

1. Company details

Name of entity:	Allegra Orthopaedics Limited
ABN:	71 066 281 132
Reporting period:	For the year ended 30 June 2022
Previous period:	For the year ended 30 June 2021

2. Results for announcement to the market

			\$
Revenues from ordinary activities	down	34.8% to	2,932,844
Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA)	down	3651.8% to	(1,820,959)
Loss from ordinary activities after tax attributable to the owners of Allegra Orthopaedics Limited	up	338.0% to	(2,535,328)
Loss for the year attributable to the owners of Allegra Orthopaedics Limited	up	338.0% to	(2,535,328)

Dividends

There were no dividends paid, recommended or declared during the current financial period.

Comments

The loss for the consolidated entity after providing for income tax amounted to \$2,535,328 (30 June 2021: \$578,845).

The consolidated entity continues to operate as two distinct business segments, namely the Orthopaedics Division, which sells and distributes its portfolio of medical device products and the second segment being the Innovation Division, which invests resources into the development and commercialisation of new products to take to market. Corporate costs are excluded from these segments and are reported on separately.

The earnings before interest, tax, depreciation and amortisation ('EBITDA') for the consolidated entity was a loss of \$1,820,959 (30 June 2021: \$48,535).

EBITDA is a financial measure which is not prescribed by Australian Accounting Standards ('AAS'). The directors consider EBITDA to reflect the core earnings of the consolidated entity.

The following table summarises key reconciling items between statutory loss after tax attributable to the shareholders of the company and EBITDA.

	Consolidated 2022 \$	Consolidated 2021 \$
Loss after income tax	(2,535,328)	(578,845)
Add: Depreciation and amortisation	579,935	517,618
Add: Finance cost	134,442	13,228
Less: Interest income	(8)	(536)
EBITDA	<u>(1,820,959)</u>	<u>(48,535)</u>

The Orthopaedics Division generated an EBITDA loss of \$481,481 (30 June 2021: profit of \$809,873). The overall sales revenue of the Orthopaedics Division has dropped by 35% year on year.

The impact of COVID-19 has been a significant challenge to the consolidated entity's revenue streams during the current financial year. The public and private hospitals have experienced enormous pressure on their resources during the year, namely, insufficient hospital beds and a shortage of hospital staff. In addition, many elective surgery patients chose to postpone operations and cancel pre-booked operations in fear of COVID-19 risks in hospital environments. As a result, the consolidated entity has seen a 67% drop in operations at public hospitals and a 23% decrease in operations at private hospitals.

The Innovation Division resulted in an EBITDA loss of \$938,085 (30 June 2021: \$453,119). As the Spinal Cage Device entered the crucial stage of its development, the consolidated entity allocated more resources to the project during the year, especially for the final stages of the safety study. Those investments have brought to the consolidated entity positive results (refer to ASX announcement on 5 August 2022).

Corporate overhead costs not allocated the either Division totalled \$401,393 (30 June 2021: \$405,289).

Further information on the review of operations, financial position and future strategies is detailed in the Review of operations section of the Directors' report, which is part of the Annual Report.

On 9 August 2021, the consolidated entity announced a new partnership with Swinbourne University and RMIT University to explore a novel coating manufacturing process to deposit the consolidated entity's proprietary bioceramic material onto orthopaedic implants. This project will provide the consolidated entity with a solid foundation for a superior manufacturing and coating process for orthopaedics implants.

On 19 January 2022, the consolidated entity announced a forecasted revenue and profit decrease in its Orthopaedics division compared to the prior financial year FY2021. The primary reason for the decline in revenues is the ongoing COVID-19 pandemic resulting in the suspension or reduction of non-urgent elective surgeries in public and private hospitals.

On 31 January 2022, the consolidated entity announced the positive results in its large animal study for the Sr-HT-Gahnite Spinal Cage Device. The completion of this study and the positive results being realised will confirm a viable pathway to obtaining a FDA 510(k) clearance in the near future. The consolidated entity reports that all surgical sites are progressing well at the Intermediate Time Point, and there was good evidence of fusion at the operational level.

On 8 February 2022, the consolidated entity announced the resignation of Mr Anthony Hartnell as a Director of the Company, effective 7 February 2022.

On 14 March 2022, the consolidated entity announced the first published article demonstrating the systemic safety of its proprietary bioceramic material, Sr-HT-Gahnite, under GLP conditions. This published study not only assures the Food and Drug Administration (FDA) regarding the safety of the presence of strontium in the Device but also instils further confidence that the consolidated entity is on track to obtain a 90-day FDA 510(k) clearance for the United States in the next 12 months.

On 5 August 2022, the consolidated entity announced further evidence demonstrating the safety of its proprietary bioceramic material, Sr-HT-Gahnite. The in-life phase of the large animal study was complete with full fusion; the 13 weeks of small animal testing also elicited no reaction from the local tissue, further reinforcing the Device's biological safety.

On 11 August 2022, the consolidated entity announced that its revenue-generating business, namely the Orthopaedics Division, continues to be materially and negatively impacted by the COVID-19 pandemic due to the ongoing cancellation of elective surgeries in both private and public hospitals. As a result, the Board of Directors is exploring options to mitigate this adverse financial impact, such as capital raising or a possible divestment of the Orthopaedic Division.

3. Net tangible assets

	Reporting period Cents	Previous period Cents
Net tangible assets per ordinary security	1.39	3.64
Calculated as follows:		
	Consolidated 2022 \$	2021 \$
Net assets	2,132,306	4,573,385
Less: Right-of-use assets	(135,614)	(59,676)
Less: Intangibles	(541,246)	(712,834)
Net tangible assets	1,455,446	3,800,875
Total shares issued	104,459,203	104,459,203

4. Control gained over entities

Not applicable.

5. Loss of control over entities

Not applicable.

6. Dividend reinvestment plans

Not applicable.

7. Details of associates and joint venture entities

Not applicable.

8. Foreign entities

Details of origin of accounting standards used in compiling the report:

Not applicable.

9. Audit qualification or review

Details of audit/review dispute or qualification (if any):

The financial statements have been audited and an unmodified opinion has been issued.

10. Attachments

Details of attachments (if any):

The Annual Report of Allegra Orthopaedics Limited for the year ended 30 June 2022 is attached.

11. Signed

As authorised by the Board of Directors



Signed _____

Date: 26 August 2022

Peter Kazacos
Director
Sydney

Allegra Orthopaedics Limited

ABN 71 066 281 132

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Directors	Peter Kazacos Sean Mulhearn Nicholas Hartnell
Company secretary	Robyn Slaughter
Registered office	Level 8 18-20 Orion Road Lane Cove West, NSW 2066 Head office telephone: 02 9119 9200
Share register	Automic Group Level 5 126 Phillip Street Sydney, NSW 2000 Shareholders enquiries: 1300 288 664
Auditor	Crowe Sydney Level 24 1 O'Connell Street Sydney, NSW 2000
Bankers	Commonwealth Bank of Australia PO Box 327 Silverwater, NSW 2128
Stock exchange listing	Allegra Orthopaedics Limited shares are listed on the Australian Securities Exchange (ASX code: AMT)
Website	www.allegraorthopaedics.com
Corporate Governance Statement	<p>The directors and management are committed to conducting the business of Allegra Orthopaedics Limited in an ethical manner and in accordance with the highest standards of corporate governance. Allegra Orthopaedics Limited has adopted and has substantially complied with the ASX Corporate Governance Principles and Recommendations (Fourth Edition) ('Recommendations') to the extent appropriate to the size and nature of the consolidated entity's operations.</p> <p>The Corporate Governance Statement, which sets out the corporate governance practices that were in operation during the financial year and identifies and explains any Recommendations that have not been followed, which is approved at the same time as the Annual Report can be found at: www.allegraorthopaedics.com/corporate-governance</p>

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Allegra Orthopaedics Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2022.

