/12/2009	27/12/2017	0.144	165,585
01/07/2010	01/07/2016	0.106	100,601
01/07/2010	01/07/2017	0.106	100,602
01/07/2010	01/07/2018	0.106	100,602
08/12/2011	08/12/2017	0.039	90,668
08/12/2011	08/12/2018	0.039	90,666
08/12/2011	08/12/2019	0.039	90,666
21/08/2012	21/08/2018	0.022	76,667
21/08/2012	21/08/2019	0.022	76,667
21/08/2012	21/08/2020	0.022	76,666
Total			**4,228,059**

No ordinary shares have been issued during or since the end of the financial year as a result of the exercise of options.

DIRECTORS' REPORT

Non-audit services

The Company may decide to employ the auditor on assignments additional to their statutory audit duties where the auditor's expertise and experience with the Company and/or the Group are important.

Details of the amount paid or payable to the auditor (BDO East Coast Partnership) for audit and non-audit services provided during the year are set out below.

The Board of Directors has considered the position and, in accordance with the advice received from the Audit and Risk Committee, is satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001* for the following reasons:

- All non-audit services have been reviewed by the Audit and Risk Committee to ensure they do not impact the impartiality and objectivity of the auditor.
- None of the services undermine the general principles relating to auditor independence as set out in Professional Statement APES 110, including reviewing or auditing the auditor's own work, acting in a management or a decision-making capacity for the Company, acting as advocate for the Company or jointly sharing economic risk and rewards.

During the year the following fees were paid or payable for services provided by the auditor of the parent entity, its related practices and non-related audit firms:

	2012 $	2011 $
Audit services		
BDO East Coast Partnership*:		
Audit and review of financial reports and other audit work under the *Corporations Act 2001*	47,142	57,406
Total remuneration for audit services	*47,142*	*57,406*
Other advisory services		
BDO East Coast Partnership*:		
Advice on taxation matters and review and lodgement of corporate tax returns	14,476	10,745
Total remuneration	**61,618**	**68,151**

*BDO East Coast Partnership previously traded as PKF.

Auditor's Independence Declaration

A copy of the auditor's declaration under Section 307C in relation to the audit for the year ended 30 June 2012 is attached.

Auditor

BDO East Coast Partnership continues in office in accordance with Section 327 of the *Corporations Act 2001.*

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

Mr. John Read
Chairman

Date: 23 August 2012

AUDITOR'S INDEPENDENCE DECLARATION TO THE DIRECTORS OF PATRYS LIMITED

Tel: +61 3 9603 1700
Fax: +61 3 9602 3870
www.bdo.com.au

Level 14, 140 William St
Melbourne VIC 3000
GPO Box 5099 Melbourne VIC 3001
Australia

DECLARATION OF INDEPENDENCE BY JAMES MOONEY TO THE DIRECTORS OF PATRYS LIMITED

As lead auditor of Patrys Limited for the year ended 30 June 2012, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

- the auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
- any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Patrys Limited and the entities it controlled during the period.

James Mooney
Partner

BDO East Coast Partnership

Melbourne, 23 August 2012

CORPORATE GOVERNANCE

The Board of Directors of Patrys Limited (Board) is responsible for the corporate governance of the Company. The Board guides and monitors the business and affairs of the Company on behalf of the shareholders by whom they are elected and to whom they are accountable.

The Board supports the core corporate governance principles published by the ASX Corporate Governance Council (Council). The Company's corporate governance framework is designed to comply with the Council's principles whilst being relevant, efficient and cost effective for the current stage of the Company's development.

The Corporate Governance Statement that follows contains certain specific information and discloses the extent to which the Company has followed the Council's principles during the 2012 year. Patrys' Corporate Governance Statement is structured with reference to the ASX Corporate Governance Principles and Recommendations.

The Board will continue its ongoing review process to ensure that the model is relevant, efficient and cost effective to the Company and its shareholders.

Principle 1: Lay solid foundations for management and oversight

In general, the Board is responsible for, and has authority to determine, all matters relating to the policies, practices, management and operations of the Company. Specifically the Board functions include:

- setting the overall Company financial goals;
- approving strategies, objectives and plans for the Company's businesses to achieve these goals;
- ensuring the business risks are identified, approving systems and controls to manage these risks and monitor compliance;
- approving the Company's major HR policies and overseeing the development strategies for senior and high performing executives;
- approving financial plans and annual budgets;
- monitoring financial results on an ongoing basis;
- monitoring executive management and business performance in the implementation and achievement of strategic and business objectives;
- approving key management recommendations (such as major capital expenditure, acquisitions, divestments, restructuring and funding);
- ratifying and approving the appointment and removal of executives;
- reporting to shareholders on the Company's strategic direction and performance including constructive engagement in the development, execution and modification of the Company's strategies;
- overseeing the management of occupational health and safety and environmental performance;
- determining that satisfactory arrangements are in place for auditing the Company's financial affairs;
- meeting statutory and regulatory requirements; and
- overseeing the way in which the assets of the Company are managed.

In carrying out its responsibilities and functions, the Board may delegate any of its powers to a Board committee, a Director, employee or other person. However, the Board acknowledges that it retains ultimate responsibility for the exercise of such powers under the *Corporations Act 2001* (Cth).

The Board has guidelines for its Directors to address potential conflicts of interest, including a requirement that they declare their interests as required by the Corporations Act and the ASX Listing Rules.

A copy of the Board Charter is available on the Company's website at www.patrys.com.

Executive performance evaluation
The Nomination and Remuneration Committee (refer to Principle 8 for more detail) is responsible for evaluating the performance of the Chief Executive Officer and of the other senior executives. The Chief Executive Officer is also involved in evaluating the performance of the other senior executives and provides input to the Committee. The performance evaluation of management involves an assessment of the Company's business performance, whether short-term operational targets and individual performance objectives are being achieved and whether long-term strategic objectives are being achieved.

Due to the nature and stage of the Company's activities, effective management of the Company's resources and advancement of its products along the clinical development path which in turn should achieve value for shareholders is the key short-term objective. Long-term objectives are linked to activities/milestones that are expected to create and maintain value for shareholders.

The performance of the Chief Executive Officer and management is monitored on an informal basis throughout the year with the objective of performing a formal evaluation once a year. A review of the remuneration structure for management was performed in June 2012 by the Nomination and Remuneration Committee. This review was in accordance with the process outlined in the "Remuneration Report" section of the Directors' Report.

Principle 2: Structure the board to add value

The Company's Board currently comprises five Directors including an independent Non Executive Chairman who was appointed to the position in 2007. There are four Non Executive Directors. The Board has a programme to review its current composition having regard to the Company's size and stage of development.

Board composition
Directors are appointed to the Board based on the specific governance skills required by the Company and on the independence of their decision making and judgment. The skills, experience and expertise relevant to the position of Director held by each Director in office at the date of the Annual Report is included in the Directors' Report. Each member of the Board is committed to spending sufficient time to enable them to carry out their duties as a Director of the Company.

CORPORATE GOVERNANCE

Independent directors

Directors of Patrys are considered to be independent when they are independent of management and free from any business or other relationship that could materially interfere with, or could reasonably be perceived to materially interfere with, the exercise of their unfettered and independent judgment. In the context of Director independence, 'materiality' is considered from both the Company and individual Director perspective. The determination of materiality requires consideration of both quantitative and qualitative elements. An item is presumed to be quantitatively immaterial if it is equal or less than 2% of the Company's gross revenue or expenditure (whichever is the greater). In accordance with the definition of independence above, and the materiality thresholds set by the Board, the following Directors of Patrys were considered to be independent:

- John Read, Chairman
- Alan Robertson
- Suzy Jones

There are procedures in place, agreed by the Board, to enable Directors, in furtherance of their duties, to seek independent professional advice at the Company's expense.

The term in office held by each Director in office at the date of this report is as follows:

Name	Position	Term
John Read	Independent Non Executive Chairman	5 years and 3 months
Marie Roskrow	Executive Director	10 months
Michael Stork	Non Executive Director & Deputy Chairman	5 years and 6 months
Alan Robertson	Independent Non Executive Director	5 years and 3 months
Suzy Jones	Independent Non Executive Director	8 months

Nomination and Remuneration Committee

The Board has established a Nomination and Remuneration Committee to assist the Board in ensuring it is equipped to discharge its responsibilities. The Committee has guidelines for the nomination and selection of directors and for the operation of the Board. Whilst the Committee has been formed, given the size and nature of the Company's operations to date the Board has chosen to discuss those matters usually considered by the Nomination and Remuneration Committee on a regular basis at the full Board during its regular meetings.

The Charter of the Nomination and Remuneration Committee is available on the Company's website – www.patrys.com.

The Nomination and Remuneration Committee comprises three Directors as follows:

Name	Position
John Read	Independent Chairman
Alan Robertson	Independent Member
Michael Stork	Member

Board and committee performance

Board and committee performance is monitored on an informal basis throughout the year. The Board also undertakes an annual self-assessment of its performance. Directors consider matters such as composition, structure and role of the Board, and performance of individual directors. The Chairman then meets individually with each director. During the year an assessment of the Director performance was conducted by the Board.

Principle 3: Promote ethical and responsible decision making

Code of Conduct

As part of its commitment to recognising the legitimate interests of stakeholders, the Company has established certain Codes of Conduct to guide all employees, particularly Directors, the CEO, the CFO and other Senior Executives in respect of ethical behaviour expected by the Company. These Codes of Conduct cover conflicts of interest, confidentiality, fair dealing, protection of assets, compliance with laws and regulations, whistle blowing, security trading and commitments to stakeholders.

A copy of the Code of Conduct is available on the Company's website – www.patrys.com.

Diversity Policy

The Company's workforce including employees, management, and the Board is made up of individuals with diverse skills, values, backgrounds and experiences that bring to the Company the skills and expertise that is required for the Company to enhance its performance.

Under changes to the ASX Corporate Governance Principles and Recommendations published on 30 June 2010, it is suggested that the Company disclose in its annual report:

(a) the measurable objectives for achieving gender diversity that have been set by the Board in accordance with its diversity policy and report on the progress that has been made in achieving those objectives; and
(b) disclose the proportion of female employees in the whole organisations, the proportion in senior executive positions and the proportion of women on its Board.

The Company values diversity and recognises the benefits it can bring in achieving its goals and has already taken steps to adopt some of the provisions of the amended ASX Corporate Governance Principles and Recommendations. The Company has also established a diversity policy which reflects the commitments and objectives of the Company.

A copy of the Diversity Policy is available on the Company's website – www.patrys.com.

CORPORATE GOVERNANCE

Under recommendations 3.3 and 3.4 of the Corporate Governance Principles and Recommendations the Company should disclose the measurable objectives for achieving gender diversity and the progress that has been made towards achieving those objectives, as well as disclose the proportion of women employees in the whole organisation, in senior executive positions and on the Board.

Due to current size and composition of the organisation the Board does not consider it appropriate to provide measurable objectives in relation to gender. The Company is committed to ensuring that the appropriate mix of skills, experience, expertise and diversity are considered when employing staff at all levels of the organisation and when making new senior executive and Board appointments and is satisfied that the composition of employees, senior executives and members of the Board is appropriate.

The proportion of women employees in the organisation, in senior executive positions and on the Board as at the date of this report is outlined in the table below:

	Total Number	Total Number of Female Employees	% of Female Employees
Employees (inc. Board)	11	5	45
Senior Management	3	1	33
Board	5	2	40

Principle 4: Safeguard integrity in financial reporting

Audit and risk committee

It is the Board's responsibility to ensure that an effective internal control framework exists within the entity. This includes internal controls to deal with both the effectiveness and efficiency of significant business processes, the safeguarding of assets, the maintenance of proper accounting records, and the reliability of financial information as well as non-financial considerations such as the benchmarking of operational key performance indicators.

The Board has established an Audit and Risk Committee, which operates under a formal charter approved by the Board, to which it has delegated the responsibility to establish and maintain the framework of internal control and ethical standards for the management of the company.

The Committee also provides the Board with additional assurance regarding the reliability of financial information for inclusion in the financial reports.

The Committee comprises of three members, the majority of whom are independent Directors and the Chair of the Committee is not the Chair of the Board as follows:

Name	Position
Michael Stork	Non-Executive Chairman
Alan Robertson	Independent Non-Executive Member
John Read	Independent Non-Executive Member

The Charter of the Audit and Risk Committee is available on the Company's website – www.patrys.com.

The CEO and CFO attend each Audit and Risk Committee meeting by invitation. Additionally the Committee meets with and receives reports from the external auditors concerning any matters arising in connection with the performance of its role, including the adequacy of internal controls. The external auditors have been appointed since the Company listed in 2007. The Lead External Audit Engagement Partner is required to rotate at least once every 5 years.

Declaration of the CEO and CFO

The CEO and CFO provide the Board with written confirmation that:

- The financial reports present a true and fair view, in all material respects, of the Company's financial condition and operational results and are in accordance with relevant accounting standards;
- The statement is founded on a sound system of risk management and internal compliance and control which implements the policies adopted by the Board; and
- The Company's risk management and internal compliance and control system is operating effectively in all material respects in relations to financial reporting risks.

The Board has received the above declaration from the CEO and CFO for this year.

Principle 5: Make timely and balanced disclosure

The Board has established a policy governing continuous disclosure and has designated the Company Secretary as the person responsible for overseeing and coordinating disclosure of information to the ASX as well as communicating with the ASX.

The identification and monitoring of matters which may require disclose in accordance with the Company's continuous disclosure obligations occurs on a regular basis at management meetings attended by Senior Management. To ensure that all information of this nature is brought to the attention of the Board, the Company has developed a training programme for all staff.

If a matter is identified as potentially requiring disclosure it is provided to the Chairman by the CEO or CFO/Company Secretary. All ASX announcements of a non procedural nature are approved by the Chairman before release.

CORPORATE GOVERNANCE

In accordance with the ASX Listing Rules, the Company immediately notifies the ASX of information:

- Concerning the Company that a reasonable person would expect to have a material effect on the price or value of the Company's securities; and
- That would, or would be likely to, influence persons who commonly invest in securities in deciding whether to acquire or dispose of the Company's securities.

Upon confirmation of receipt from the ASX, the Company posts all information disclosed in accordance with this policy on the Company's website in an area accessible by the public.

The Company has also developed a Communications Policy which covers the basics of how to handle contact with the news media and other external enquiries (received verbally or electronically). The Company recognises that the media is an important vehicle to raise its profile and the work that it is undertaking so the general policy is to actively seek to respond quickly to opportunities. The CEO is the nominated spokesperson and understands the Company's continuous disclosure obligations when communicating with the media and responding to other external enquiries.

The Continuous Disclosure Policy and Communications Policy are available on the Company's website – www.patrys.com.

Principle 6: Respect the rights of Shareholders

The Company respects the rights of its shareholders and to facilitate the effective exercise of those rights has developed a Communications Policy. The Communications Policy is designed to describe the processes Patrys has in place to promote communication with its investors and encourage shareholder participation at AGMs. The Company is committed to:

1. communicating effectively with shareholders through releases to the market via the ASX, the Company's website, information mailed and emailed to shareholders and the general meetings of the Company;
2. giving shareholders ready access to balanced and understandable information about the Company and corporate proposals; and
3. making it easy for shareholders to participate in general meetings of the Company.

The Company also requests the external auditor to attend the Annual General Meeting and be available to answer shareholder questions about the conduct of the audit and the preparation and content of the auditor's report.

The policy provides for the use of systems involving technologies that ensure a regular and timely release of information about the Company. Mechanisms employed include:

1. all information released to the ASX (including annual reports, half-yearly reports, and notices of general meetings and their associated explanatory material) is posted on the Company's website as soon as practicable following confirmation of receipt by the ASX;
2. annual reports (if requested) and notices of general meetings with explanatory material are mailed to investors; and
3. copies of presentations to be made to investors, potential investors and analysts are posted on both the ASX and Patrys websites prior to being delivered.

In addition, the Company makes available a telephone number (+61 3 9670 3273) and email address (info@patrys.com) for shareholders to make enquiries of the Company.

The Communications Policy is available on the Company's website – www.patrys.com.

Principle 7: Recognise and manage risk

The identification and effective management of risk, including calculated risk-taking is viewed as an essential part of the Company's approach to creating long-term shareholder value.

Management, through the CEO, is responsible for designing, implementing and reporting on the adequacy of the Company's risk management and internal control system. Management reports to the Audit and Risk Committee on the Company's key risks and the extent to which it believes these risks are being monitored at each Committee meeting. The Audit and Risk Committee review and monitor management's risk management and internal compliance and control systems.

On a continuous basis the Board has charged the Committee with responsibility that:

- clearly describe the respective roles of the Board, the Committee and Management; and
- prescribe the necessary elements of an effective risk management system, namely, oversight, risk profile, risk management, compliance and control, and assessment of system effectiveness.

The CEO and CFO in providing written confirmation to the Board in accordance with the requirements of Section 295A (2) of the *Corporations Act 2001* have also certified in writing. This certification is founded on a sound system of risk management and internal compliance and control, which implement the policies adopted by the Board and the Company's risk management and internal compliance and control systems are operating efficiently and effectively in all material respects.

Principle 8 - Remunerate fairly and responsibly

The Board is responsible for determining and reviewing compensation arrangements for the Directors themselves, the Non Executive Chairman and the Senior Management team. The Board has established a Nomination and Remuneration Committee, comprising of three Directors, the majority of which are Non-Executive Directors.

The performance of the Board, Committees, individual Directors and key executives is reviewed regularly.

Performance appraisals are undertaken annually. The performance criteria against which the Board, key executives and committees will be assessed are aligned with key corporate governance needs as well as financial and non-financial objectives.

Executives are given limited salary packaging options for their base salary including superannuation. It is intended that the manner of payment is optimal for the recipient without increasing the cost to the Company. Executive performance and remuneration includes an "at-risk" component, the payment of which is dependent upon individual and team performance relative to specific targets. Long-term incentive arrangements have been provided by participation in equity plans to ensure key employees maintain a long-term interest in the growth and value of the Company.

The Company also issues equity to Non-Executive Directors to align their interests with the long-term goals of the Company. There is no scheme to provide retirement benefits other than statutory superannuation.

In relation to the payment of bonuses, options and other incentive payments to executives and other staff, discretion is exercised by the Board having regard to individual, team and Company performance relative to specific targets during the period.

The expected outcomes of the remuneration structure are to retain and motivate Directors and key executives, attract quality management and provide incentives which align performance and Company success in a manner that is market competitive, consistent with best practice and in the interests of shareholders. Details of the nature and amount of each element of remuneration, including both monetary and non-monetary components, for each Director and the (Non Director) Officers paid during the year can be found in the Directors' Report.

PATRYS LIMITED
ABN 97 123 055 363
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2012

		Consolidated	
		2012	2011
	Note	$	$
Revenues from continuing operations	2(a)	1,071,733	1,067,756
Expenses from continuing operations			
Research & development	2(b)	(4,828,163)	(6,299,205)
Management & administration		(1,341,892)	(1,951,885)
Finance costs	2(b)	-	(222,601)
Loss from continuing operations before tax		(5,098,322)	(7,405,935)
Income tax (expense)	3	(10,569)	(15,735)
Loss for the year from continuing operations after income tax		**(5,108,891)**	**(7,421,670)**
Other comprehensive income			
Exchange differences on translating foreign operations	14(a)	(25,936)	(27,677)
Total comprehensive income for the year attributable to members of the Company		**(5,134,827)**	**(7,449,347)**

Earnings per share:

Basic earnings per share - from continuing operations	5	(1.69¢)	(3.39¢)
Diluted earnings per share - from continuing operations	5	(1.69¢)	(3.39¢)

The accompanying notes form part of these financial statements.

PATRYS LIMITED
ABN 97 123 055 363
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2012

	Fully paid ordinary shares	Foreign currency translation reserve	Share option reserve	Share loan plan reserve	Accumulated losses	Total
2012	**$**	**$**	**$**	**$**	**$**	**$**
At 1 July 2011	**45,075,202**	**(81,446)**	**842,197**	**221,384**	**(32,591,850)**	**13,465,487**
Loss for the period	-	-	-	-	(5,108,891)	(5,108,891)
Other comprehensive income	-	(25,936)	-	-	-	(25,936)
Total comprehensive income for the year	-	(25,936)	-	-	(5,108,891)	(5,134,827)
Transactions with owners in their capacity as owners:						
Issued capital	4,406,000	-	-	-	-	4,406,000
Transaction costs related to shares issued	(345,027)	-	-	-	-	(345,027)
Cost of share based payment	-	-	5,925	48,260	-	54,185
At 30 June 2012	**49,136,175**	**(107,382)**	**848,122**	**269,644**	**(37,700,741)**	**12,445,818**
2011	**$**	**$**	**$**	**$**	**$**	**$**
At 1 July 2010	**39,634,530**	**(53,769)**	**760,597**	**61,588**	**(25,170,180)**	**15,232,766**
Loss for the period	-	-	-	-	(7,421,670)	(7,421,670)
Other comprehensive income	-	(27,677)	-	-	-	(27,677)
Total comprehensive income for the year	-	(27,677)	-	-	(7,421,670)	(7,449,347)
Transactions with owners in their capacity as owners:						
Issued capital	5,780,500	-	-	-	-	5,780,500
Transaction costs related to shares issued	(339,828)	-	-	-	-	(339,828)
Cost of share based payment	-	-	81,600	159,796	-	241,396
At 30 June 2011	**45,075,202**	**(81,446)**	**842,197**	**221,384**	**(32,591,850)**	**13,465,487**

The accompanying notes form part of these financial statements.

PATRYS LIMITED
ABN 97 123 055 363
STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2012

		Consolidated	
		2012	2011
	Note	$	$
Current assets			
Cash and cash equivalents	6	6,189,110	6,203,135
Trade and other receivables	7	36,097	43,991
Other current assets	8	153,259	88,062
Total current assets		**6,378,466**	**6,335,188**
Non-current assets			
Property, plant and equipment	9	375,602	475,598
Intangible assets	10	6,608,107	8,035,441
Total non-current assets		**6,983,709**	**8,511,039**
Total assets		**13,362,175**	**14,846,227**
Current liabilities			
Trade and other payables	11	823,806	1,196,931
Current tax liabilities	3	-	6,399
Provisions	12	92,551	77,410
Total current liabilities		**916,357**	**1,280,740**
Non-current liabilities			
Trade and other payables	11	-	100,000
Total non-current liabilities		**-**	**100,000**
Total liabilities		**916,357**	**1,380,740**
Net assets		**12,445,818**	**13,465,487**
Equity			
Issued capital	13	49,136,175	45,075,202
Reserves	14	1,010,384	982,135
Accumulated losses	14	(37,700,741)	(32,591,850)
Total equity		**12,445,818**	**13,465,487**

The accompanying notes form part of these financial statements.

PATRYS LIMITED
ABN 97 123 055 363
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2012

	Note	Consolidated 2012 $	Consolidated 2011 $
Cash flows from operating activities			
Receipts from customers		-	500,000
Payments to suppliers and employees		(4,807,266)	(6,496,318)
Finance costs		-	(222,601)
Income tax paid		(24,560)	(26,895)
Interest received		210,810	423,955
R&D tax concession		858,866	703,547
Other income		7,646	4,805
Net cash used in operating activities	**15 (b)**	**(3,754,504)**	**(5,113,507)**
Cash flows from investing activities			
Proceeds from disposal of property, plant and equipment		-	53,349
Payments for property, plant and equipment		-	(7,956)
Payments for intangible assets		(386,737)	(909,501)
Net cash used in investing activities		**(386,737)**	**(864,108)**
Cash flows from financing activities			
Net proceeds from issue of shares		4,406,000	5,780,500
Payment for share issue expenses		(269,694)	(339,828)
Repayment of borrowings		-	(18,971)
Net cash provided by financing activities		**4,136,306**	**5,421,701**
Net (decrease) in cash and cash equivalents		(4,935)	(555,914)
Effects of exchange rate changes on the balance of assets held in foreign currencies		(9,090)	(24,184)
Cash and cash equivalent at beginning of year		6,203,135	6,783,233
Cash and cash equivalents at end of year	**15 (a)**	**6,189,110**	**6,203,135**

The accompanying notes form part of these financial statements

PATRYS LIMITED
ABN 97 123 055 363
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2012

Introduction

The financial report covers Patrys Limited ("Patrys" or "Company") a Company limited by shares whose shares are publicly traded on the Australian Securities Exchange. Patrys is incorporated and domiciled in Australia. The presentation currency and functional currency of the Group is Australian dollars.

Separate financial statements for Patrys Limited as an individual entity are no longer presented as the consequence of a change to the Corporations Act 2001, however, limited financial information for Patrys Limited as an individual entity is included in Note 23.

The principal activity of the Company and its subsidiaries ("Group") during the financial year was associated with utilising its technologies with the objective to develop natural human antibody therapeutics to administer as treatments to fight cancer.

The financial report was authorised for issue by the Board of Directors of Patrys on the date shown on the Declaration by Directors attached to the Financial Statements.

Note 1: Statement of significant accounting policies

The significant policies which have been adopted in the preparation of these financial statements are:

a) Statement of compliance

The financial report is a general purpose financial report which has been prepared in accordance with the *Corporations Act 2001*, Accounting Standards and Interpretations, and complies with other requirements of the law. Patrys Limited is a for-profit entity for the purpose of preparing these financial statements.

The financial report comprises the consolidated financial statements of the Group.

Accounting Standards include Australian equivalents to International Financial Reporting Standards ('A-IFRS'). Compliance with A-IFRS ensures that the financial statements and notes of the Company and the Group comply with International Financial Reporting Standards ('IFRS').

b) Basis of preparation

The financial report has been prepared on the basis of historical cost, except for the revaluation of certain non-current assets and financial instruments. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars unless otherwise noted. All values are rounded to the nearest dollar.

The accounting policies have been consistently applied and, except where there is a change in accounting policy, are consistent with those of the previous year.

c) Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and the 'Group'. Control is achieved where the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The results of subsidiaries acquired or disposed of during the year are consolidated from the effective date of acquisition or up to the effective date of disposal, as appropriate.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by other members of the Group.

All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

Investments in subsidiaries are accounted for at cost in the individual financial statement of Patrys Limited.

d) Going concern

The financial statements have been prepared on a going concern basis.

For the year ended 30 June 2012, the Group incurred a loss from continuing operations after income tax of $5,108,891 (2011: $7,421,670) and had consolidated net cash outflows from operations of $3,754,504 (2011: $5,113,507). The Group does not yet have a source of income sufficient to meet operating costs and is reliant on equity capital to fund its operations.

At 30 June 2012, the Group had net current assets of $5,462,109 (2011: $5,054,448). The Group has a history of successfully raising funds and during the year under review has raised capital in the amount of $4,406,000, before costs (2011: $5,780,500). Subsequent to year end the Group raised further capital in the amount of $1,105,000, before costs.

From the date of this report cash flow forecasts prepared by management demonstrate that the Group has sufficient funds to meet its commitments for a period of not less than twelve months. For this reason the financial statements have been prepared on the basis that the Group is a going concern, which contemplates normal business activity, realisation of assets and the settlement of liabilities in the normal course of business.

e) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, held at call with financial institutions, and other short-term deposits with an insignificant risk of change in value.

Bank overdrafts are shown within borrowings in current liabilities on the statement of financial position. For the purposes of the statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts.

f) Earnings per share

Basic earnings per share
Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year. Shares issued under the Loan Share Plan and options issued under the Employee Share Option Plan are excluded from this calculation. Refer to Note 5 for further details.

Diluted earnings per share
Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares. Shares issued under the Loan Share Plan and options issued under the Employee Share Option Plan are excluded from this calculation. Refer to Note 5 for further details.

g) Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described below, management is required to make judgements, estimates and assumptions about carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstance, the results of which form the basis of making the judgements. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgements made in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements concerns management's review of the following items for indicators of impairment: (i) investments in and loans to subsidiaries in the parent entity and (ii) finite life intangibles in the Group. The carrying amount of investments in subsidiaries at 30 June 2012 is $233,542 (2011: $233,542) and the carrying amount of intangibles at 30 June 2012 is $6,608,107 (2011: $8,035,441).

At each reporting period the Company assesses whether investments in subsidiaries and loans to subsidiaries have suffered any impairment in accordance with the accounting policy stated in Note 1(u) and whether finite life intangibles have suffered any impairment in accordance with the accounting policy stated in Note 1(u).

Other areas that require significant judgement and key assumptions include share based payments, which are calculated at fair value using industry standard option pricing models, and the estimated useful life of intangibles, which is based on knowledge of patent law, understanding of competitive forces, and general familiarity with the biotechnology therapeutic product market.

There have been no other significant judgments made in applying accounting policies that the Directors consider would have a significant effect on the amounts recognised in the financial statements.

There have been no key assumptions made concerning the future, and there are no other key sources of estimation uncertainty at the balance date, that the Directors consider would have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

h) Property, plant and equipment

The purchase method of accounting is used for all acquisitions of assets. Cost is measured as the fair value of the assets given up, shares issued or liabilities undertaken at the date of acquisition plus incidental costs directly attributable to the acquisition.

Property, plant and equipment is recognised at cost and are depreciated over their estimated useful lives using the straight line method. The expected useful life for property, plant and equipment is:

- Computer equipment – 3 years;
- Plant and equipment – 5 years;
- Motor Vehicles – 8 years; and
- Furniture – 13.3 years.

Profits and losses on disposal of plant and equipment are taken into account in determining the profit for the year.