Directors

The following persons were directors of Allegra Orthopaedics Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Peter Kazacos, Chair and Independent Non-Executive Director
 Sean Mulhearn, Independent Non-Executive Director
 Nicholas Hartnell, Non-Executive Director
 Anthony Hartnell, Non-Executive Director (resigned 7 February 2022)

Principal activities

During the financial year the principal continuing activities of the consolidated entity are as follows:

- The sale, design and distribution of its medical device product range within its Orthopaedic Division; and
- Within the Innovation Division, advancing the development and commercialisation of innovative technologies into products which can be taken to market. The current major project being a ceramic bone substitute which is both load bearing and biocompatible.

Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Review of operations

The loss for the consolidated entity after providing for income tax amounted to \$2,535,328 (30 June 2021: \$578,845).

Operations

Revenue

Total revenue from ordinary activities for the year ended 30 June 2022 was \$2,932,844 (30 June 2021: \$4,501,218).

A comparison of full year revenue compared with the previous year is as follows:

	2022 \$	2021 \$	Change \$	Change %
Sales of goods	2,853,179	4,341,996	(1,488,817)	(34%)
Commission revenue	79,665	159,222	(79,557)	(50%)

The consolidated entity's product revenue was negatively affected by the ongoing cancellation of elective surgeries at public and private hospitals during the year due to the limitations of hospital beds and the shortage of hospital staff. Moreover, the increased number of COVID-19-related illnesses is also affecting medical personnel and patients – this has also impacted the consolidated entity's revenue for the year.

Other income

	2022 \$	2021 \$	Change \$	Change %
Other income	996,070	1,800,153	(804,083)	(45%)

'Other income' decreased by 45% compared with the previous financial year. Revenue recognised from Grants awarded to the consolidated entity was \$63,000 in the financial year (30 June 2021: \$552,122).

Expenses

A comparison of full year expenses compared with the previous year is as follows:

	2022 \$	2021 \$	Change \$	Change %
Cost of sales and purchases of consumables	(1,651,947)	(1,874,480)	222,533	(12%)
Corporate and administration expenses	(1,887,089)	(1,809,626)	(77,463)	4%
Quality and research and development expenses	(2,036,913)	(2,322,927)	286,014	(12%)
Sales and marketing expenses	(753,859)	(860,491)	106,632	(12%)
Finance costs	(134,442)	(13,228)	(121,214)	916%

'Cost of sales and purchases of consumables' is \$222,533 lower than the previous financial year ending 30 June 2021. This is mainly due to decreased sales revenue during the current financial year. In addition, inventory write-off due to inventory reaching its shelf life has had an offsetting impact.

'Corporate and administration expenses' have increased by 4% compared with the previous financial year. The change resulted from increases in lease outgoings and insurance premium costs.

'Quality and research and development expenses' are lower by \$286,014. This is mainly due to less spending on raw materials and sample production as the project enters the large animal study stage; saving is also achieved by sourcing local research partners to replace overseas research institutes.

'Sales and marketing expenses' have decreased by 12%, resulting from reduced agency costs due to lower revenues and reduced travelling costs due to the COVID-19 pandemic.

The earnings before interest, tax, depreciation and amortisation ('EBITDA') was a loss of \$1,820,959 (30 June 2021: \$48,535). This is mainly due to the reduction in overall sales revenue during the current financial year.

The following table summarises key reconciling items between statutory profit/(loss) after tax attributable to the shareholders of the company and EBITDA.

	Consolidated	
	2022 \$	2021 \$
Loss after income tax	(2,535,328)	(578,845)
Add: Depreciation and amortisation	579,935	517,618
Add: Finance cost	134,442	13,228
Less: Interest income	(8)	(536)
EBITDA	<u>(1,820,959)</u>	<u>(48,535)</u>

Business risks

The following is a summary of material business risks that could adversely affect the consolidated entity's financial performance and growth potential in future years and how the consolidated entity proposes to mitigate such risks.

COVID-19

The impact of COVID-19 on the health system has been a significant challenge for the consolidated entity. During the past financial year, public and private hospitals are experiencing a shortage of nursing staff, insufficient hospital beds and reduced staff working hours due to COVID-19-related illnesses. As a result, the consolidated entity's Orthopaedic Division has been materially and negatively impacted by the ongoing cancellation of elective surgeries in public and private hospitals. The consolidated entity is exploring options to mitigate the negative financial impact of the Orthopaedic Division's current and expected performance, which may include capital raising or divestment of the Orthopaedic Division to support the commercialisation of its Bioceramic Spinal Cage Device.

Macroeconomic and government policy risks

The consolidated entity's financial performance can be impacted by current and future economic conditions it cannot control, such as increases in interest rates and inflation – both would cause an increase in overhead costs for the consolidated entity. In addition, State and Federal Government policies can also adversely impact the consolidated entity's revenue, such as reductions on prosthesis rebates from private health insurers. The consolidated entity stays abreast of these conditions, focuses on its internal cost management and debtor control, and diversifies its customer base to help manage these risks.

Inventory management

Inventory accounts for a large portion of the consolidated entity's total assets, and the nature of the business requires the consolidated entity to maintain adequate stock levels and efficient logistic management for all its inventory items to meet patients' requirements. The consolidated entity constantly monitors its inventory items' movements, ensuring any inventory gaps are ordered and completed on time. The consolidated entity adopts the FIFO method in its inventory management system and performs inventory analysis regularly to improve the turnover and profitability of the overall product mix.

Competitive market

The consolidated entity constantly introduces new products to its product mix to gain exposure to new customer groups and maintain competitiveness in a highly competitive market. In addition, the Innovation Division of the consolidated entity has a highly experienced team currently working on multiple projects.

Innovations commercialization risk

The major project of the consolidated entity, a Bioceramic Spinal Cage Device, is expected to obtain a 90-day FDA 510(k) clearance for the United States in the next 12 months, although there is no certainty this clearance will be achieved and no certainty around the project reaching commercialization.

Regulatory compliance

The consolidated entity is subject to several Australian laws and regulations, such as consumer protection, importation and privacy laws, and those related to workplace health and safety. The consolidated entity conducts periodic internal audits and compliance reviews to identify and manage potential risks to ensure continued compliance.

Privacy and data breach

The consolidated entity handles personal and sensitive information. As a result, its workforces are fully trained and updated with privacy and data breach policies during their induction process. The consolidated entity also conducts regular training sessions for all staff concerning privacy, cybersecurity and data breaches.

Work, health and safety ('WHS')

The consolidated entity has a zero-risk tolerance for serious safety incidents. During the financial year, the consolidated entity continued to improve its WHS practices by holding online workplace safety training and reviews and holding 'WHS' workshops for new employees.

Significant changes in the state of affairs

On 9 August 2021, the consolidated entity announced a new partnership with Swinbourne University and RMIT University to explore a novel coating manufacturing process to deposit the consolidated entity's proprietary bioceramic material onto orthopaedic implants. This project will provide the consolidated entity with a solid foundation for a superior manufacturing and coating process for orthopaedics implants.

On 19 January 2022, the consolidated entity announced a forecasted revenue and profit decrease in its Orthopaedics division compared to the prior financial year FY2021. The primary reason for the decline in revenues is the ongoing COVID-19 pandemic resulting in the suspension or reduction of non-urgent elective surgeries in public and private hospitals.

On 31 January 2022, the consolidated entity announced the positive results in its large animal study for the Sr-HT-Gahnite Spinal Cage Device. The completion of this study and the positive results being realised will confirm a viable pathway to obtaining a FDA 510(k) clearance in the near future. The consolidated entity reports that all surgical sites are progressing well at the Intermediate Time Point, and there was good evidence of fusion at the operational level.

On 8 February 2022, the consolidated entity announced the resignation of Mr Anthony Hartnell as a Director of the Company, effective 7 February 2022.

On 14 March 2022, the consolidated entity announced the first published article demonstrating the systemic safety of its proprietary bioceramic material, Sr-HT-Gahnite, under GLP conditions. This published study not only assures the Food and Drug Administration (FDA) regarding the safety of the presence of strontium in the Device but also instils further confidence that the consolidated entity is on track to obtain a 90-day FDA 510(k) clearance for the United States in the next 12 months.

On 5 August 2022, the consolidated entity announced further evidence demonstrating the safety of its proprietary bioceramic material, Sr-HT-Gahnite. The in-life phase of the large animal study was complete with full fusion; the 13 weeks of small animal testing also elicited no reaction from the local tissue, further reinforcing the Device's biological safety.

On 11 August 2022, the consolidated entity announced that its revenue-generating business, namely the Orthopaedics Division, continues to be materially and negatively impacted by the COVID-19 pandemic due to the ongoing cancellation of elective surgeries in both private and public hospitals. As a result, the Board of Directors is exploring options to mitigate this adverse financial impact, such as capital raising or a possible divestment of the Orthopaedic Division.

There were no other significant changes in the state of affairs of the consolidated entity during the financial year.

Matters subsequent to the end of the financial year

No matter or circumstance has arisen since 30 June 2022 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

Likely developments and expected results of operations

The consolidated entity continues to execute on its two primary objectives.

The first objective is to continue to improve sales and distribution of its medical device product range within its Orthopaedic Division and to actively explore options to mitigate the adverse impact caused by the COVID-19 pandemic.

The second objective is to continue the investment in its critical strategic project to develop and commercialise its Sr-HT-Gahnite bone substitute material into a market-ready product. The major project is commercialising a Cervical Spinal Fusion Cage developed from the biocompatible ceramic material, Sr-HT-Gahnite. The Sr-HT-Gahnite is a highly porous and biocompatible calcium silicate. It has many advantages over existing synthetic bone materials, including strength and the ability to be 3D printed. Further applications for the Sr-HT-Gahnite include fixation screws that secure ligaments to the bone, a coating material, and a novel coating manufacturing process for existing and new implants to deposit the consolidated entity's proprietary bioceramic material onto orthopaedic implants. This Division is on track to obtain a 90-day FDA 510(k) clearance for the Cervical Spinal Fusion Cage in the United States in the next 12 months. This Division has no product revenues, with all costs related to product development being expensed as incurred; hence this Division is expected to operate at a loss in FY2023.

The consolidation of the entity's two operating divisions is expected to be a trading loss in FY2023 due to the ongoing investment required by the Innovation Division, which is expected to exceed any profits from the Orthopaedic Division.

Environmental regulation

The consolidated entity is not subject to any significant environmental regulation under Australian Commonwealth or State law.

Information on directors

Name:	Peter Kazacos
Title:	Chair and Independent Non-Executive Director
Qualifications:	B.E, B.Sc., OAM
Experience and expertise:	Peter has over 40 years' experience in the IT industry. He founded KAZ in 1988, guided it from a small IT services company in NSW to one of Asia Pacific's leading IT services and business process outsourcing service providers with over 4,000 employees, as a fully owned subsidiary of Telstra. He also founded Anittel Ltd, building it into one of Australia's leading IT&C service providers operating outside the major metropolitan areas, leading to its acquisition in 2010 by Anittel Group Limited (since renamed Axxis Technology Group Ltd.), representing a major strategic milestone in the transformation and convergence of the IT&T industry. Prior to founding KAZ and Anittel, Peter held a number of senior technical positions in the Australian IT industry with leading Australian organisations. Peter was the recipient of the inaugural Australian Entrepreneur of the Year 2001 award in the Technology, Communications, E-Commerce and Biotechnology category.
Other current directorships:	None
Former directorships (last 3 years):	None
Special responsibilities:	Chairman of the Nomination and Remuneration Committee and member of the Audit and Risk Committee
Interests in shares:	1,195,764 ordinary shares (110,850 held directly and 1,084,914 held indirectly through Destin Pty Ltd)
Interests in options:	82,452 options over ordinary shares
Name:	Sean Mulhearn
Title:	Independent Non-Executive Director
Qualifications:	BEC (University of Sydney)
Experience and expertise:	Sean has been involved in the financial markets for over 30 years' with experience in Asia, Europe and the Americas. Sean has particular expertise in risk management. He founded Jacaranda Capital Partners, a boutique advisory and markets training business with offices in Singapore and Australia.
Other current directorships:	None
Former directorships (last 3 years):	Non-Executive Director of Greka Drilling Limited
Special responsibilities:	Member of the Audit and Risk Committee (appointed Chair of the Committee on 7 February 2022) and member of the Nomination and Remuneration Committee
Interests in shares:	666,666 ordinary shares (333,333 held directly and 333,333 held indirectly through Sean & Kirsten Pty Ltd)
Interests in options:	82,452 options over ordinary shares
Name:	Nicholas Hartnell
Title:	Non-Executive Director
Qualifications:	MBBS (University of Sydney)
Experience and expertise:	As an orthopaedic surgeon, Nicholas brings to Allegra a wealth of orthopaedic industry experience. He completed a Bachelor of Medicine and Bachelor of Surgery at the University of Sydney in 1995. Since then he has been focused on orthopaedic training and specialisation and hence has many years of experience in all facets of Orthopaedic care. Nicholas set up his practice in Bowral in the Southern Highlands, NSW and has since expanded his surgical practice into the Goulburn, and Camden/Campbelltown areas. As a result of Nicholas' extensive experience as an orthopaedic surgeon, he will continue in his role as a member of Allegra's Panel of Surgeon Advisers.
Other current directorships:	None
Former directorships (last 3 years):	None
Special responsibilities:	Member of the Audit and Risk Committee (effective 25 May 2022) and member of the Nomination and Remuneration Committee (effective 25 May 2022)
Interests in shares:	39,499,038 ordinary shares (1,224,090 held directly, 38,274,948 held indirectly through Robinwood Investments Pty Ltd)
Interests in options:	3,000,000 options over ordinary shares

Name:	Anthony Hartnell
Title:	Non-Executive Director (resigned 7 February 2022)
Qualifications:	BEC LLB (Hons) (ANU), LLM (Highest Hons) (George Washington University)
Experience and expertise:	Anthony who has been honoured as an Officer in the Order of Australia has had a distinguished legal career in both government and private practice. He is a founding partner of Atanaskovic Hartnell, a legal firm specialising in corporate and commercial law, particularly covering corporate financing, takeovers and regulatory issues. He was the inaugural Chairman of the Australian Securities Commission. He has chaired a number of ASX-listed companies.
Other current directorships:	Molopo Energy Limited and Aurora Funds Management Limited
Former directorships (last 3 years):	None
Special responsibilities:	Former Chair of the Audit and Risk Committee (resigned 7 February 2022) and former member of the Nomination Committee (resigned 7 February 2022)
Interests in shares:	261,794 ordinary shares (247,484 held directly, 14,310 held indirectly through Hartnell Retirement Fund)
Interests in options:	None

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships in all other types of entities, unless otherwise stated.