Impairment
The carrying values of plant and equipment are reviewed for impairment at each reporting date with recoverable amount being estimated when events or changes in circumstances indicate that the carrying value may be impaired.

Impairment exists when the carrying value of an asset exceeds its estimated recoverable amount. The asset is then written down to its recoverable amount.

Impairment losses are recognised in the statement of comprehensive income.

i) Investments

Shares in controlled entities are shown in the parent entity information disclosed at Note 23 at cost or recoverable amount. Controlled entities are accounted for in the consolidated accounts as set out in the Note 1(c).

j) Trade and other receivables

Trade receivables and other receivables represent the principal amounts due at balance date less, where applicable, any provision for doubtful debts. An estimate for doubtful debts is made when collection of the full amount is no longer probable. Debts which are known to be uncollectible are written off. All trade receivables and other receivables are recognised at the amounts receivable as they are due for settlement within 90 days.

k) Research and development costs

Research and development expenditure is expensed as incurred except to the extent that its future recoverability can reasonably be regarded as assured, in which case it is deferred and amortised on a straight line basis over the period in which the related benefits are expected to be realised.

The carrying value of development costs that have been capitalised are reviewed for impairment annually when the asset is not yet in use or when an indicator of impairment arises during the reporting year indicating that the carrying value may not be recoverable.

l) Trade and other payables

Payables represent the principal amounts outstanding at balance date plus, where applicable, any accrued interest. Liabilities for payables and other amounts are carried at cost which approximates fair value of the consideration to be paid in the future for goods and services received, whether or not billed. The amounts are unsecured and are usually paid within 30 days of recognition.

m) Borrowings

Loans are carried at their principal amounts, which represent the present value of future cash flows associated with servicing the debt. Interest is accrued over the period it becomes due and is recorded as part of other creditors.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liabilities for at least 12 months after the statement of financial position date.

n) Borrowing costs

Borrowing costs incurred for the construction of qualifying assets are capitalised during the period of time that is required to complete and prepare the assets for their intended use or sale. No borrowing costs were capitalised during the financial year ended 30 June 2012 (2011: Nil). Other borrowing costs are expensed.

o) Leases

Leases of property, plant and equipment where the Company bears substantially all the risks and benefits incidental to ownership of the asset, are classified as finance leases.

Finance leases are capitalised, recorded as an asset and a liability equal to the present value of the minimum lease payments, including any residual payments as determined by the lease contract. Leased assets are amortised on a straight line basis over the estimated useful lives where it is likely that the Group will obtain legal ownership of the asset on expiry of the lease. Lease payments are allocated over both the lease interest expense and the lease liability.

Lease payments for operating leases where substantially all the risks and benefits of ownership remain with the lessor are charged as expenses in the periods in which they are incurred.

p) Share based payments

Equity settled share based payments with employees, key consultants providing similar services and Directors are measured at fair value at the date of issue. Fair value is measured by use of industry standard pricing models. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non transferability, exercise restrictions and behavioural considerations.

The fair value determined at the issue date of the equity settled share based payments is expensed on a straight line basis over the vesting period, based on the consolidated entity's estimate of shares that will eventually vest.

For cash settled share based payments, a liability equal to the portion of the goods or services received is recognised at the current fair value determined at each reporting date.

q) Income taxes

Income taxes are accounted for using the comprehensive statement of financial position liability method whereby:

- the tax consequences of recovering (settling) all assets (liabilities) are reflected in the financial statements;
- current and deferred tax is recognised as income or expense except to the extent that the tax relates to equity items or to a business combination;
- a deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available to realise the asset; and
- deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability settled.

r) Issued capital

Ordinary shares are classified as equity (Note 13).

Transaction costs arising on the issue of equity instruments are recognised directly in equity as a reduction of the proceeds of the equity instruments to which the costs relate. Transaction costs are the costs that are incurred directly in connection with the issue of those equity instruments and which would not have been incurred had those instruments not been issued.

s) Goods and services tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST except where the GST incurred on a purchase of goods and services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense.

Receivables and payables are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

Cash flows are included in the statement of cash flows on a gross basis and the GST component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority, is classified as operating cash flows.

t) Revenue recognition

Licence revenue
Licence revenue is recognised in accordance with the underlying agreement. Upfront milestone payments are brought to account as revenues at the time of execution of the agreement and subsequent milestones when the relevant milestone has been achieved.

Interest income
Interest income is recognised on a time proportion basis using the effective interest method. When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loans is recognised using the original effective interest rate.

R&D tax concession
Income from the R&D Tax Concession is recognised on an accruals basis.

Grant income
Grant income is recognised on a receipts basis.

u) Impairment of assets

Goodwill and other intangible assets that have an indefinite useful life and intangible assets not yet available for use are not subject to amortisation and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired. An impairment of Goodwill is not subsequently reversed.

Other assets are tested for impairment whenever events or changes in circumstances indicate the carrying amount may not be recoverable. An impaired loss is recognised for the amount by which the asset's carrying amount may not be recoverable.

At each reporting date, the Group reviews the carrying amounts of its finite life tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the consolidated entity estimates the recoverable amount of the cash-generating unit to which the asset belongs.

v) Comparative figures

Comparatives have been reclassified so as to be consistent with the figures presented in the current year.

w) Foreign currency translation

Functional and presentation currency
Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in Australian dollars, which is Patrys Limited's functional and presentation currency.

Transactions and balances
Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income, except when they are deferred in equity as qualifying cash flow hedges and qualifying net investment hedges or are attributable to part of the net investment in a foreign operation.

Monetary assets and liabilities denominated in foreign currencies are translated at the rates of exchange ruling at balance date. Foreign exchange gains or losses resulting from the translation of monetary assets and liabilities at year end exchange rates are recognised in the statement of comprehensive income.

Group companies
The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- income and expenses for each statement of comprehensive income are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), and
- all resulting exchange differences are recognised as a separate component of equity.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are taken to shareholders' equity. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, a proportionate share of such exchange differences are recognised in the statement of comprehensive income, as part of the gain or loss on sale where applicable.

The functional currency of the overseas subsidiary Patrys GmbH is the Euro. The functional currency of the overseas subsidiary Patrys Inc. is United States Dollars.

x) Intangible assets

Patents, trademarks and licences
Patents, trademarks and licences have a finite useful life and are carried at cost less accumulated amortisation and impairment losses.

Patents, trademarks and licences comprise licences, intellectual property and registered trademarks and patents. Amortisation is calculated using straight line method, over their estimated useful lives from 8 to 20 years.

y) Financial assets

Investments are recognised and derecognised on trade date where the purchase or sale of an investment is under a contract whose terms require delivery of the investment within the time frame established by the market concerned, and are initially measured at fair value, net of transaction costs except for those financial assets classified as at fair value through profit or loss which are initially measured at fair value.

Other financial assets are classified into the following specified categories: financial assets 'at fair value through profit or loss', 'held-to-maturity investments', 'available-for-sale' financial assets, and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Effective interest method
The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset, or, where appropriate, a shorter period.

Income is recognised on an effective interest rate basis for debt instruments other than those financial assets 'at fair value through profit or loss'.

Financial assets at fair value through profit or loss
Financial assets are classified as financial assets at fair value through profit or loss where the financial asset:

- has been acquired principally for the purpose of selling in the near future;
- is a part of an identified portfolio of financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- is a derivative that is not designated and effective as a hedging instrument.

Financial assets at fair value through profit or loss are stated at fair value with any resultant gain or loss recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset.

Available-for-sale financial assets
Certain financial assets held by the Group are classified as being available-for-sale and are stated at fair value. Gains and losses arising from changes in fair value are recognised directly in the investments revaluation reserve with the exception of impairment losses. Interest calculated using the effective interest method and foreign exchange gains and losses on monetary assets which are recognised directly in profit or loss. Where the investment is disposed of or is determined to be impaired, the cumulative gain or loss previously recognised in the investments revaluation reserve is included in profit or loss for the period.

Dividends on available-for-sale equity instruments are recognised in profit and loss when the Group's right to receive payments is established.

The fair value of available-for-sale monetary assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at reporting date. The change in fair value attributable to translation differences that result from a change in amortised cost of the asset is recognised in profit or loss, and other changes are recognised in equity.

Loans and receivables
Trade receivables, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method less impairment. Interest is recognised by applying the effective interest rate.

Impairment of financial assets
Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at each statement of financial position date. Financial assets are impaired where there is objective evidence that as a result of one or more events that occurred after the initial recognition of the financial asset the estimated future cash flows of the investment have been impacted. For financial assets carried at amortised cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables where carrying amount is reduced through the use of an allowance account. When a trade receivable is uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

With the exception of available-for-sale equity instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

In respect of available-for-sale equity instruments, any subsequent increase in fair value after an impairment loss is recognised directly in equity.

z) New accounting standards for application in future periods

The AASB has issued a number of new and amended Accounting Standards and Interpretations that have mandatory application dates for future reporting periods, some of which are relevant to the Group. The Group has decided not to early adopt any of the new and amended pronouncements. The Group's assessment of the new and amended pronouncements that are relevant to the Group but applicable in future reporting periods is set out below.

- AASB 9: Financial Instruments (December 2010) and AASB 2010–7: Amendments to Australian Accounting Standards arising from AASB 9 (December 2010) [AASB 1, 3, 4, 5, 7, 101, 102, 108, 112, 118, 120, 121, 127, 128, 131, 132, 136, 137, 139, 1023 & 1038 and Interpretations 2, 5, 10, 12, 19 & 127] (applicable for annual reporting periods commencing on or after 1 January 2013).

  These Standards are applicable retrospectively and include revised requirements for the classification and measurement of financial instruments, as well as recognition and derecognition requirements for financial instruments.

  The key changes made to accounting requirements include:
  - simplifying the classifications of financial assets into those carried at amortised cost and those carried at fair value;
  - simplifying the requirements for embedded derivatives;
  - removing the tainting rules associated with held-to-maturity assets;
  - removing the requirements to separate and fair value embedded derivatives for financial assets carried at amortised cost;
  - allowing an irrevocable election on initial recognition to present gains and losses on investments in equity instruments that are not held for trading in other comprehensive income. Dividends in respect of these investments that are a return on investment can be recognised in profit or loss and there is no impairment or recycling on disposal of the instrument;
  - requiring financial assets to be reclassified where there is a change in an entity's business model as they are initially classified based on: (a) the objective of the entity's business model for managing the financial assets; and (b) the characteristics of the contractual cash flows; and
  - requiring an entity that chooses to measure a financial liability at fair value to present the portion of the change in its fair value due to changes in the entity's own credit risk in other comprehensive income, except when that would create an accounting mismatch. If such a mismatch would be created or enlarged, the entity is required to present all changes in fair value (including the effects of changes in the credit risk of the liability) in profit or loss.

The Group has not yet been able to reasonably estimate the impact of these pronouncements on its financial statements.

- AASB 2010–8: Amendments to Australian Accounting Standards – Deferred Tax: Recovery of Underlying Assets [AASB 112] (applies to periods beginning on or after 1 January 2012).

  This Standard makes amendments to AASB 112: Income Taxes and incorporates Interpretation 121: Income Taxes – Recovery of Revalued Non-Depreciable Assets into AASB 112.

  Under the current AASB 112, the measurement of deferred tax liabilities and deferred tax assets depends on whether an entity expects to recover an asset by using it or by selling it. The amendments introduce a presumption that an investment property is recovered entirely through sale. This presumption is rebutted if the investment property is held within a business model whose objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale.

  The amendments are not expected to significantly impact the Group.

- AASB 10: Consolidated Financial Statements, AASB 11: Joint Arrangements, AASB 12: Disclosure of Interests in Other Entities, AASB 127: Separate Financial Statements (August 2011), AASB 128: Investments in Associates and Joint Ventures (August 2011) and AASB 2011–7: Amendments to Australian Accounting Standards arising from the Consolidation and Joint Arrangements Standards [AASB 1, 2, 3, 5, 7, 9, 2009–11, 101, 107, 112, 118, 121, 124, 132, 133, 136, 138, 139, 1023 & 1038 and Interpretations 5, 9, 16 & 17] (applicable for annual reporting periods commencing on or after 1 January 2013).

  AASB 10 replaces parts of AASB 127: Consolidated and Separate Financial Statements (March 2008, as amended) and Interpretation 112: Consolidation – Special Purpose Entities. AASB 10 provides a revised definition of control and additional application guidance so that a single control model will apply to all investees. The Group has not yet been able to reasonably estimate the impact of this Standard on its financial statements.

  AASB 11 replaces AASB 131: Interests in Joint Ventures (July 2004, as amended). AASB 11 requires joint arrangements to be classified as either "joint operations" (where the parties that have joint control of the arrangement have rights to the assets and obligations for the liabilities) or "joint ventures" (where the parties that have joint control of the arrangement have rights to the net assets of the arrangement). Joint ventures are required to adopt the equity method of accounting (proportionate consolidation is no longer allowed).

  AASB 12 contains the disclosure requirements applicable to entities that hold an interest in a subsidiary, joint venture, joint operation or associate. AASB 12 also introduces the concept of a "structured entity", replacing the "special purpose entity" concept currently used in Interpretation 112, and requires specific disclosures in respect of any investments in unconsolidated structured entities. This Standard will affect disclosures only and is not expected to significantly impact the Group.

  To facilitate the application of AASBs 10, 11 and 12, revised versions of AASB 127 and AASB 128 have also been issued. These Standards are not expected to significantly impact the Group.

- AASB 13: Fair Value Measurement and AASB 2011–8: Amendments to Australian Accounting Standards arising from AASB 13 [AASB 1, 2, 3, 4, 5, 7, 9, 2009–11, 2010–7, 101, 102, 108, 110, 116, 17, 118, 119, 120, 121, 128, 131, 132, 133, 134, 136, 138, 139, 140, 141, 1004, 1023 & 1038 and Interpretations 2, 4, 12, 13, 14, 17, 19, 131 & 132] (applicable for annual reporting periods commencing on or after 1 January 2013).

  AASB 13 defines fair value, sets out in a single Standard a framework for measuring fair value, and requires disclosures about fair value measurement.

  AASB 13 requires:
  - inputs to all fair value measurements to be categorised in accordance with a fair value hierarchy; and
  - enhanced disclosures regarding all assets and liabilities (including, but not limited to, financial assets and financial liabilities) to be measured at fair value.

  These Standards are not expected to significantly impact the Group.

- AASB 2011–9: Amendments to Australian Accounting Standards – Presentation of Items of Other Comprehensive Income [AASB 1, 5, 7, 101, 112, 120, 121, 132, 133, 134, 1039 & 1049] (applicable for reporting periods commencing on or after 1 July 2012).

  The main change arising from this Standard is the requirement for entities to group items presented in other comprehensive income (OCI) on the basis of whether they are potentially re-classifiable to profit or loss subsequently. This Standard affects presentation only and is therefore not expected to significantly impact the Group.

Note 2: Revenue and expenses from continuing operations

	Consolidated 2012 $	2011 $
(a) Revenue		
Interest received – bank deposits	208,016	326,029
Interest received other	-	30,581
R & D tax concession	858,866	703,547
Other	4,851	7,599
Total revenue from continuing operations	**1,071,733**	**1,067,756**
(b) Expenses		
Employee salary and benefit expenses:		
Salary and employee benefit expenses	1,520,872	2,434,877
Defined contribution superannuation expenses	99,046	89,309
Share based payments	54,185	241,396
Total employee salary and benefit expenses	**1,674,103**	**2,765,582**
Depreciation, amortisation and impairment of non-current assets:		
Plant and equipment	64,193	102,259
License and registered patents	1,719,032	906,818
Total depreciation, amortisation and impairment expenses	**1,783,225**	**1,009,077**
Finance costs:		
Interest expense	-	5,101
Cost associated with funding facility	-	217,500
Total finance costs	**-**	**222,601**
Foreign currency exchange differences:		
Foreign currency exchange losses	9,550	205,224
Total foreign currency exchange differences	**9,550**	**205,224**
Operating expenses:		
Research and development expenses	4,828,163	6,299,205
Operating lease expenses	96,761	97,141
Loss on disposal of non-current assets	-	25,262
Provision for non-recovery of other debtors	-	30,581

Note 3: Income taxes

	Consolidated 2012 $	2011 $
Income tax expense		
Current tax expense in respect of current year	**10,569**	**15,735**
The prima facie income tax expense on the loss from continuing operations before tax reconciles to the income tax expense in the financial statements as follows:		
Loss from continuing operations before tax	(5,098,322)	(7,405,935)
Income tax calculated at 30%	(1,529,497)	(2,221,781)
Effect of revenue that is not assessable in determining taxable loss	(257,660)	(211,064)
Effect of expenses that are not deductible in determining taxable loss	16,256	72,419
Effect of different tax rates of subsidiaries operating in other jurisdictions	230	609
Deferred tax assets not brought into account	1,781,240	2,375,552
Income tax expense	**10,569**	**15,735**
Current tax liabilities		
Income tax payable attributable to subsidiaries	**-**	**6,399**
Unrecognised deferred tax assets		
The following deferred tax assets have not been brought to account as assets:		
Tax losses – revenue	11,233,689	10,041,631

These deferred tax assets (not recognised) will only be obtained if:

(i) the entities derive future assessable income of a nature and of an amount sufficient to enable the benefits from the deduction for losses to be realised;

(ii) the entities continue to comply with the conditions for deductibility imposed by the law; and no changes in tax legislation adversely affect the entities in realising the relevant benefits from deduction for the losses; and

(iii) no changes in tax legislation adversely affect the entities in realising the relevant benefits from deduction for the losses.

Note 4: Remuneration of auditors

	Consolidated 2012 $	2011 $
Audit services		
BDO East Coast Partnership*:		
Audit and review of financial reports and other audit work under the *Corporations Act 2001*	47,142	57,406
Total remuneration for audit services	*47,142*	*57,406*
Other advisory services		
BDO East Coast Partnership*:		
Advice on taxation matters and review and lodgement of corporate tax returns	14,476	10,745
Total remuneration	**61,618**	**68,151**

*BDO East Coast Partnership previously traded as PKF.

Note 5: Earnings per share

	Consolidated *2012* *$*	*2011* *$*
Net loss used in calculating basic earnings per share:	5,108,891	7,421,670
Net loss used in calculating diluted earnings per share:	5,108,891	7,421,670
	Number of Shares	**Number of Shares**
Weighted average number of ordinary shares used in calculating basic earnings per share	301,608,744	218,828,753
Dilutive potential ordinary shares	-	-
Weighted average number of ordinary shares and potential ordinary shares used in calculating diluted earnings per share	**301,608,744**	**218,828,753**

Information concerning the classification of securities

Fully paid ordinary shares

Fully paid ordinary shares carry the right to participate in dividends and the proceeds on winding up of the Company in equal proportion to the number of shares held. At shareholder meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands. Fully paid ordinary shares are included as ordinary shares in the determination of basic earnings per share.

Loan Share Plan

The Company introduced the Loan Share Plan (“LSP”) in December 2009 following approval of the plan at the 2009 Annual General Meeting. Only Australian residents are eligible to participate in the plan. The plan allows non-recourse, interest free loans to be provided to eligible participants to acquire shares under the plan. If and when an issue is made it will be treated as an in-substance grant of options and expensed over the vesting period because of the limited recourse nature of the loans.

Shares offered under the Loan Share Plan may be subject to Vesting Conditions, Forfeiture Conditions and Disposal Restrictions (collectively referred to as “Conditions”) as determined by the Board and specified in the Offer documents sent to participants. The Board had discretion to waive or deem Conditions to have been satisfied. Shares under the LSP cannot be dealt with (including traded on the ASX) unless they are not subject to any Conditions and there is no outstanding Loan on the shares.

Generally shares issued under the plan will vest over a three year period. The shares are acquired in the name of the participant and each participant authorises and appoints the Company Secretary to act on their behalf. Any dividends paid on the shares are used to repay the loan. In all other respects the shares issued under the LSP carry the same rights as other ordinary shares on issue. If the participant leaves the Company, any shares that have not vested will be bought back by the Company and cancelled along with the loan. In respect of shares that have vested the loan balance must be paid in full within six months of termination or the shares will be sold and the proceeds applied to settle the loan balance. The issue price of the shares in the Company held under the LSP is not included in equity until the loan has been repaid.

Amounts unpaid on shares held under the LSP are treated as the equivalent of options to acquire ordinary shares and are excluded as potential ordinary shares in the determination of diluted earnings per share. The shares held under the LSP have not been included in the determination of basic earnings per share. Details relating to the LSP are set out in note 19.

The 3,862,085 shares on issue at balance date that were granted under the LSP are not included in the calculation of diluted earnings per share because they are anti-dilutive for the year ended 30 June 2012. These shares held under LSP could potentially dilute basic earnings per share in the future.

Options

Options granted to employees under the Employee Share Option Plan (“ESOP”) are considered to be potential ordinary shares and have been excluded in the determination of diluted earnings per share to the extent to which they are dilutive. The options have not been included in the determination of basic earnings per share because they are anti-dilutive for the year ended 30 June 2012. Details relating to the options are set out in note 19.

Note 6: Cash and cash equivalents

	Consolidated	
	2012 *$*	*2011* *$*
Cash at bank	75,527	48,970
Deposit at call	1,433,583	1,974,165
Term deposits	4,680,000	4,180,000
	6,189,110	**6,203,135**

Note 7: Trade and other receivables

	Consolidated	
	2012 *$*	*2011* *$*
Other receivables	36,097	43,991
	36,097	**43,991**

The balance of other receivables of $36,097 (2010: $43,991) is not past due and not considered impaired.

Note 8: Other current assets

	Consolidated	
	2012 *$*	*2011* *$*
Prepayments	136,228	70,240
Security Deposits	17,031	17,822
	153,259	**88,062**

Note 9: Property, plant and equipment

	Consolidated	
	2012 *$*	*2011* *$*
Plant and equipment		
At cost	689,905	743,737
Accumulated depreciation	(314,303)	(268,139)
Net plant and equipment	375,602	475,598
Plant and equipment – finance lease		
At cost	-	-
Accumulated depreciation	-	-
Net plant and equipment – finance lease	-	-
Total net plant and equipment	**375,602**	**475,598**

Movements in the carrying amounts for each class of property, plant and equipment between the beginning and the end of the current financial year

Plant and equipment at cost:		
Balance at the beginning of year	475,598	648,755
Additions	-	7,956
Disposals	-	(56,496)
Depreciation expense	(64,193)	(96,721)
Foreign exchange decrement	(35,803)	(27,896)
Carrying amount at the end of year	**375,602**	**475,598**
Plant and equipment – finance lease:		
Balance at the beginning of year	-	27,654
Disposals	-	(22,116)
Depreciation expense	-	(5,538)
Carrying amount at the end of year	**-**	**-**

Note 10: Intangible assets

	Consolidated 2012 $	2011 $
Intellectual property establishment and licenses acquired at cost (ii)	11,005,967	10,714,269
Less: Accumulated amortisation and impairment losses	(4,397,860)	(2,678,828)
Total net intangible assets	**6,608,107**	**8,035,441**

Movements in the carrying amounts for intellectual property between the beginning and the end of the current financial year

Carrying amount at the beginning of year	8,035,441	8,060,622
Additions – acquisitions	291,698	881,637
Amortisation and impairment expense (i)	(1,719,032)	(906,818)
Carrying amount at the end of year (iii)	**6,608,107**	**8,035,441**

(i) Amortisation and impairment expense is included in the line item ‘research and development’ in the statement of comprehensive income.

(ii) Intangible assets comprise licences, intellectual property, trademarks and registered patents, have a finite useful life and are recorded at cost. Amortisation is calculated using straight line method over the estimated useful life, which ranges from 9 to 20 years. Remaining amortisation periods range from 4 to 20 years.

(iii) Intellectual property which includes platform technology and product related intellectual property is reviewed on a regular basis and where a decision has been made not to pursue a product, the remaining value recorded as an asset is impaired. Recoverable amounts of intellectual property have been supported based on a value in use calculation under which the present worth of the future cash flows expected over the economic life of the asset was determined. The future cash flow projections are based on financial budgets and business plans as well as an assessment of information from external sources on such facts as the existing incidence of the disease, projections of patents, product market size, competitor products and the expected growth figures.

The valuation was performed in-house using the probability adjusted net present value (NPV) method. The valuation has been based on a cash flow projection covering the remaining term of each relevant patent application that can exceed 12 years yet, does not exceed 20 years.

A pre-tax discount rate of 20% was used. The other key assumptions included expected milestone receipts; royalty rates received of 3% and estimated market size. No reasonably expected change in any of the key assumptions would impact the estimated recoverable amount.

Funds are being invested in research and development, as products move through each phase of required preclinical and clinical development. Product development can take several years. The NPV model has incorporated projected cash flows from between 8 to 20 years based on the patent life in lieu of using a terminal value to better reflect the nature of the cash flows to be received over the product life cycle. The application of extended cash flow projections beyond five years is consistent with AASB 136 *Impairment of Assets* 134(d)(iii).

Management undertakes this analysis on a regular basis.

Note 11: Trade and other payables

	Consolidated	
	2012	*2011*
	$	*$*
Current		
Trade creditors	309,268	330,669
Payables associated with acquisition of IP	100,000	-
Other creditors and accruals	414,538	866,262
Total current	823,806	1,196,931
Non-current		
Payables associated with acquisition of IP	-	100,000
Total non-current	-	100,000
Total trade and other payables	**823,806**	**1,296,931**

Note 12: Provisions

	Consolidated	
	2012	*2011*
	$	*$*
Annual leave	92,551	77,410
	92,551	**77,410**

Note 13: Contributed equity

The Company does not have authorised capital nor par value in respect of its issued shares.

Ordinary shares participate in dividends and the proceeds on winding up of the Company in equal proportion to the number of shares held. At shareholder meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

(a) Movements in issued capital during the year were as follows:

	2012 No.	*2011* No.	*2012* $	*2011* $
Issued shares:				
At the beginning of the reporting period	249,213,898	186,267,371	45,075,202	39,634,530
Share Placement shares issued at 10 cents per share	-	37,750,000	-	3,775,000
Share Purchase Plan shares issued at 10 cents per share	-	5,054,000	-	505,400
Shares issued on conversion of Notes	-	19,114,537	-	1,500,100
Share Placement shares issued at 3 cents per share	113,533,334	-	3,406,000	-
Share Placement shares issued at 2 cents per share	50,000,000		1,000,000	-
	-			
Transaction costs arising on issue of shares	-	-	(345,027)	(339,828)
Shares issued pursuant to the Loan Share Plan (LSP) (refer Note 20(a))	1,090,000	1,296,084	-	-
Shares brought back pursuant to the LSP	(225,055)	(268,094)	-	-
	-			
At end of the reporting period	**413,612,177**	**249,213,898**	**49,136,175**	**45,075,202**

Issued shares are comprised as follows:		
Ordinary shares	409,750,092	246,216,758
Restricted shares issued under the LSP	3,862,085	2,997,140
Balance at end of the year	**413,612,177**	**249,213,898**

(b) Movements in share options over ordinary shares during the year were as follows:

	Consolidated 2012 No.	2011 No.
Balance at beginning of the year	30,077,784	29,809,651
Granted during the year	310,000	525,011
Exercised during the year	-	-
Expired during the year	(300,000)	-
Lapsed during the year	(1,462,689)	(256,878)
Balance at end of the year	**28,625,095**	**30,077,784**

Option - Series	Number	Vesting date	Expiry date	Exercise price $	Unvested at Year End
Granted 29 May 2007	300,000	29/05/2008	29/05/2013	0.45	-
Granted 29 May 2007	150,000	29/05/2009	29/05/2014	0.45	-
Granted 31 March 2007	4,595,851	13/01/2008	13/07/2012	0.45	-
Granted 31 March 2007	4,595,852	13/07/2008	13/07/2012	0.45	-
Granted 31 March 2007	7,627,163	13/01/2008	13/07/2012	0.80	-
Granted 31 March 2007	7,627,164	13/07/2008	13/07/2012	0.80	-
Granted 6 July 2007	125,000	06/07/2007	05/07/2012	0.46	-
Granted 6 July 2007	125,000	06/07/2008	05/07/2013	0.56	-
Granted 31 October 2007	135,000	31/01/2008	31/01/2013	0.56	-
Granted 1 July 2008	215,835	01/07/2009	01/07/2014	0.33	-
Granted 1 July 2008	165,833	01/07/2010	01/07/2015	0.33	-
Granted 1 July 2008	165,832	01/07/2011	01/07/2016	0.33	-
Granted 1 July 2008	57,500	18/09/2008	18/09/2013	0.33	-
Granted 1 July 2008	57,500	18/03/2009	18/03/2014	0.33	-
Granted 1 July 2008	65,000	07/10/2008	07/10/2013	0.33	-
Granted 1 July 2008	65,000	07/04/2009	07/04/2014	0.33	-
Granted 19 November 2008	125,000	20/04/2009	20/04/2014	0.17	-
Granted 19 November 2008	125,000	20/10/2009	20/10/2014	0.17	-
Granted 28 November 2008	480,000	25/05/2009	25/05/2014	0.2609	-
Granted 28 November 2008	480,000	25/05/2010	25/05/2015	0.2609	-
Granted 28 November 2008	240,000	25/05/2011	25/05/2016	0.2609	-
Granted 2 December 2009	177,486	27/12/2010	27/12/2015	0.144	-
Granted 2 December 2009	177,489	27/12/2011	27/12/2016	0.144	-
Granted 2 December 2009	165,585	27/12/2012	27/12/2017	0.144	165,585
Granted 1 July 2010	107,801	01/07/2011	01/07/2016	0,106	-
Granted 1 July 2010	100,602	01/07/2012	01/07/2017	0.106	100,602
Granted 1 July 2010	100,602	01/07/2013	01/07/2018	0.106	100,602
Granted 8 December 2011	90,668	08/12/2012	08/12/2017	0.039	90,668
Granted 8 December 2011	90,666	08/12/2013	08/12/2018	0.039	90,666
Granted 8 December 2011	90,666	08/12/2014	08/12/2019	0.039	90,666
	28,625,095				**638,789**

Share options granted carry no rights to dividends and no voting rights.