'Former directorships (in the last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships in all other types of entities, unless otherwise stated.

Company secretary

Robyn Slaughter is a qualified Governance Professional ('CGI') and Affiliate of the Governance Institute of Australia ('GIA'), who holds a Masters degree in Corporate Governance and a Bachelors degree in Accounting and Finance. Robyn is currently Company Secretary of, and provides company secretarial support, to various ASX listed, unlisted public and private companies across a range of industries including financial services, biotechnology and healthcare, technology, cyber security and manufacturing.

Justyn Stedwell is a professional Company Secretary consultant, with over 10 years' experience as a Company Secretary of ASX-listed companies in various industries including biotechnology, agriculture, mining and exploration, information technology and telecommunications. Justyn's qualifications include a Bachelor of Commerce (Economics and Management) from Monash University, a Graduate Diploma of Accounting at Deakin University and a Graduate Diploma in Applied Corporate Governance at the Governance Institute of Australia. He is currently the Company Secretary of several ASX listed companies.

Justyn resigned as company secretary on 4 February 2022 and Robyn was appointed as company secretary on the same date.

Meetings of directors

The number of meetings of the company's Board of Directors ('the Board') held during the year ended 30 June 2022, and the number of meetings attended by each director were:

	<i>Full Board</i>		<i>Nomination and Remuneration Committee</i>		<i>Audit and Risk Committee</i>	
	<i>Attended</i>	<i>Held</i>	<i>Attended</i>	<i>Held</i>	<i>Attended</i>	<i>Held</i>
Peter Kazacos	11	11	-	-	2	2
Sean Mulhearn	6	11	-	-	1	2
Nicholas Hartnell	11	11	-	-	-	-
Anthony Hartnell	6	6	-	-	1	1

Held: represents the number of meetings held during the time the director held office.

Remuneration report (audited)

The remuneration report, which has been audited, outlines the director and other key management personnel ('KMP') arrangements for the consolidated entity, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

KMP are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

The remuneration report is set out under the following main headings:

- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to KMP

Principles used to determine the nature and amount of remuneration

As a medical device sales, design and distribution business with an innovation division, competing against global multi-nationals, the consolidated entity requires a board and senior management team that have both the technical capability and relevant experience to execute the consolidated entity's business plan.

The consolidated entity's KMP remuneration framework develops as economic conditions and the financial performance of the consolidated entity permits. The objective continues to be to ensure reward for performance is competitive and appropriate for the results delivered.

The remuneration structures explained below are designed to attract suitably qualified candidates, retain key employees, reward the achievement of strategic objectives, and achieve the broader outcome of creation of value for shareholders.

The remuneration structures take into account:

- Key criteria for good reward governance practices, namely: competitiveness and reasonableness, alignment to shareholders' interests, alignment of KMP remuneration with performance, transparency and capital management;
- The capability and experience of the KMP;
- The ability of KMP to control performance; and
- The consolidated entity's earnings and company share price performance.

Remuneration committee

The Nomination and Remuneration Committee ('NRC') is responsible for ensuring that there is gender parity in the remuneration levels of employees and believes this to be the case.

The remuneration structures are intended to motivate employees for quality short and long term performance. The mix between short term and long term variable components is to maintain a focus on the sustainable short term performance of the consolidated entity, whilst ensuring its positioning for its longer term success.

Remuneration structure

The structure of non-executive directors and executive remunerations are determined separately.

Non-executive directors' remuneration

The aggregate remuneration that may be paid to non-executive directors for their directorship services is a maximum of \$500,000 per annum. This remuneration may be divided among the non-executive directors in such a manner as the Board may determine. The maximum may not be increased without prior approval from shareholders at a general meeting. Directors will seek approval from time to time as deemed appropriate.

Fees and payments to non-executive directors are intended to reflect the demands which are made on, and the responsibilities of, the directors.

Executive remuneration

The consolidated entity aims to reward KMP with a level and mix of remuneration based on their position and responsibility, which is both fixed and variable.

The KMP remuneration and reward framework has four components:

- Base pay and non-monetary benefits;
- Short-term performance incentives;
- Share-based payments; and
- Other remuneration such as superannuation and long service leave.

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

Fixed remuneration

Fixed remuneration consists of base remuneration (which is calculated on a total cost basis including Government Statutory employer contributions to superannuation funds, except for the Chief Executive Officer ('CEO') whose base remuneration excludes superannuation). This base remuneration is structured to be reasonable and fair relative to the scale of the consolidated entity's business. It assumes the fulfilment of core performance requirements and expectations.

Remuneration levels are reviewed annually by the NRC through a process that considers individual and overall performance of the consolidated entity. In addition, regard is had to information from publicly available external remuneration sources to ensure senior KMP remuneration is competitive in the market place having regard to the size of the consolidated entity and the fiscal constraints of a growing company.

Consolidated entity performance and link to remuneration

Performance linked remuneration is designed to reward KMP for meeting or exceeding their financial and personal objectives.

Short-term incentive ('STI')

At this stage in the consolidated entity's development, shareholder wealth is enhanced by the achievement of objectives in the development of the consolidated entity's products, within a framework of prudent financial management and consistent with the consolidated entity's annual business plan.

If the consolidated entity meets/or exceeds pre-determined performance hurdles set by the NRC, a short-term incentive ('STI') is available to KMP during the annual review. These performance hurdles ensure variable reward is only available when value has been created for shareholders.

The CEO has a target STI opportunity depending on the accountabilities of the role and impact on the consolidated entity's performance.

The NRC determines whether objectives have been met. The STI bonus payments may be adjusted up or down in line with under or over achievement against the performance hurdles levels. This is at the discretion of the NRC.

Long-term incentive ('LTI')

The long-term incentive is intended to be provided to KMP and directors in the form of ordinary shares or options over ordinary shares in the company so to align KMP and directors interests with shareholders' interests.

The ability to obtain the ordinary shares or options over ordinary shares will generally be conditional on the individual achieving certain performance hurdles, such as service conditions and the achievement of key performance indicators ('KPIs'). However, ordinary shares or options over ordinary shares may be granted on whatever terms are required and appropriate to secure the services of KMP. The NRC is required to approve the number of ordinary shares or options over ordinary shares that ultimately vest.

The consolidated entity's Securities Dealing Policy prohibits transactions in associated products which limit the risk of participating in unvested entitlements under any equity based remuneration schemes.

Use of remuneration consultants

During the financial year ended 30 June 2022, the consolidated entity did not engage remuneration consultants to review its STI and LTI remuneration framework.

Voting and comments made at the company's 2021 Annual General Meeting ('AGM')

At the 15 December 2021 Annual General Meeting ('AGM'), 98% of the votes received were for the adoption of the remuneration report for the year ended 30 June 2021. The company did not receive any specific feedback at the AGM regarding its remuneration practices.