Note 14: Reserves and accumulated losses

	Note	Consolidated 2012 $	2011 $
Foreign currency translation reserve	(a)	(107,382)	(81,446)
Share options reserve	(b)	848,122	842,197
Share loan plan reserve	(c)	269,644	221,384
Total reserves		**1,010,384**	**982,135**

(a) Foreign currency translation reserve

	Consolidated 2012 $	2011 $
Opening balance 1 July	(81,446)	(53,769)
Net adjustment arising from the translation of foreign controlled entities' financial statements	(25,936)	(27,677)
Closing balance	**(107,382)**	**(81,446)**

Exchange differences relating to translation from functional currencies of the Group's foreign controlled entities into Australian Dollars are bought to account by entries made directly to the foreign currency translation reserve

(b) Share option reserve

	Consolidated 2012 $	2011 $
Opening balance 1 July	842,197	760,597
Net value of options recognised over vesting period	5,925	81,600
Closing balance	**848,122**	**842,197**

(c) Share loan plan reserve

	Consolidated 2012 $	2011 $
Opening balance 1 July	221,384	61,588
Net value of shares recognised over vesting period	48,260	159,796
Closing balance	**269,644**	**221,384**

The equity settled employee benefits reserves arise on issue of equity under the Loan Share Plan or the Executive Share Option Plan to executives and senior employees. Amounts are transferred out of the reserves and into issued capital when the loans are repaid or the options are exercised. Further information about share based payments to Directors and key management personnel is made at Note 20 of the financial statements.

(d) Movement in accumulated losses

	Consolidated 2012 $	2011 $
Opening balance 1 July	(32,591,850)	(25,170,180)
Net loss attributable to the members of the parent entity for the period	(5,108,891)	(7,421,670)
Closing balance	**(37,700,741)**	**(32,591,850)**

Note 15: Cash flow Information

(a) Reconciliation of cash

	Consolidated 2012 $	2011 $
Cash at bank	75,527	48,970
Deposit at call	1,433,583	1,974,165
Term deposits	4,680,000	4,180,000
Total cash and cash equivalents	**6,189,110**	**6,203,135**

(b) Reconciliation of cash used in operating activities with loss after income tax

	Consolidated 2012 $	2011 $
Loss from continuing operations after income tax	(5,108,891)	(7,421,670)
Non cash movements:		
Depreciation, amortisation and impairment expense	1,783,225	1,009,077
Equity settled share based payment	54,185	241,396
Unrealised foreign exchange losses	18,955	24,403
Loss on disposal of non-current assets	-	25,262
Changes in assets and liabilities:		
Decrease in trade and other receivables	7,894	637,427
(Increase)/decrease in prepaid expenses	(65,197)	17,133
(Decrease)/increase in trade creditors and accruals	(469,815)	349,232
Increase in provisions	15,140	4,233
Cash used in operating activities	**(3,764,504)**	**(5,113,507)**

(c) Non cash financing and investing activities

There were no non cash financing activities during the year.

Note 16: Commitments and contingencies

(a) Acquisition Agreements

Agreement	Expected date of settlement
Vollmers Acquisition Agreement	Payments commenced in 2007; contingent payments possible for up to 20 years
OncoMab Acquisition Agreement	Contingent payments possible for up to 20 years
Würzburg Cooperation Agreement	Payments started in 2007; contingent payments possible for up to 20 years
Confirmation Assignment Agreement: Patrys, University of Würzburg and Acceptys, Inc.	Payments started in 2007; contingent payments possible for up to 20 years

Patrys has entered into several agreements whereby Patrys is obliged to make royalty payments on future sales and make future cash milestone payments if certain events occur. These agreements include:
- Vollmers Acquisition Agreement: milestone payments and royalty payments;
- OncoMab Acquisition Agreement: royalty payments;
- Würzburg Cooperation Agreements: royalty payments; and
- Confirmation Assignment Agreement: Patrys, University of Würzburg and Acceptys, Inc.: royalty payments.

Vollmers Acquisition Agreement
Patrys is committed to make additional payments as further consideration for the Vollmers Technology Assets. This liability was triggered on a successful listing on the ASX with $150,000 payable six months from the date of ASX listing and payments of $100,000 payable 18, 30, 42 and 60 months from the date of ASX listing. These payments have been recorded as a liability as the ASX listing occurred on 13 July 2007. These payments have been capitalised into intangible assets. In addition Patrys is committed to making certain milestone payments if certain hurdles are achieved as follows:

- milestone payments for products derived from the Vollmers Hybridomas and Residual Hybridomas, payable only once for each product, in the amount of $250,000 upon attaining the first Phase II clinical trials and a payment upon attaining regulatory approval in any of the US, Japan, UK, France, Germany Italy or Spain;
- milestone payments for products derived from the PAT-SM6-LDL Rights in the amount of $250,000 upon attaining Phase II clinical trials, $400,000 for attaining Phase III clinical trials and a payment for regulatory approval in a major market; and
- certain later stage milestone payments (at regulatory approval) and royalties on sales of products derived from the assigned assets are also payable in amounts and at rates that are typical in the industry for transactions of this nature and for such products.

OncoMab Acquisition Agreement
Patrys must pay to OncoMab certain royalties on sales of products derived from the assigned assets in amounts and at rates that are typical in the industry for transactions of this nature and for such products.

Würzburg Cooperation Agreement
The University with the cooperation and sponsorship of the Company undertakes research in accordance with an agreed research and development plan. The University has assigned all of its intellectual property rights, title and interest in the new intellectual property (New IPR) created under the research project to the Company. Patrys must pay to the University certain royalties on sales of products derived from the New IPR in amounts and at rates that are typical in the industry for transactions of this nature and for such products.

Confirmation Assignment Agreement
The University of Würzburg assigned to Patrys all of its rights, title and interest in a library of hybridomas in consideration for payment of a lump sum of US$75,000 and royalties payable on the sale of products that derive from the New IPR. These payments and royalty rates are typical in the industry for transactions of such nature.

(b) Capital expenditure commitments

There was no capital expenditure contracted for at balance date but not provided for in the accounts.

(c) Licence agreements

Patrys has entered into a number of licence agreements in respect of technologies and assets as outlined below:

Patrys - Crucell 2007 Research Licence Agreement
In May of 2007, Patrys entered into contracts with DSM Biologics Company and Crucell Holland B.V., covering the evaluation of Crucell's PER.C6® human antibody production technologies for potential use for Patrys' products. The contract was at the risk of DSM and Crucell in that no payments would be due from Patrys short of a successful result. In August of 2008, DSM and Crucell reported significantly positive results from this work (which was completed at a DSM/Crucell joint venture laboratory at DSM/Crucell cost). As part of these arrangements the Company entered into a research licence with Crucell in respect of the application of these technologies in 3 Patrys products. Under this agreement Patrys is committed to make an annual licence fee payment of €50,000. If Patrys wishes to commercialise any of the products developed under the research licence agreement it has the right to enter into a commercial license with Crucell which would incur annual payments and royalties payable on the sale of products that derive from the licensed PER.C6® cell line. These payments and royalty rates are typical in the industry for transactions of such nature.

Patrys - Crucell 2009 Research Licence Agreement

In July of 2009, Patrys entered into a research licence agreement with Crucell Holland B.V., covering the use of Crucell's PER.C6® human antibody production technologies for potential use for 5 Patrys' products. Patrys is committed to make an annual license fee of €50,000. If Patrys wishes to commercialise any of the products developed under the research licence agreement it has the right to enter into a commercial license with Crucell which would incur annual payments and royalties payable on the sale of products that derive from the licensed PER.C6® cell line. These payments and royalty rates are typical in the industry for transactions of such nature.

Patrys - Debiovision – Option License and Assignment Agreement

In August of 2009, Patrys acquired the rights to product SC-1 (renamed PAT-SC1) from Debiovision Inc. Once developed, Patrys royalties will be payable to Debiovision on the sale of products that derive from PAT-SC1. These royalty rates are typical in the industry for transactions of this nature.

(d) Other contingencies

Patrys – The University of Melbourne ARC Linkage Agreement

In February 2010, Patrys entered into a ARC linkage agreement with The University of Melbourne, covering the use of PAT-SM6 in biophysical and biochemical studies with researchers based at the university. From 2010 to 2012, Patrys will contribute an annual cash contribution of $63,024 towards the project in addition to in-kind support. As at balance date the remaining commitment on this Agreement is $31,512 (2011: $63,024).

Patrys Supplier Arrangements

As at balance date projects had been committed to with suppliers and to the extent that work had been completed expenditure has been provided for in the accounts. Committed but unrecognised expenditure as at balance day amounted to $174,710 (2011: $199,054).

Note 17: Leases

Finance leases

The Company does not currently have any finance leases in place.

Operating leases

Lease arrangements

Patrys' office space at 343 Little Collins Street, Melbourne, Australia, has a lease term extending to 1 December 2012. The lease for the Group's laboratory in Würzburg, Germany (Patrys GmbH) is currently on a month to month basis following the expiry of the previous lease. The Company does not have an option to purchase the respective properties covered by these leases.

Non-cancellable operating lease commitments

	Consolidated	
	2012	*2011*
	$	*$*
Not longer than 1 year	15,700	14,953
Longer than 1 year and not longer than 5 years	-	-
Total	**15,700**	**14,953**

Note 18: Financial instruments

(a) Capital risk management

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The Group's overall strategy remains unchanged from 2007.

The capital structure of the Group consists of cash and cash equivalents and equity attributable to equity holders of the parent, comprising issued capital, reserves and retained earnings as disclosed in Notes 13, and 14, respectively. The Group operates globally, primarily through subsidiary companies established in the markets in which the Group trades. None of the Group's entities are subject to externally imposed capital requirements.

Operating cash flows are used to maintain and expand the Group's assets.

Gearing ratio
The Group's Audit and Risk Committee reviews the capital structure on a half-yearly basis. As a part of this review the committee considers the cost of capital and the risks associated with each class of capital. The Group has a target gearing of 0% in line with the industry norm that is determined as the proportion of net debt to equity. Based on recommendations of the committee the Group will balance its overall capital structure through new share issues.

The gearing ratio at year end was as follows:

	Note	Consolidated 2012 $	2011 $
Financial assets			
Debt (i)		-	-
Cash and cash equivalents	6	6,189,110	6,203,135
Net cash/(debt)		**6,189,110**	**6,203,135**
Equity (ii)	13,14	12,445,818	13,465,487
Net debt to equity ratio		-	-

(i) Debt is defined as long-term and short-term borrowings.
(ii) Equity includes all capital and reserves as detailed in Note 13 and 14.

(b) Financial risk management objectives

The Group's treasury function monitors and manages the financial risks relating to the operations of the Group through internal risk reports which analyse exposures by degree and magnitude of risks. These risks include market risk (including currency risk, fair value interest rate risk and price risk), credit risk and liquidity risk. There have been no changes to these risks since the previous financial year.

The Board of Directors ensures that the Group maintains a competent management structure capable of defining, analysing, measuring and reporting on the effective control of risk inherent in the Group's underlying financial activities and the instruments used to manage risk. Key financial risks including interest rate risk and foreign currency risk are reviewed by management on a regular basis and are communicated to the Board so that it can evaluate and impose its oversight responsibility. The Group does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes. The Company and the Group have a written policy regarding foreign exchange risk management. This and other financial risks are managed prudently by the Chief Financial Officer and the Audit and Risk Committee which meets three times a year.

The consolidated entity holds the following financial instruments:

	Note	Consolidated 2012 $	2011 $
Financial assets			
Cash and cash equivalents	6	6,189,110	6,203,135
Trade and other receivables	7	36,097	43,991
		6,225,207	**6,247,126**

		Consolidated 2012 $	2011 $
Financial liabilities			
Trade and other payables	11	823,806	1,296,931
		823,806	**1,296,931**

(c) Market risk

The Group's activities expose it primarily to the financial risks of changes in foreign currency rates. The Group's exposure to foreign currency is predominately in US dollars and Euros. The Group has maintained cash in US dollars and Euros to cover a portion of its anticipated US dollar and Euro expenditures.

There has been no material change to the Group's exposure to market risks or the manner in which it manages and measures risk from the previous period.

(d) Foreign currency risk management

The Group undertakes certain transactions denominated in foreign currencies, hence exposures to exchange rate fluctuation arise. Exchange rate exposures are managed within approved policy parameters. The Group manages the currency risk by monitoring the trend of the US dollar and Euro. The Group has maintained US dollar and Euro bank accounts to cover a portion of its anticipated expenditures in the respective foreign currencies.

The consolidated entity's foreign currency risk denominated financial assets and financial liabilities at the reporting date are as follows:

	30 June 2012		30 June 2011	
Consolidated	**USD**	**Euro**	**USD**	**Euro**
Financial Assets				
Cash and cash equivalents	188,431	677,687	484,450	283,793
Trade and other receivables	-	-	3,755	14,707
Financial Liabilities				
Trade and other payables	81,512	200,603	426,734	135,841

The following sensitivity analysis is based on the foreign currency risk exposures in existence at the statement of financial position date. A 10 percent increase or decrease in the foreign exchange rate is used and represents management's assessment of the possible change in foreign exchange rates and historically is within a range of rate movements. A positive number indicates an increase in profit and other equity. A negative number indicates a decrease in profit and other equity. At 30 June 2012, if foreign exchange rates had moved, as illustrated in the table below, with all other variables held constant, pre tax profit and equity would have been affected as follows:

	- 10%		+ 10%	
Consolidated	**Profit $**	**Equity $**	**Profit $**	**Equity $**
30 June 2012				
Financial Assets				
Cash and cash equivalents	113,597	113,597	(92,943)	(92,943)
Trade and other receivables	-	-	-	-
Financial Liabilities				
Trade and other payables	(36,432)	(36,432)	29,808	29,808
	77,165	**77,165**	**(63,135)**	**(63,135)**
30 June 2011				
Financial Assets				
Cash and cash equivalents	92,706	92,706	(75,851)	(75,851)
Trade and other receivables	2,595	2,595	(2,123)	(2,123)
Financial Liabilities				
Trade and other payables	(51,620)	(51,620)	42,234	42,234
	43,681	**43,681**	**(35,740)**	**(35,740)**

(e) Interest rate risk management

The Company's exposure to market interest rates relates primarily to the Company's short term deposits held and deposits at call. The interest income earned from these balances can vary due to interest rate changes.

The sensitivity analysis below has been determined based on the exposure to interest rates for both derivative and non-derivative instruments at the reporting date and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period. A 10 percent increase or decrease in the interest rate is used and represents management's assessment of the possible change in interest rates and historically is within a range of rate movements.

The following sensitivity analysis is based on the interest rate risk exposures in existence at the statement of financial position date. At 30 June 2012, if interest rates had moved, as illustrated in the table below, with all other variables held constant, pre tax profit and equity would have been affected as follows:

Consolidated	- 10%		+ 10%	
	Profit $	Equity $	Profit $	Equity $
30 June 2012				
Financial Assets				
Cash and cash equivalents	(24,956)	(24,956)	24,956	24,956
30 June 2011				
Financial Assets				
Cash and cash equivalents	(23,676)	(23,676)	23,676	23,676

(f) Liquidity risk

Liquidity risk is the risk that the Group will not be able to pay its debts as and when they fall due. The Company has no borrowings at balance date and the Directors ensure that the cash on hand is sufficient to meet the commitments of the Group at all times during the research and development phase.

The Company manages liquidity risk by monitoring forecast cash flows and ensuring that adequate cash and where necessary unutilised borrowing facilities are maintained.

Financing arrangements
The Company does not have access to any borrowing facilities at the reporting date.

Maturities of financial liabilities
The tables below analyse the parent entity and consolidated financial liabilities.

Consolidated	6 -12 months	Maturing 1 to 3 years	Total
30 June 2012			
Financial Liabilities			
Trade and other payables	823,806	-	823,806
	823,806	**-**	**823,806**
30 June 2011			
Financial Liabilities			
Trade and other payables	1,196,931	100,000	1,296,931
	1,196,931	**100,000**	**1,296,931**

All current balances mature within one year; all non-current balances mature in between one and three years.

(g) Price risk

Price risk is the risk that future cashflows derived from financial instruments will be changed as a result of a market price movement, other than foreign currency rates and interest rates. The Group is not exposed to any material commodity price risk, other than those already described above.

Net fair values
The carrying amount of financial assets and financial liabilities recorded in the financial statements approximates their net fair values.

The net fair values of financial assets and financial liabilities are determined as follows:

- the net fair value of financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices; and
- the net fair value of other financial assets and financial liabilities are determined in accordance with generally accepted pricing models based on discounted cash flow theory.

(h) Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Group. The Group has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate as a means of mitigating the risk of financial loss from defaults.

In addition, receivable balances are monitored on an ongoing basis with the result that the Company's exposure to bad debts is not significant. There are no significant concentrations of credit risk within the Group and financial instruments are spread amongst a number of financial institutions to minimise the risk of default of counterparties.

Note 19: Share based payments

(a) Employee equity

The Company issues equity to Patrys (including subsidiaries Patrys GmbH and Patrys Inc.) directors, employees and key consultants under either the Loan Share Plan (LSP) or the Executive Share Option Plan (ESOP). Under the plans, participants are issued with equity to foster an ownership culture within the Company to motivate them to achieve performance targets of the Group. Participation in the plans is at the Board's discretion and no individual has a contractual right to participate in the plans or to receive any guaranteed benefits.

The Company introduced the LSP in December 2009, following approval of the plan at the 2009 Annual General Meeting. Only Australian residents are eligible to participate in the plan. The plan allows non-recourse, interest free loans to be provided to eligible participants to acquire shares under the plan. When an issue is made it is treated as an in-substance grant of options and expensed over the vesting period because of the limited recourse nature of the loans. Generally shares issued under the plan vest over a three year period. The shares are acquired in the name of the participant and each participant authorises and appoints the Company Secretary to act on their behalf. Any dividends paid on the shares are used to repay the loan. If the participant leaves the Company, any shares that have not vested are bought back by the Company and cancelled along with the loan. In respect of shares that have vested, generally, the loan balance must be paid in full within six months of termination of appointment or the shares are sold and the proceeds applied to settle the loan balance. The issue price of the shares in the Company held under the LSP is not included in equity until the loan has been repaid.

Options are granted under the ESOP. Following the introduction of the LSP issues under the ESOP are generally only made to non-Australian residents. Under the ESOP each option granted converts into one ordinary share of Patrys Limited. Options are granted under the plan for no consideration and carry no dividend or voting rights. Options may be exercised at any time from the date of vesting to the date of their expiry.

The options are typically issued in two or three equal tranches which vest over a three year period, each tranche having an expiry date of five years after vesting date. The exercise period in relation to an option, means the period in which the option may be exercised, and is specified by the Board.

If a participant ceases to be appointed as a Director or employed by any member of the group (other than due to his/her death) then, generally, options that have vested at the date of cessation of appointment/employment will lapse if not exercised within six months of the cessation date. In the case of death of the participant then the exercise period is extended to twelve months. All unvested options will generally lapse on cessation.

The valuations of shares issued under the LSP and options issued under the LSP are determined by using an industry standard option pricing model taking into account the terms and conditions upon which the instruments were issued.

The Board aims to ensure that the aggregate number of shares or options which may be issued pursuant to the LSP and ESOP shall not at any time exceed 5% of the total number of issued shares of the Company. All issues of shares or options under the plans are subject to approval by the Nomination and Remuneration Committee. In accordance with the rules of both the LSP and ESOP the Board has the ability to vary the terms in respect of issues in circumstances it considers appropriate.

The following share-based payment arrangements were in existence during the current and prior reporting periods:

Loan Share Plan (LSP) - Series				Fair Value at Issue Date	
	Number	Issue date	Loan expiry date	Unit Price $	Amount $
Employees LSP Tranche 1a	396,715	02/12/2009	27/12/2015	0.0935	37,103
Employees LSP Tranche 2a	396,716	02/12/2009	27/12/2016	0.1003	39,803
Employees LSP Tranche 3a	330,026	02/12/2009	27/12/2017	0.1060	34,996
Employees LSP Tranche 1b	50,018	02/12/2009	31/12/2011	0.0935	4,678
Employees LSP Tranche 2b	50,017	02/12/2009	31/12/2011	0.1003	5,018
Employees LSP Tranche 3b	50,017	02/12/2009	31/12/2011	0.1060	5,304
Employees LSP Tranche 3c	66,690	02/12/2009	27/03/2017	0.1060	7,072
Directors LSP Tranche 1	209,651	02/12/2009	27/12/2015	0.0935	19,608
Directors LSP Tranche 2a	75,026	02/12/2009	27/12/2016	0.1003	7,528
Directors LSP Tranche 2b	134,624	02/12/2009	30/06/2016	0.1003	13,507
Directors LSP Tranche 3a	75,026	02/12/2009	27/12/2017	0.1060	7,956
Directors LSP Tranche 3b	134,624	02/12/2009	30/06/2016	0.1060	14,275
Employees LSP Tranche 4a	180,436	01/07/2010	01/07/2016	0.0687	12,403
Employees LSP Tranche 5a	147,101	01/07/2010	01/07/2017	0.0728	10,706
Employees LSP Tranche 6a	147,101	01/07/2010	01/07/2018	0.0762	11,214
Employees LSP Tranche 4b	25,001	01/07/2010	31/12/2011	0.0687	1,719
Employees LSP Tranche 5b	25,001	01/07/2010	31/12/2011	0.0728	1,820
Employees LSP Tranche 6b	25,001	01/07/2010	31/12/2011	0.0762	1,906
Employees LSP Tranche 5c	33,335	01/07/2010	22/03/2017	0.0728	2,426
Employees LSP Tranche 6c	33,335	01/07/2010	22/03/2017	0.0762	2,541
Employees LSP Tranche 7	75,000	18/08/2010	09/02/2016	0.0649	4,866
Employees LSP Tranche 8	75,000	18/08/2010	09/08/2016	0.0670	5,032
Directors LSP Tranche 4	176,591	29/10/2010	30/06/2016	0.0722	12,754
Directors LSP Tranche 5	176,591	29/10/2010	30/06/2016	0.0757	13,365
Directors LSP Tranche 6	176,591	29/10/2010	30/06/2016	0.0786	13,881
Employees LSP Tranche 9a	205,002	08/12/2011	08/12/2017	0.0271	5,556
Employees LSP Tranche 10a	204,999	08/12/2011	08/12/2018	0.0286	5,863
Employees LSP Tranche 11a	204,999	08/12/2011	08/12/2019	0.0299	6,129
Employees LSP Tranche 9b	50,000	08/12/2011	22/03/2017	0.0271	1,355
Employees LSP Tranche 10b	50,000	08/12/2011	22/03/2017	0.0286	1,430
Employees LSP Tranche 11b	50,000	08/12/2011	22/03/2017	0.0299	1,495
Directors LSP Tranche 7	108,334	18/01/2012	18/01/2018	0.0277	3,001
Directors LSP Tranche 8	108,333	18/01/2012	18/01/2019	0.0292	3,163
Directors LSP Tranche 9	108,333	18/01/2012	18/01/2020	0.0353	3,822
	4,355,234				**323,295**

Executive Share Option Plan (ESOP) – Series				Fair Value at Grant Date	
	Number	Grant date	Expiry date	Unit Price $	Amount $
Directors ESOP Tranche 1	300,000	29/05/2007	29/05/2012	0.1498	44,940
Directors ESOP Tranche 2	300,000	29/05/2007	29/05/2013	0.1607	48,210
Directors ESOP Tranche 3	150,000	29/05/2007	29/05/2014	0.1764	26,460
Employees ESOP Tranche 1	150,000	29/05/2007	11/01/2012	0.1476	22,140
Employees ESOP Tranche 2	150,000	29/05/2007	11/01/2013	0.1314	19,710
Employees ESOP Tranche 3a	125,000	06/07/2007	31/12/2011	0.2021	25,267
Employees ESOP Tranche 3b	125,000	06/07/2007	05/07/2012	0.2021	25,266
Employees ESOP Tranche 4	25,000	06/07/2007	05/07/2013	0.2692	6,730
Employees ESOP Tranche 5a	125,000	06/07/2007	31/12/2011	0.2692	33,650
Employees ESOP Tranche 5b	125,000	06/07/2007	05/07/2013	0.2692	33,650
Employees ESOP Tranche 6	25,000	06/07/2007	05/07/2014	0.2754	6,886
Employees ESOP Tranche 7	603,500	31/10/2007	31/01/2013	0.2492	150,410
Employees ESOP Tranche 8a	368,339	01/07/2008	01/07/2014	0.1738	64,030
Employees ESOP Tranche 9a	368,332	01/07/2008	01/07/2015	0.1892	69,701
Employees ESOP Tranche 10a	368,329	01/07/2008	01/07/2016	0.2024	74,567
Employees ESOP Tranche 8b	50,000	01/07/2008	31/12/2011	0.1738	8,690
Employees ESOP Tranche 9b	50,000	01/07/2008	31/12/2011	0.1892	9,460
Employees ESOP Tranche 10b	50,000	01/07/2008	31/12/2011	0.2024	10,120
Employees ESOP Tranche 11	20,000	01/07/2008	03/06/2013	0.1541	3,082
Employees ESOP Tranche 12	20,000	01/07/2008	03/12/2013	0.1637	3,275
Employees ESOP Tranche 13	57,500	01/07/2008	18/09/2013	0.1598	9,191
Employees ESOP Tranche 14	57,500	01/07/2008	18/03/2014	0.1689	9,712
Employees ESOP Tranche 15	65,000	01/07/2008	07/10/2013	0.1608	10,454
Employees ESOP Tranche 16	65,000	01/07/2008	07/04/2014	0.1699	11,041
Employees ESOP Tranche 17	125,000	19/12/2008	20/04/2014	0.0499	6,235
Employees ESOP Tranche 18	125,000	19/12/2008	20/10/2014	0.0535	6,693
Directors ESOP Tranche 4	480,000	28/12/2008	25/05/2014	0.0414	19,869
Directors ESOP Tranche 5	480,000	28/12/2008	25/05/2015	0.0490	23,519
Directors ESOP Tranche 6	240,000	28/12/2008	25/05/2016	0.5421	13,010
Employees ESOP Tranche 19	394,709	02/12/2009	27/12/2015	0.0935	36,915
Employees ESOP Tranche 20	394,710	02/12/2009	27/12/2016	0.1003	39,602
Employees ESOP Tranche 21	394,710	02/12/2009	27/12/2017	0.1060	41,855
Employees ESOP Tranche 22	175,003	01/07/2010	01/07/2016	0.0687	12,030
Employees ESOP Tranche 23	175,004	01/07/2010	01/07/2017	0.0728	12,737
Employees ESOP Tranche 24	175,004	01/07/2010	01/07/2018	0.0762	13,341
Employees ESOP Tranche 25	103,336	08/12/2011	08/12/2017	0.0271	2,800
Employees ESOP Tranche 26	103,332	08/12/2011	08/12/2018	0.0286	2,955
Employees ESOP Tranche 27	103,332	08/12/2011	08/12/2019	0.0299	3,090
	7,212,640				**961,293**

The weighted average fair value of the shares and options issued during the financial year under the LSP is \$0.0387 (2011: \$0.0959) and the ESOP is \$0.0390 (2011: \$0.1060). These shares and options were priced using standard industry pricing models. Where relevant, the expected life used in the model has been adjusted based on management's best estimate for the effects of non-transferability, exercise restrictions (including the probability of meeting market conditions attached to the share loans and options), and behavioural considerations. Expected volatility is based on the historical share price volatility over the past year.