Details of remuneration

The KMP of the consolidated entity consisted of the directors of the company and the following person:

- Jenny Swain - Chief Executive Officer

Amounts of remuneration

Details of the remuneration of the directors and other KMP of the company are set out in the following tables.

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments	
	Cash salary and fees	Bonus	Non-monetary	Super-annuation	Leave benefits	Equity-settled options	Total
	\$	\$	\$	\$	\$	\$	\$
2022							
<i>Non-Executive Directors:</i>							
Peter Kazacos (Chairman)	62,520	-	-	-	-	273	62,793
Sean Mulhearn	45,000	-	-	-	-	273	45,273
Nicholas Hartnell**	45,000	-	-	-	-	-	45,000
Anthony Hartnell*	24,732	-	-	-	-	273	25,005
<i>Other KMP:</i>							
Jenny Swain	300,000	-	-	23,568	4,997	16,858	345,423
	477,252	-	-	23,568	4,997	17,677	523,494

* Remuneration is from 1 July 2021 to date of cessation as a director, being 7 February 2022.

** Refer to note 26 for share-based payment details.

	Short-term benefits			Post-employment benefits	Long-term benefits	Share-based payments	
	Cash salary and fees	Bonus	Non-monetary	Super-annuation	Leave benefits	Equity-settled options	Total
	\$	\$	\$	\$	\$	\$	\$
2021							
<i>Non-Executive Directors:</i>							
Peter Kazacos (Chairman)	62,520	-	-	-	-	1,074	63,594
Sean Mulhearn	45,000	-	-	-	-	1,074	46,074
Nicholas Hartnell	45,000	-	-	-	-	-	45,000
Anthony Hartnell	45,000	-	-	-	-	1,074	46,074
<i>Other KMP:</i>							
Jenny Swain*	300,000	32,000	-	21,694	4,997	23,046	381,737
	497,520	32,000	-	21,694	4,997	26,268	582,479

* Bonus paid was discretionary.

The proportion of remuneration linked to performance and the fixed proportion are as follows:

Name	Fixed remuneration		At risk - STI		At risk - LTI	
	2022	2021	2022	2021	2022	2021
<i>Non-Executive Directors:</i>						
Peter Kazacos	100%	98%	-	-	-	2%
Sean Mulhearn	99%	98%	-	-	1%	2%
Nicholas Hartnell	100%	100%	-	-	-	-
Anthony Hartnell	99%	98%	-	-	1%	2%
<i>Other Key Management Personnel:</i>						
Jenny Swain	95%	86%	-	8%	5%	6%

Service agreements

On appointment to the Board, all non-executive directors enter into a service agreement with the company in the form of a letter of appointment. The letter summarises the Board policies and terms, including remuneration, relevant to the office of director.

Remuneration and other terms of employment for KMP (other than directors and company secretary) are formalised in service agreements. Details of these agreements are as follows:

Name:	Jenny Swain
Title:	Chief Executive Officer
Agreement commenced:	2 May 2016
Details:	The contract of employment with the CEO provides for a base salary plus statutory superannuation. The NRC reviews this amount annually. An annual performance bonus maybe payable upon the achievement of relevant KPI's. In addition employee share options maybe offered as part of a long term incentive ('LTI') at the discretion of the NRC. Either party may terminate this agreement on the giving of 3 months' notice.

KMP have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation

Issue of shares

There were no shares issued to directors and other KMP as part of compensation during the year ended 30 June 2022.

Options

The terms and conditions of each grant of options over ordinary shares affecting remuneration of directors and other KMP in this financial year or future reporting years are as follows:

<i>Name</i>	<i>Number of options granted</i>	<i>Grant date</i>	<i>Vesting date and exercisable date</i>	<i>Expiry date</i>	<i>Exercise price</i>	<i>Fair value per option at grant date</i>
Peter Kazacos	82,452	9 November 2017	Variable*	9 November 2023	\$0.125	\$0.0521
Anthony Hartnell	82,452	9 November 2017	Variable*	9 November 2023	\$0.125	\$0.0521
Sean Mulhearn	82,452	9 November 2017	Variable*	9 November 2023	\$0.125	\$0.0521
Jenny Swain	932,538	8 December 2017	Variable*	8 November 2023	\$0.125	\$0.0521
Jenny Swain	1,000,000	31 January 2020	Variable**	31 January 2026	\$0.160	\$0.0436

* Vesting dates for the options granted are variable:

- Tranche 1 options: from date of grant to 31 July 2019
- Tranche 2 options: from date of grant to 31 July 2020
- Tranche 3 options: from date of grant to 31 July 2021

** Vesting dates for the options granted are variable:

- Tranche 1 options: from date of grant to 31 January 2021
- Tranche 2 options: from date of grant to 31 January 2022
- Tranche 3 options: from date of grant to 31 January 2023

Options granted carry no dividend or voting rights.

Additional information

The Board considers that the above performance-linked remuneration structures will generate the desired outcome based on the experience of other companies.

Additional disclosures relating to KMP

Shareholding

The number of shares in the company held during the financial year by each director and other members of KMP of the consolidated entity, including their closely related parties, is set out below:

	<i>Balance at the start of the year</i>	<i>Received as part of remuneration</i>	<i>Additions</i>	<i>Disposals/ other</i>	<i>Balance at the end of the year</i>
Ordinary shares					
Peter Kazacos	1,195,764	-	-	-	1,195,764
Sean Mulhearn	666,666	-	-	-	666,666
Nicholas Hartnell	39,499,038	-	-	-	39,499,038
Anthony Hartnell*	261,794	-	-	(261,794)	-
Jenny Swain	267,027	-	-	-	267,027
	<u>41,890,289</u>	<u>-</u>	<u>-</u>	<u>(261,794)</u>	<u>41,628,495</u>

* Disposals/other represents balance at date of resignation, not necessarily a disposal of holding.

Option holding

The number of options over ordinary shares in the company held during the financial year by each director and other members of KMP of the consolidated entity, including their personally related parties, is set out below:

	<i>Balance at the start of the year</i>	<i>Granted</i>	<i>Exercised</i>	<i>Expired/ forfeited/ other</i>	<i>Balance at the end of the year</i>
Options over ordinary shares					
Peter Kazacos	82,452	-	-	-	82,452
Sean Mulhearn	82,452	-	-	-	82,452
Nicholas Hartnell**	3,000,000	-	-	-	3,000,000
Anthony Hartnell*	54,968	-	-	(54,968)	-
Jenny Swain	1,932,538	-	-	-	1,932,538
	<u>5,152,410</u>	<u>-</u>	<u>-</u>	<u>(54,968)</u>	<u>5,097,442</u>

* Options were forfeited on 8 February 2022.

** Refer to note 26 for share-based payment details.

This concludes the remuneration report, which has been audited.

Shares under option

Unissued ordinary shares of Allegra Orthopaedics Limited under option at the date of this report are as follows:

<i>Grant date</i>	<i>Expiry date</i>	<i>Exercise price</i>	<i>Number under option</i>
9 November 2017	9 November 2023	\$0.125	164,904
8 December 2017	8 November 2023	\$0.125	1,172,538
31 January 2020	31 January 2026	\$0.160	1,500,000
10 November 2020	10 November 2024	\$0.150	3,000,000
			<u>5,837,442</u>

Shares issued on the exercise of options

There were no ordinary shares of Allegra Orthopaedics Limited issued on the exercise of options during the year ended 30 June 2022 and up to the date of this report.