The following reconciles the outstanding shares issued under the Loan Share Plan at the beginning and end of the financial year:

Consolidated	2012		2011	
	Number of shares	Weighted average issue price	Number of shares	Weighted average issue price
Balance at beginning of the financial year	2,997,140	0.1232	1,769,080	0.1440
Granted during the financial year	1,090,000	0.0387	1,296,084	0.0959
Lapsed during the financial year	-	-	-	-
Loans repaid during the financial year	-	-	-	-
Loans cancelled during the financial year	(225,055)	0.1313	(68,024)	0.1440
Balance at end of the financial year	**3,862,085**	**0.0989**	**2,997,140**	**0.1232**
Weighted average remaining contractual life	4.8456 Years		4.9719 Years	
Shares vested and loans repayable at end of the financial year	2,312,196	0.1163	1,616,078	0.1202

Shares issued in the current and past periods under the Loan Share Plan:

Loan Share Plan - Series	Issue price $	Balance at start of year	Issued during the year	Loans repaid during the year	Loans cancelled during the year	Balance at end of year	Vested & repayable at the end of the year	Not vested at the end of the year
Shares issued prior to 30 June 2011								
Director LSP Tranche 1	0.144	209,651	-	-		209,651	209,651	-
Director LSP Tranche 2	0.144	209,650	-	-		209,650	209,650	-
Director LSP Tranche 3	0.144	209,650	-	-		209,650	134,624	75,026
Employee LSP Tranche 1	0.144	357,369	-	-	(50,018)	307,351	307,351	-
Employee LSP Tranche 2	0.144	357,368	-	-	(50,017)	307,351	307,351	-
Employee LSP Tranche 3	0.144	357,368	-	-	(50,017)	307,351	66,690	240,661
Employee LSP Tranche 4	0.106	205,437	-	-	(25,001)	180,436	180,436	-
Employee LSP Tranche 5	0.106	205,437	-	-	(25,001)	180,436	33,335	147,101
Employee LSP Tranche 6	0.106	205,437	-	-	(25,001)	180,436	33,335	147,101
Employee LSP Tranche 7	0.10	75,000	-	-	-	75,000	75,000	-
Employee LSP Tranche 8	0.10	75,000	-	-	-	75,000	75,000	
Director LSP Tranche 4	0.083	176,591	-	-	-	176,591	176,591	-
Director LSP Tranche 5	0.083	176,591	-	-	-	176,591	176,591	-
Director LSP Tranche 6	0.083	176,591	-	-	-	176,591	176,591	-
Shares issued during the year ended 30 June 2012								
Employee LSP Tranche 9	0.039		255,002		-	255,002	50,000	205,002
Employee LSP Tranche 10	0.039		254,999		-	254,999	50,000	204,499
Employee LSP Tranche 11	0.039		254,999		-	254,999	50,000	204,499
Director LSP Tranche 7	0.038		108,334		-	108,334	-	108,334
Director LSP Tranche 8	0.038		108,333		-	108,333	-	108,333
Director LSP Tranche 9	0.038		108,333		-	108,333	-	108,333
		2,997,140	**1,090,000**		**(225,055)**	**3,862,085**	**2,312,196**	**1,549,889**

The following reconciles the outstanding share options granted under the Executive Share Option Plan at the beginning and end of the financial year:

Consolidated	2012 Number of shares	2012 Weighted average issue price	2011 Number of shares	2011 Weighted average issue price
Balance at beginning of the financial year	5,631,754	0.2996	5,363,621	0.3206
Granted during the financial year	310,000	0.0390	525,011	0.1060
Lapsed during the financial year	(1,462,689)	0.2894	(256,878)	0.3422
Exercised during the financial year	-	-	-	-
Expired during the financial year	(300,000)	0.4500	-	-
Balance at end of the financial year	**4,179,065**	**0.2730**	**5,631,754**	**0.2996**
Weighted average remaining contractual life	2.873 Years		3.456 Years	
Exercisable at end of the financial year	3,540,276	0.3065	4,233,914	0.3442

Options granted in the current and past periods:

Option - Series	Exercise price $	Balance at start of year	Granted during the year	Exercised during the year	Lapsed/ expired during the year	Balance at end of year	Vested & able to be exercised at the end of the year	Not vested & not able to be exercised at the end of the year
Options issued prior to 30 June 2011								
Director ESOP Tranche 1	0.45	300,000	-	-	(300,000)	-	-	-
Director ESOP Tranche 2	0.45	300,000	-	-	-	300,000	300,000	-
Director ESOP Tranche 3	0.45	150,000	-	-	-	150,000	150,000	-
Employee ESOP Tranche 3	0.46	250,000	-	-	(125,000)	125,000	125,000	-
Employee ESOP Tranche 5	0.56	250,000	-	-	(125,000)	125,000	125,000	-
Employee ESOP Tranche 7	0.56	260,000	-	-	(125,000)	135,000	135,000	-
Employee ESOP Tranche 8	0.33	361,669	-	-	(145,834)	215,835	215,835	-
Employee ESOP Tranche 9	0.33	311,666	-	-	(145,833)	165,833	165,833	-
Employee ESOP Tranche10	0.33	311,665	-	-	(145,833)	165,832	165,832	-
Employee ESOP Tranche13	0.33	57,500	-	-	-	57,500	57,500	-
Employee ESOP Tranche14	0.33	57,500	-	-	-	57,500	57,500	-
Employee ESOP Tranche15	0.33	65,000	-	-	-	65,000	65,000	-
Employee ESOP Tranche16	0.33	65,000	-	-	-	65,000	65,000	-
Employee ESOP Tranche17	0.17	125,000	-	-	-	125,000	125,000	-
Employee ESOP Tranche18	0.17	125,000	-	-	-	125,000	125,000	-
Director ESOP Tranche 4	0.2609	480,000	-	-	-	480,000	480,000	-
Director ESOP Tranche 5	0.2609	480,000	-	-	-	480,000	480,000	-
Director ESOP Tranche 6	0.2609	240,000	-	-	-	240,000	240,000	-
Employee ESOP Tranche19	0.144	305,579	-	-	(128,093)	177,486	177,486	-
Employee ESOP Tranche20	0.144	305,582	-	-	(128,093)	177,489	177,489	
Employee ESOP Tranche21	0.144	305,582	-	-	(139,997)	165,585	-	165,585
Employee ESOP Tranche22	0.106	175,003	-	-	(67,202)	107,801	107,801	-
Employee ESOP Tranche23	0.106	175,004	-	-	(74,402)	100,602		100,602
Employee ESOP Tranche24	0.106	175,004	-	-	(74,402)	100,602	-	100,602
Options issued during the year ended 30 June 2012								
Employee ESOP Tranche25	0.039		103,336		(12,668)	90,668	-	90,668
Employee ESOP Tranche26	0.039		103,332		(12,666)	90,666	-	90,666
Employee ESOP Tranche27	0.039		103,332		(12,666)	90,666	-	90,666
		5,631,754	**310,000**		**(1,762,689)**	**4,179,065**	**3,540,276**	**638,789**

(b) Options granted under share purchase plan pre IPO

At the time of the IPO the Company provided initial seed investors who subscribed for 18,380,475 fully paid preference shares, 9,191,703 options to acquire 9,191,703 ordinary shares at an exercise price of $0.45 and 15,254,327 options to acquire 15,254,327 ordinary shares at an exercise price of $0.80, which options if not exercised will lapse.

Set out below are options granted under the plan

	Granted Number	Grant Date	Exercise price	First exercise date	Last exercise date
Initial seed investors	4,595,851	31/03/07	0.45	13/01/2008	13/07/2012
Initial seed investors	4,595,852	31/03/07	0.45	13/07/2008	13/07/2012
Initial seed investors	7,627,163	31/03/07	0.80	13/01/2008	13/07/2012
Initial seed investors	7,627,164	31/03/07	0.80	13/07/2008	13/07/2012

Options granted carry no dividend or voting rights.

(c) Fair values of share based payments

The fair value of all loan shares and options granted to Directors, key management personnel, consultants and other employees have been calculated using the Binomial Option Pricing Model. Where relevant, the expected life used in the model has been adjusted based on management's best estimate for the effects of non-transferability, exercise (including the probability of meeting market conditions attached to the option), and behavioural considerations. The model requires the Company share price volatility to be measured. The share price volatility has been measured with reference to the historical share prices of the Company and other similar Companies.

The fair value of share based payments is calculated on the date of issue. The values are not revised if there is a subsequent change in terms. Details in respect of equity that was in existence at balance date are:

Equity Instrument	Loan /Exercise price $	Share price on issue Date	Volatility	Vesting date	Time to maturity	Risk free interest rate	Expected dividend yield
Equity issued prior to 30 June 2011							
Directors ESOP Tranche 1	0.45	$0.40	46%	29/05/2007	5 years	6.07%	-
Directors ESOP Tranche 2	0.45	$0.40	46%	29/05/2008	6 years	6.07%	-
Directors ESOP Tranche 3	0.45	$0.40	46%	29/05/2009	7 years	6.07%	-
Employees ESOP Tranche 3	0.46	$0.40	46%	06/07/2007	5 years	6.07%	-
Employees ESOP Tranche 5	0.56	$0.40	46%	06/07/2008	6 years	6.07%	-
Employees ESOP Tranche 7	0.56	$0.51	46%	31/01/2008	5.33 years	6.44%	-
Employees ESOP Tranche 8	0.33	$0.30	60%	01/07/2009	6 years	8.5%	-
Employees ESOP Tranche 9	0.33	$0.30	60%	01/07/2010	7 years	8.5%	-
Employees ESOP Tranche 10	0.33	$0.30	60%	01/07/2011	8 years	8.5%	-
Employees ESOP Tranche 13	0.33	$0.30	60%	18/09/2008	5.25 years	8.5%	-
Employees ESOP Tranche 14	0.33	$0.30	60%	18/03/2009	5.75 years	8.5%	-
Employees ESOP Tranche 15	0.33	$0.30	60%	07/10/2008	5.25 years	8.5%	-
Employees ESOP Tranche 16	0.33	$0.30	60%	07/04/2009	5.75 years	8.5%	-
Employees ESOP Tranche 17	0.17	$0.10	75%	20/04/2009	5.5 years	5.8%	-
Employees ESOP Tranche 18	0.17	$0.10	75%	20/10/2009	6 years	5.8%	-
Directors ESOP Tranche 4	0.2609	$0.09	75%	25/05/2009	5.5 years	5.8%	-
Directors ESOP Tranche 5	0.2609	$0.09	75%	25/05/2010	6.5 years	5.8%	-
Directors ESOP Tranche 6	0.2609	$0.09	75%	25/05/2011	7.5 years	5.8%	-
Directors LSP Tranche 1	0.144	0.145	75%	27/12/2010	6 years	7.35%	-
Directors LSP Tranche 2	0.144	0.145	75%	27/12/2011	7 years	7.40%	-
Directors LSP Tranche 3	0.144	0.145	75%	27/12/2012	8 years	7.44%	-
Employees LSP Tranche 1	0.144	0.145	75%	27/12/2010	6 years	7.35%	-
Employees LSP Tranche 2	0.144	0.145	75%	27/12/2011	7 years	7.40%	-
Employees LSP Tranche 3	0.144	0.145	75%	27/12/2012	8 years	7.44%	-
Employees ESOP Tranche 19	0.144	0.145	75%	27/12/2010	6 years	7.35%	-
Employees ESOP Tranche 20	0.144	0.145	75%	27/12/2011	7 years	7.40%	-
Employees ESOP Tranche 21	0.144	0.145	75%	27/12/2012	8 years	7.44%	-
Employees ESOP Tranche 22	0.106	0.100	75%	01/07/2011	6 years	7.00%	-
Employees ESOP Tranche 23	0.106	0.100	75%	01/07/2012	7 years	7.05%	-
Employees ESOP Tranche 24	0.106	0.100	75%	01/07/2013	8 years	7.11%	-
Employees LSP Tranche 4	0.106	0.100	75%	01/07/2011	6 years	7.00%	-
Employees LSP Tranche 5	0.106	0.100	75%	01/07/2012	7 years	7.05%	-
Employees LSP Tranche 6	0.106	0.100	75%	01/07/2013	8 years	7.11%	-
Employees LSP Tranche 7	0.100	0.098	75%	09/02/2011	5.5 years	6.35%	-
Employees LSP Tranche 8	0.100	0.098	75%	09/08/2011	6 years	6.39%	-
Directors LSP Tranche 4	0.083	0.090	75%	29/10/2011	6 years	6.58%	-
Directors LSP Tranche 5	0.083	0.090	75%	29/10/2012	7 years	6.65%	-
Directors LSP Tranche 6	0.083	0.090	75%	29/10/2013	8 years	6.69%	-
Equity issued during the year ended 30 June 2012							
Employees LSP Tranche 9	0.039	0.040	75%	08/12/2012	6 years	5.55%	-
Employees LSP Tranche 10	0.039	0.040	75%	08/12/2013	7 years	5.45%	-
Employees LSP Tranche 11	0.039	0.040	75%	08/12/2014	8 years	5.45%	-
Employees ESOP Tranche 25	0.039	0.040	75%	08/12/2012	6 years	5.55%	-
Employees ESOP Tranche 26	0.039	0.040	75%	08/12/2013	7 years	5.45%	-
Employees ESOP Tranche 27	0.039	0.040	75%	08/12/2014	8 years	5.45%	-
Directors LSP Tranche 7	0.038	0.040	75%	18/01/2013	6 years	5.73%	-
Directors LSP Tranche 8	0.038	0.040	75%	18/01/2014	7 years	5.78%	-
Directors LSP Tranche 9	0.038	0.040	75%	18/01/2015	8 years	5.88%	-

(d) Share based payments

The amount expensed in relation to equity settled share based payments to the profit & loss was $54,185 (2011: $241,396).

Note 20: Key management personnel

(a) Details of key management personnel

The Directors and other members of key management personnel of the Company during the year were:

Name	Position
John Read	Non Executive Chairman
Michael Stork	Non Executive Director
Alan Robertson	Non Executive Director
Suzy Jones	Non Executive Director
Marie Roskrow	Executive Director and Chief Executive Officer
Roger McPherson	Chief Financial Officer and Company Secretary
Frank Hensel	Vice President, Research & Development
Deanne Greenwood	Senior Director, Business Development

(b) Key management personnel compensation

The aggregate compensation made to Directors and other members of key management personnel of the Company is set out below:

	30 June 2012 $	30 June2011 $
Short term employee benefits	1,056,978	1,560,400
Post employment benefits	84,262	316,275
Equity based payments	48,071	190,351
	1,189,311	**2,067,026**

Further disclosures regarding key management personnel compensation are contained within the remuneration report.

Note 21: Related party transactions

(a) Equity interests in related parties

Consolidated	Country of Incorporation	Class of share	Percentage Owned 2012	2011
Parent Entity:				
Patrys Limited	Australia			
Controlled Body Corporate of:				
Patrys GmbH	Germany	Ordinary	100%	100%
Patrys Inc.	USA	Ordinary	100%	100%

The Group has filed a Certificate of Dissolution in the State of Delaware in respect of Patrys Inc. as this entity is no longer active. The dissolution process for both Delaware and Pennsylvania (where the Company conducted business) can take up to two years. The Company will therefore continue to form part of the Group until the dissolution process has been completed.

The consolidated financial statements incorporate the assets, liabilities and results of these subsidiaries in accordance with the accounting policy described in Note 1(c).

(b) Transactions with controlled entities

The parent entity has signed a Research and Development services agreement with Patrys GmbH (a wholly owned subsidiary) to reimburse the subsidiary its Research and Development expenses plus 5%. The amount expensed for the period to 30 June 2012 was $699,309 (2011: $1,113,978). An inter-Company loan balance at 30 June 2012 of $44,593 (2011: $59,763) will be expensed during the year ending 30 June 2013. This loan is non interest bearing and unsecured.

The parent entity has signed a research and development services agreement with Patrys, Inc. (a wholly owned subsidiary) to reimburse the subsidiary its research and development expenses plus 5%. Patrys Inc. ceased activity at 31 December 2011. The amount expensed for the period to 30 June 2012 was $130,699 (2011: $308,257). An inter-Company loan balance at 30 June 2012 of ($4,611) (2011: ($1,372)) will be repaid during year ending 30 June 2013. This loan is non interest bearing and unsecured.

(c) Transactions with key management personnel

Key management personnel compensation

Details of key management personnel compensation are disclosed in the Remuneration Report.

Key management personnel equity holdings

Shareholdings

Fully paid ordinary shares and shares under the Loan Share Plan held by key management personnel or their related parties:

2012	Balance at 1 July No.	Issued as compensation under Loan Share Plan No.	Purchased under the Share Placement No.	Received on exercise of options No.	Net change other No.	Balance at 30 June No.	Total vested 30 June No.
John Read	641,722	-	1,666,667	-	-	2,308,389	2,258,372
Michael Stork	57,625,000	-	26,666,667	-	(1,059,903)	83,231,764	83,231,764
Alan Robertson	75,026	-	-	-	-	75,026	50,016
Suzy Jones (1)	-	-	-	-	-	-	-
Marie Roskrow	150,000	325,000	1,666,667	-	-	2,141,667	1,816,667
Roger McPherson	954,435	325,000	666,667	-	-	1,946,102	1,319,436
Frank Hensel	-	-	-	-	-	-	-
Deanne Greenwood (2)	400,829	250,000	50,000	-	-	700,829	266,973
Totals	**59,847,012**	**900,000**	**30,716,668**	**-**	**(1,059,903)**	**90,403,777**	**88,943,228**

2011	Balance at 1 July No.	Issued as compensation under Loan Share Plan No.	Purchased under the Share Placement or Share Purchase Plan No.	Received on exercise of options No.	Net change other No.	Balance at 30 June No.	Total vested 30 June No.
John Read	441,722	-	200,000	-	-	641,722	361,688
Daniel Devine (3)	14,811,145	529,773	20,000	-	-	15,360,918	15,360,918
Michael Stork	57,625,000	-	2,000,000	-	(2,000,000)	57,625,000	57,625,000
Alan Robertson	75,026	-	-	-	-	75,026	25,008
Marie Roskrow	-	150,000	-		-	150,000	75,000
Frank Hensel	-	-	-	-	-	-	-
Roger McPherson	653,873	250,562	50,000	-	-	954,435	434,625
Michael Conner (3)	-	-	-	-	-	-	-
Amos Hedt (3)	240,069	100,004	20,000	-	-	360,073	126,689
Totals	**73,846,835**	**1,030,339**	**2,290,000**	**-**	**(2,000,000)**	**75,167,174**	**74,008,928**

(1) Suzy Jones was appointed as a Director on 15 December 2011.
(2) Deanne Greenwood became a member of the key management personnel from 30 June 2011.
(3) Daniel Devine, Michael Conner and Amos Hedt ceased to be members of the key management personnel from 30 June 2011.

Options

Options held by key management personnel:

2012	Balance at 1 July No.	Granted as compen-sation No.	Lapsed No.	Net change other No.	Balance at 30 June No.	Total vested 30 June No.	Vested and exercise-able No.	Vested but not exer-ciseable No.
John Read	1,100,000	-	(200,000)	-	900,000	900,000	900,000	-
Michael Stork	300,000	-	-	-	300,000	300,000	300,000	-
Alan Robertson	550,000	-	(100,000)	-	450,000	450,000	450,000	-
Suzy Jones (1)	-	-	-	-	-	-	-	-
Marie Roskrow	-	-	-	-	-	-	-	-
Roger McPherson	250,000	-	-	-	250,000	250,000	250,000	-
Frank Hensel	1,254,435	150,000	-	-	1,404,435	617,959	617,959	-
Deanne Greenwood (2)	115,000	-	-	-	115,000	115,000	115,000	-
Totals	**3,569,435**	**150,000**	**(300,000)**	**-**	**3,419,435**	**3,339,660**	**3,339,660**	**-**

2011	Balance at 1 July No.	Granted as compensation No.	Lapsed No.	Net change other No.	Balance at 30 June No.	Total vested 30 June No.	Vested and exercisable No.	Vested but not exercise-able No.
John Read	1,100,000	-	-	-	1,100,000	1,100,000	1,100,000	-
Daniel Devine (3)	-	-	-	-	-	-	-	-
Michael Stork	300,000	-	-	-	300,000	300,000	300,000	-
Alan Robertson	550,000	-	-	-	550,000	550,000	550,000	-
Marie Roskrow	-	-	-	-	-	-	-	-
Frank Hensel	1,003,873	250,562	-	-	1,254,435	617,959	617,959	-
Roger McPherson	250,000	-	-	-	250,000	250,000	250,000	-
Michael Conner (3)	675,104	150,006	-	-	825,110	391,701	391,701	-
Amos Hedt (3)	130,000	-	-	-	130,000	130,000	130,000	-
Totals	**4,008,977**	**400,568**	**-**	**-**	**4,409,545**	**3,339,660**	**3,339,660**	**-**

(1) Suzy Jones was appointed as a Director on 15 December 2011.
(2) Deanne Greenwood became a member of the key management personnel from 30 June 2011.
(3) Daniel Devine, Michael Conner and Amos Hedt ceased to be members of the key management personnel from 30 June 2011.

(d) Receivable from and payable to related parties

In addition to inter-Company loan balances with the subsidiaries, the following balances were outstanding at 30 June 2012 in relation to transactions with related parties:

	Consolidated 2012 $	2011 $
Current payables		
Trade payables to Cannington Corporation Pty Ltd (director related entity of Mr. John Read)	18,750	18,750

There were no other loans to or from related parties at the current and previous reporting date. All transactions were made on normal commercial terms and conditions and at market rates.

Note 22: Segment information

A segment is a component of the consolidated entity that engages in business activities to provide products or services within a particular economic environment. The consolidated entity operates in one business segment, being the conduct of research and development activities in the biopharmaceutical sector. The Board of Directors assess the operating performance of the group based on management reports that are prepared on this basis. The group has established activities in more than one geographical area, however these activities support the research and development conducted by the consolidated entity and are considered immaterial for the purposes of segment reporting. The group invests excess funds in short term deposits but this are not regarded as being a separate segment.

Note 23: Parent Entity Information

Information relating to Patrys Limited:

	30 June 2012 $	30 June2011 $
Current assets	6,334,179	6,328,693
Total assets	13,190,537	14,626,914
Current liabilities	870,004	1,189,825
Total liabilities	870,004	1,289,825
Net assets	**12,320,533**	**13,337,089**
Issued capital	49,136,175	45,075,202
Retained earnings	(37,933,408)	(32,801,694)
Share option reserve	848,122	842,197
Loan share plan reserve	269,644	221,384
Total shareholders' equity	**12,320,533**	**13,337,089**
Profit or (loss) of the parent entity	(5,131,714)	(7,459,599)
Total comprehensive income of the parent entity	(5,131,714)	(7,459,599)
Details of any guarantees entered into by the parent entity in relation to the debts of its subsidiaries	NIL	NIL
Details of any contingent liabilities of the parent entity	Refer Note 16	Refer Note 16
Details of any contractual commitments by the parent entity for the acquisition of property, plant or equipment.	NIL	NIL

Note 24: Events after statement of financial position date

On 13 July 2012 the 24,446,030 Seed Investor Options which were issued at the time of the IPO of the Company expired in accordance with their terms of issue.

At the EGM held on 15 August 2012 Shareholders approved the issue of the second tranche of shares (55,000,000) for the capital raising announced on 22 June 2012 and the issue of 50,000,000 options. The Company received $1,105,000 in respect of the issue of these securities. The securities were issued on 21 August 2012.

On 21 August 2012, following approval of the Directors a total of 765,000 ordinary shares and 230,000 unlisted options were issued under the Loan Share Plan and the Executive Share Option Plan respectively. These issues were made to confirm entitlements arising under existing employment agreements.

No other matter or circumstance has arisen since 30 June 2011 that has significantly affected or may significantly affect: -

- Patrys Limited's operations in future financial years, or
- the results of those operations in future financial years, or
- Patrys Limited's state of affairs in future years.

DECLARATION BY DIRECTORS

The directors of the company declare that:

(1) The financial statements, comprising the statement of comprehensive income, statement of financial position, statement of cash flows, statement of changes in equity and accompanying notes, are in accordance with the *Corporations Act 2001* and:

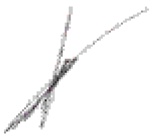
   (a) comply with Accounting Standards and the *Corporations Regulations 2001*; and
   (b) give a true and fair view of the consolidated entity's financial position as at 30 June 2012 and of its performance for the year ended on that date.

(2) The company has included in the notes to the financial statements an explicit and unreserved statement of compliance with International Financial Reporting Standards.

(3) 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.

(4) The directors have been given the declarations by the chief executive officer and chief financial officer required by section 295A.

This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the directors by:



Mr. John Read
Director
Melbourne

Date: 23 August 2012

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INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF PATRYS LIMITED

Report on the Financial Report
We have audited the accompanying financial report of Patrys Limited, which comprises the statement of financial position as at 30 June 2012, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, notes comprising a statement 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 year's end or from time to time during the financial year.

Directors' Responsibility for the Financial Report
The directors of the company are responsible for the preparation of the 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 financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error. In Note 1(a), the directors also state, in accordance with Accounting Standard AASB 101 Presentation of Financial Statements, that the financial statements comply with International Financial Reporting Standards.

Auditor's Responsibility
Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance about whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation of the financial report that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Independence
In conducting our audit, 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 Patrys Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

Opinion

In our opinion:

(a) the financial report of Patrys Limited is in accordance with the Corporations Act 2001, including:

  (i) giving a true and fair view of the consolidated entity's financial position as at 30 June 2012 and of its performance for the year ended on that date; and

  (ii) complying with Australian Accounting Standards and the Corporations Regulations 2001; and

(b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 1(a).

INDEPENDENT AUDITOR'S REPORT (CONT'D)
TO THE MEMBERS OF PATRYS LIMITED

Report on the Remuneration Report

We have audited the Remuneration Report included on pages 15 to 24 of the directors' report for the year ended 30 June 2012. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the Corporations Act 2001. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Opinion

In our opinion, the Remuneration Report of Patrys Limited for the year ended 30 June 2012 complies with section 300A of the Corporations Act 2001.

BDO East Coast Partnership

James Mooney
Partner

Melbourne, 23 August 2012

SHAREHOLDER INFORMATION

A. Substantial shareholders

The Company's Holders of Relevant Interests as notified by ASX Substantial Shareholders and the number of shares in which they have an interest as disclosed by notices received under Part 6.7 of the *Corporations Act 2001* as at 16 August 2012 are:

Name	Ordinary Shares
Stork Holdings 2010 Ltd	83,231,764

B. Number of holders of equity securities and voting rights

	Ordinary Shares (i)	Share Options (ii)
Number of Holdings	983	11

The voting rights attaching to each class of equity securities are:

(i) Ordinary shares

On a show of hands, every member present at a meeting, in person or by proxy, shall have one vote and upon a poll each share shall have one vote.

(ii) Options

No voting rights.

C. Distribution of equity securities

Distribution of holders of equity securities as at 16 August 2012:

No. of holders			Ordinary Shares	Options
1	-	1,000	29	-
1,001	-	5,000	79	-
5,001	-	10,000	92	-
10,001	-	100,000	532	3
100,001 and over			251	8
			983	**11**
Number of holders of less than a marketable parcel of shares			379	

D. 20 largest holders of quoted securities

The names of the 20 largest shareholders of each class of equity security as at 16 August 2012 are listed below:

No.	Name	No. of shares held	% of total shares
1.	Stork Holdings 2010 Ltd	83,231,764	20.12
2.	Citicorp Nominees Pty Limited	46,865,882	11.33
3.	Dr Dax Marcus Calder	20,381,000	4.93
4.	Oncomab GmbH	20,250,000	4.90
5.	Mr Paul Anthony Henry	16,666,667	4.03
6.	Mr Daniel Kevin Devine	12,003,736	2.90
7.	National Nominees Limited	10,936,862	2.64
8.	Tigcorp Nominees Pty Ltd	10,000,000	2.42
9.	Mr Paul Anthony Henry	8,750,000	2.12
10.	Capita Trustees Limited	6,666,666	1.61
11.	Asia Pac Holdings	6,317,916	1.53
12.	Moore Family Nominee Pty Ltd	6,000,000	1.45
13.	Aviemore Capital Pty Ltd	5,000,000	1.21
14.	JK Nominees Pty Ltd	5,000,000	1.21
15.	LSAF Holdings Pty Ltd	5,000,000	1.21
16.	TISIA Nominees Pty Ltd	5,000,000	1.21
17.	Takeda Research Investment Inc	4,471,000	1.08
18.	Josaka Investments Pty Ltd	4,397,728	1.06
19.	Chessari Holdings Pty Ltd	4,288,840	1.04
20.	Bannaby Investments Pty Ltd	3,750,000	0.91
		284,978,061	**68.90**

SHAREHOLDER INFORMATION

E. Shares subject to restriction arrangements

The total number of shares subject to restriction arrangements is 4,627,085 shares. These shares were all issued under the Loan Share Plan and the escrow period ends on the latter of the date of repayment of the associated loan or as outlined below:

Date shares issued	Vesting date	Number under shares
02/12/2009	27/12/2010	517,002
02/12/2009	30/06/2011	269,248
02/12/2009	27/12/2011	382,377
02/12/2009	27/12/2012	315,687
02/12/2009	22/03/2012	66,690
01/07/2010	01/07/2011	180,436
01/07/2010	22/03/2012	66,670
01/07/2010	01/07/2012	147,101
01/07/2010	01/07/2013	147,101
18/08/2010	09/02/2011	75,000
18/08/2010	09/08/2011	75,000
29/10/2010	30/06/2011	529,773
08/12/2011	22/03/2012	150,000
08/12/2011	08/12/2011	205,000
08/12/2011	08/12/2011	205,000
08/12/2011	08/12/2011	205,000
18/01/2012	18/01/2013	108,334
18/01/2012	18/01/2014	108,333
18/01/2012	18/01/2015	108,333
21/08/2012	21/08/2013	255,000
21/08/2012	21/08/2014	255,000
21/08/2012	21/08/2015	255,000
		4,627,085

NOTES

NOTES

Board of Directors and Company Particulars

DIRECTORS

- John Read
- Marie Roskrow
- Michael Stork
- Alan Robertson
- Suzy Jones

SECRETARY

- Roger McPherson

REGISTERED OFFICE

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Melbourne VIC 3000

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BUSINESS ADDRESS

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WEBSITE

www.patrys.com

AUDITORS

BDO
East Coast Partnership
Level 14
140 William Street
Melbourne VIC 3000

SHARE REGISTRY

Computershare Investor Services Pty Limited
Yarra Falls
452 Johnston Street
Abbotsford VIC 3067

STOCK EXCHANGE LISTING

Australian Securities Exchange
(ASX Code: PAB)

AUSTRALIAN COMPANY NUMBER

123 055 363

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