Indemnity and insurance of officers

The company has indemnified the directors and executives of the company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the company paid a premium in respect of a contract to insure the directors and executives of the company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Indemnity and insurance of auditor

The company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the company or any related entity against a liability incurred by the auditor.

During the financial year, the company has not paid a premium in respect of a contract to insure the auditor of the company or any related entity.

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.

Non-audit services

There were no non-audit services provided during the financial year by the auditor.

Officers of the company who are former partners of Crowe Sydney

There are no officers of the company who are former partners of Crowe Sydney.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

Auditor

Crowe Sydney continues in office in accordance with section 327 of the Corporations Act 2001.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors



Peter Kazacos
Director

26 August 2022
Sydney

26 August 2022

The Board of Directors
Allegra Orthopaedics Limited
Level 8, 18-20 Orion Road
Lane Cove West NSW 2066

Dear Board Members

Allegra Orthopaedics Limited

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the Directors of Allegra Orthopaedics Limited.

As lead audit partner for the audit of the financial report of Allegra Orthopaedics Limited for the financial year ended 30 June 2022, I declare that to the best of my knowledge and belief, that there have been no contraventions of:

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

This declaration is in respect of Allegra Orthopaedics Limited and the entities it controlled during the year.

Yours sincerely,



Crowe Sydney



Barbara Richmond
Partner

Liability limited by a scheme approved under Professional Standards Legislation.

The title 'Partner' conveys that the person is a senior member within their respective division, and is among the group of persons who hold an equity interest (shareholder) in its parent entity, Findex Group Limited. The only professional service offering which is conducted by a partnership is external audit, conducted via the Crowe Australasia external audit division and Unison SMSF Audit. All other professional services offered by Findex Group Limited are conducted by a privately owned organisation and/or its subsidiaries.

Findex (Aust) Pty Ltd, trading as Crowe Australasia is a member of Crowe Global, a Swiss Verein. Each member firm of Crowe Global is a separate and independent legal entity. Findex (Aust) Pty Ltd and its affiliates are not responsible or liable for any acts or omissions of Crowe Global or any other member of Crowe Global. Crowe Global does not render any professional services and does not have an ownership or partnership interest in Findex (Aust) Pty Ltd. Services are provided by Crowe Sydney, an affiliate of Findex (Aust) Pty Ltd. Liability limited by a scheme approved under Professional Standards Legislation.

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Allegra Orthopaedics Limited
Statement of profit or loss and other comprehensive income
For the year ended 30 June 2022



	Note	Consolidated 2022 \$	2021 \$
Revenue from contracts with customers	5	2,932,844	4,501,218
Other income			
Other income	6	996,070	1,800,153
Interest revenue calculated using the effective interest method		8	536
Expenses			
Cost of sales and purchases of consumables		(1,651,947)	(1,874,480)
Corporate and administration expenses		(1,887,089)	(1,809,626)
Quality and research and development expenses		(2,036,913)	(2,322,927)
Sales and marketing expenses		(753,859)	(860,491)
Finance costs	7	(134,442)	(13,228)
Loss before income tax expense		(2,535,328)	(578,845)
Income tax expense	8	-	-
Loss after income tax expense for the year attributable to the owners of Allegra Orthopaedics Limited		(2,535,328)	(578,845)
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year attributable to the owners of Allegra Orthopaedics Limited		<u>(2,535,328)</u>	<u>(578,845)</u>
		Cents	Cents
Basic earnings per share	30	(2.43)	(0.55)
Diluted earnings per share	30	(2.43)	(0.55)

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

	Note	Consolidated 2022 \$	2021 \$
Assets			
Current assets			
Cash and cash equivalents		206,332	363,223
Trade and other receivables	9	1,197,529	1,273,978
Inventories	10	2,845,763	3,018,795
Prepayments		130,857	162,538
Total current assets		<u>4,380,481</u>	<u>4,818,534</u>
Non-current assets			
Property, plant and equipment	11	446,006	642,499
Right-of-use assets	12	135,614	59,676
Intangible assets	13	541,246	712,834
Security deposits		105,615	105,607
Total non-current assets		<u>1,228,481</u>	<u>1,520,616</u>
Total assets		<u>5,608,962</u>	<u>6,339,150</u>
Liabilities			
Current liabilities			
Trade and other payables	14	914,273	1,206,452
Borrowings	15	326,395	211,454
Lease liabilities	16	136,268	60,341
Employee benefits		198,687	122,179
Total current liabilities		<u>1,575,623</u>	<u>1,600,426</u>
Non-current liabilities			
Borrowings	15	1,869,316	83,327
Employee benefits		21,717	72,012
Provisions	17	10,000	10,000
Total non-current liabilities		<u>1,901,033</u>	<u>165,339</u>
Total liabilities		<u>3,476,656</u>	<u>1,765,765</u>
Net assets		<u>2,132,306</u>	<u>4,573,385</u>
Equity			
Issued capital	18	15,366,235	15,366,235
Share-based payments reserve	19	858,453	764,204
Accumulated losses		<u>(14,092,382)</u>	<u>(11,557,054)</u>
Total equity		<u>2,132,306</u>	<u>4,573,385</u>

The above statement of financial position should be read in conjunction with the accompanying notes

Consolidated	Issued capital \$	Share-based payments reserve \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2020	14,875,788	646,301	(10,978,209)	4,543,880
Loss after income tax expense for the year	-	-	(578,845)	(578,845)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive income for the year	-	-	(578,845)	(578,845)
<i>Transactions with owners in their capacity as owners:</i>				
Contributions of equity, net of transaction costs (note 18)	490,447	-	-	490,447
Share-based payments (note 31)	-	117,903	-	117,903
Balance at 30 June 2021	15,366,235	764,204	(11,557,054)	4,573,385
Consolidated	Issued capital \$	Share-based payments reserve \$	Accumulated losses \$	Total equity \$
Balance at 1 July 2021	15,366,235	764,204	(11,557,054)	4,573,385
Loss after income tax expense for the year	-	-	(2,535,328)	(2,535,328)
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive income for the year	-	-	(2,535,328)	(2,535,328)
<i>Transactions with owners in their capacity as owners:</i>				
Share-based payments (note 31)	-	94,249	-	94,249
Balance at 30 June 2022	15,366,235	858,453	(14,092,382)	2,132,306

The above statement of changes in equity should be read in conjunction with the accompanying notes

	Note	Consolidated 2022 \$	2021 \$
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		3,302,585	5,354,517
Receipts from service agreement contract (inclusive of GST)		-	204,600
Payments to suppliers and employees (inclusive of GST)		(5,963,680)	(6,650,368)
		(2,661,095)	(1,091,251)
Other revenue		93,067	28,118
Interest and other finance costs paid		(134,442)	(12,916)
Income taxes refunded relating to research and development		840,003	714,078
Net cash used in operating activities	29	(1,862,467)	(361,971)
Cash flows from investing activities			
Payments for property, plant and equipment		(91,442)	(30,757)
Payments for intangibles		(13,606)	(85,728)
Net cash used in investing activities		(105,048)	(116,485)
Cash flows from financing activities			
Proceeds from issue of shares	18	-	8,333
Share issue transaction costs		-	(2,114)
Proceeds from borrowings		500,000	250,000
Repayment of borrowings		(101,746)	(63,195)
Proceeds from insurance loan		176,383	-
Repayment of insurance loan		(173,707)	(183,291)
Proceeds from related party loans		1,500,000	-
Repayment of lease liabilities		(153,306)	(165,646)
Grant received		63,000	242,000
Net cash from financing activities		1,810,624	86,087
Net decrease in cash and cash equivalents		(156,891)	(392,369)
Cash and cash equivalents at the beginning of the financial year		363,223	755,592
Cash and cash equivalents at the end of the financial year		<u>206,332</u>	<u>363,223</u>

The above statement of cash flows should be read in conjunction with the accompanying notes

Note 1. General information

The financial statements cover Allegra Orthopaedics Limited as a consolidated entity consisting of Allegra Orthopaedics Limited ('company' or 'parent entity') and the entities it controlled at the end of, or during, the year (referred to in these financial statements as the 'consolidated entity'). The financial statements are presented in Australian dollars, which is Allegra Orthopaedics Limited's functional and presentation currency.

Allegra Orthopaedics Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Level 8
18-20 Orion Road
Lane Cove West, NSW 2066

A description of the nature of the consolidated entity's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 26 August 2022. The directors have the power to amend and reissue the financial statements.

Note 2. Significant accounting policies

The principal accounting policies adopted in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period. The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the consolidated entity.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Going concern

The financial statements have been prepared on a going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and settlement of liabilities in the normal course of business.

During the year ended 30 June 2022, the consolidated entity incurred a net loss after tax of \$2,535,328 and net cash outflows used in operations of \$1,862,467. As at 30 June 2022, the consolidated entity had cash and cash equivalents of \$206,332, net assets of \$2,132,306 and net current assets of \$2,804,858. The consolidated entity's expected R&D tax incentive refund for FY2022 is approximately \$800,000. On 11 August 2022, the consolidated entity announced that it is exploring options, such as capital raising or a possible divestment of the Orthopaedic Division, mitigating the negative impact caused by COVID-19 (refer to ASX announcement on 11 August 2022). The consolidated entity has a \$500,000 overdraft facility available for its operational use; an additional bank loan balance of \$300,000 is also available for drawdown (refer to note 15). It is expected that the Orthopaedics Division will recover its sales performance to pre-COVID levels in the coming year. Furthermore, the consolidated entity has the ability to flexibly manage expenses and avail of existing debt facilities going forward if required.

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention

The financial statements have been prepared under the historical cost convention.

Note 2. Significant accounting policies (continued)

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the consolidated entity's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 3.

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the consolidated entity only. Supplementary information about the parent entity is disclosed in note 27.

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of the company as at 30 June 2022 and the results of all subsidiaries for the year then ended.

Subsidiaries are all those entities over which the consolidated entity has control. The consolidated entity controls an entity when the consolidated entity is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the consolidated entity. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the consolidated entity are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the consolidated entity.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Where the consolidated entity loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The consolidated entity recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Operating segments

Operating segments are presented using the 'management approach', where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance.

Foreign currency translation

The financial statements are presented in Australian dollars, which is Allegra Orthopaedics Limited's functional and presentation currency.

Foreign currency transactions

Foreign currency transactions are translated into the entity's 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 financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign operations

The assets and liabilities of foreign operations are translated into Australian dollars using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into Australian dollars using the average exchange rates, which approximate the rates at the dates of the transactions, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency reserve in equity.

The foreign currency reserve is recognised in profit or loss when the foreign operation or net investment is disposed of.

Note 2. Significant accounting policies (continued)

Revenue recognition

The consolidated entity recognises revenue as follows:

Revenue from contracts with customers

Revenue is recognised at an amount that reflects the consideration to which the consolidated entity is expected to be entitled in exchange for transferring goods or services to a customer. For each contract with a customer, the consolidated entity: identifies the contract with a customer; identifies the performance obligations in the contract; determines the transaction price which takes into account estimates of variable consideration and the time value of money; allocates the transaction price to the separate performance obligations on the basis of the relative stand-alone selling price of each distinct good or service to be delivered; and recognises revenue when or as each performance obligation is satisfied in a manner that depicts the transfer to the customer of the goods or services promised.

Variable consideration within the transaction price, if any, reflects concessions provided to the customer such as discounts, rebates and refunds, any potential bonuses receivable from the customer and any other contingent events. Such estimates are determined using either the 'expected value' or 'most likely amount' method. The measurement of variable consideration is subject to a constraining principle whereby revenue will only be recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The measurement constraint continues until the uncertainty associated with the variable consideration is subsequently resolved. Amounts received that are subject to the constraining principle are recognised as a refund liability.

Sale of goods

The consolidated entity generates revenues from the sale of orthopaedics products to customers which are generally hospitals and healthcare organisations. Revenue from orthopaedic implant products (for example knees and hips) are recognised by Allegra when such implants have been implanted into patients by orthopaedic surgeons working at customer locations, which is when the consolidated entity's performance obligation is satisfied. Revenues from consumable items (for example K-wires, Saw Blades and Screws) are recognised when the consumable products have been delivered to the customer based on a purchase order received from the customer.

Commissions revenue

Commission revenues are earned by Allegra for facilitating the sales of orthopaedics products of other vendors. Commission revenue is recognised in the month when the sales of such orthopaedics products have been delivered and invoiced by the product vendor to the end user customer.

Grant income

Grant monies received by Allegra are initially recognised as a contract liability owing to the Grant provider. Grant income is then recognised in the month that Allegra incurs allowable expenditures in accordance with the conditions and terms set out in the approved Grant Agreement with the Grant provider.

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the consolidated entity will comply with all attached conditions.

Government grants relating to costs are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate.

Interest

Interest revenue is recognised as interest accrues using the effective interest method. This is a method of calculating the amortised cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Other income

Other income, such as the research and development tax offset, is recognised when the right to receive payment is established. The research and development tax offset is recognised in profit or loss on a systematic basis over the periods in which eligible expenses are incurred.

Note 2. Significant accounting policies (continued)

Income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- when the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- when the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

Current and non-current classification

Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the consolidated entity's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Trade and other receivables

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The consolidated entity has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Note 2. Significant accounting policies (continued)

Inventories

Finished goods are stated at the lower of cost and net realisable value on a 'first in first out' basis. Cost comprises of purchase and delivery costs, net of rebates and discounts received or receivable.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Investments and other financial assets

Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. They are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on the purpose of the acquisition and subsequent reclassification to other categories is restricted. The fair values of quoted investments are based on current bid prices. For unlisted investments, the consolidated entity establishes fair value by using valuation techniques. These include the use of recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, and option pricing models.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the consolidated entity has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, its carrying value is written off.

Financial assets at amortised cost

A financial asset is measured at amortised cost only if both of the following conditions are met: (i) it is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and (ii) the contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest.

Impairment of financial assets

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

For financial assets mandatorily measured at fair value through other comprehensive income, the loss allowance is recognised in other comprehensive income with a corresponding expense through profit or loss. In all other cases, the loss allowance reduces the asset's carrying value with a corresponding expense through profit or loss.

Property, plant and equipment

Plant and equipment is stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated on a straight-line basis to write off the net cost of each item of property, plant and equipment over their expected useful lives as follows:

Plant and equipment	2-20 years
Fixtures and fittings	2-13 years
Leasehold improvements	3 years
Instrument sets	5-10 years

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

Leasehold improvements are depreciated over the unexpired period of the lease or the estimated useful life of the assets, whichever is shorter.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the consolidated entity. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

Note 2. Significant accounting policies (continued)

Right-of-use assets

A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the consolidated entity expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of-use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The consolidated entity has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

Intangible assets

Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Indefinite life intangible assets are not amortised and are subsequently measured at cost less any impairment. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the derecognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

Website

Significant costs associated with the development of the revenue generating aspects of the website, including the capacity of placing orders, are deferred and amortised on a straight-line basis over the period of their expected benefit, being their finite useful life of 5 years.

Patents and trademarks

Significant costs associated with patents and trademarks are deferred and amortised on a straight-line basis over the period of their expected benefit, being their finite life of between 1 and 20 years.

The expected benefit of the patents and trademarks will commence when the relevant product is available for sale.

Research and development

Research costs are expensed in the period in which they are incurred. Development costs are capitalised when it is probable that: the project will be a success considering its commercial and technical feasibility; the consolidated entity is able to use or sell the asset; the consolidated entity has sufficient resources and intent to complete the development; and its costs can be measured reliably. Costs included in research and development are external direct costs and direct payroll and related costs based on employee's time spent on the project.

Set-up costs of new products

Initial set-up costs associated with the manufacture of new products are capitalised as intangible assets and amortised over the expected life cycle of the product.

Regulatory costs

Regulatory costs are costs paid to the regulatory body, TUV, to obtain CE certification for one product. Once received, the Certificate lasts 3 years and is amortised over the book life of 3 years.

Impairment of non-financial assets

Non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

Note 2. Significant accounting policies (continued)

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

Trade and other payables

Trade and other payables represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Borrowings

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method.

Loans and borrowings are removed from the statement of financial position when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount and any consideration paid is recognised in profit or loss.

Lease liabilities

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the consolidated entity's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Variable lease payments include rent concessions in the form of rent forgiveness or a waiver as a direct consequence of the Coronavirus (COVID-19) pandemic and which relate to payments originally due on or before 30 June 2021.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of-use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

Finance costs

Finance costs attributable to qualifying assets are capitalised as part of the asset. All other finance costs are expensed in the period in which they are incurred.

Provisions

Provisions are recognised when the consolidated entity has a present (legal or constructive) obligation as a result of a past event, it is probable the consolidated entity will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

Employee benefits

Short-term employee benefits

Liabilities for wages and salaries and other employee benefits expected to be settled wholly within 12 months of the reporting date are measured at the amounts expected to be paid when the liabilities are settled.

Note 2. Significant accounting policies (continued)

Other long-term employee benefits

Employee benefits not expected to be settled within 12 months of the reporting date are measured at the present value of expected future payments to be made in respect of services provided by employees up to the reporting date. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on high-quality corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows. Liabilities for employee entitlements which have vested in the employee at reporting date are recognised as current liabilities notwithstanding that they are not expected to be settled within 12 months of reporting date as the consolidated entity does not have an unconditional right to defer settlement.

Share-based payments

Equity-settled share-based compensation benefits are provided to employees.

Equity-settled transactions are awards of shares, or options over shares, that are provided to employees in exchange for the rendering of services.

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is independently determined using either the Binomial or Black-Scholes option pricing model that takes into account the exercise price, the term of the option, the impact of dilution, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option, together with non-vesting conditions that do not determine whether the consolidated entity receives the services that entitle the employees to receive payment. No account is taken of any other vesting conditions.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

Market conditions are taken into consideration in determining fair value. Therefore any awards subject to market conditions are considered to vest irrespective of whether or not that market condition has been met, provided all other conditions are satisfied.

If equity-settled awards are modified, as a minimum an expense is recognised as if the modification has not been made. An additional expense is recognised, over the remaining vesting period, for any modification that increases the total fair value of the share-based compensation benefit as at the date of modification.

If the non-vesting condition is within the control of the consolidated entity or employee, the failure to satisfy the condition is treated as a cancellation. If the condition is not within the control of the consolidated entity or employee and is not satisfied during the vesting period, any remaining expense for the award is recognised over the remaining vesting period, unless the award is forfeited.

If equity-settled awards are cancelled, it is treated as if it has vested on the date of cancellation, and any remaining expense is recognised immediately. If a new replacement award is substituted for the cancelled award, the cancelled and new award is treated as if they were a modification.

Issued capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Earnings per share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of Allegra Orthopaedics Limited, 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 financial year.

Note 2. Significant accounting policies (continued)

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 shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

Goods and Services Tax ('GST') and other similar taxes

Revenues, expenses and assets are recognised net of the amount of associated GST, unless the GST incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the tax authority is included in other receivables or other payables in the statement of financial position.

Cash flows are presented on a gross basis. The GST components of cash flows arising from investing or financing activities which are recoverable from, or payable to the tax authority, are presented as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the tax authority.

New Accounting Standards and Interpretations not yet mandatory or early adopted

Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the annual reporting period ended 30 June 2022. The consolidated entity has not yet assessed the impact of these new or amended Accounting Standards and Interpretations.

Note 3. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Coronavirus (COVID-19) pandemic

Judgement has been exercised in considering the impacts that the Coronavirus (COVID-19) pandemic has had, or may have, on the consolidated entity based on known information. This consideration extends to the nature of the products and services offered, customers, supply chain, staffing and geographic regions in which the consolidated entity operates.

The impact of COVID-19 on the health system has been a significant challenge for the consolidated entity. During the past financial year, public and private hospitals are experiencing a shortage of nursing staff, insufficient hospital beds and reduced staff working hours due to COVID-19-related illnesses. As a result, the consolidated entity's Orthopaedic Division has been materially and negatively impacted by the ongoing cancellation of elective surgeries in public and private hospitals. The consolidated entity is monitoring the situation closely and actively seeking options to mitigate the adverse impact caused by the COVID-19 pandemic and will react swiftly if the Government proposes new Coronavirus (COVID-19) rules.

Provision for impairment of inventories

The provision for impairment of inventories assessment requires a degree of estimation and judgement. The level of the provision is assessed by taking into account the recent sales experience, the expiration dates of inventories and other factors that affect inventory obsolescence.

Estimation of useful lives of assets

The consolidated entity determines the estimated useful lives and related depreciation and amortisation charges for its property, plant and equipment and finite life intangible assets. The useful lives could change significantly as a result of technical innovations or some other event. The depreciation and amortisation charge will increase where the useful lives are less than previously estimated lives, or technically obsolete or non-strategic assets that have been abandoned or sold will be written off or written down.

Note 3. Critical accounting judgements, estimates and assumptions (continued)

Lease term

The lease term is a significant component in the measurement of both the right-of-use asset and lease liability. Judgement is exercised in determining whether there is reasonable certainty that an option to extend the lease or purchase the underlying asset will be exercised, or an option to terminate the lease will not be exercised, when ascertaining the periods to be included in the lease term. In determining the lease term, all facts and circumstances that create an economical incentive to exercise an extension option, or not to exercise a termination option, are considered at the lease commencement date. Factors considered may include the importance of the asset to the consolidated entity's operations; comparison of terms and conditions to prevailing market rates; incurrence of significant penalties; existence of significant leasehold improvements; and the costs and disruption to replace the asset. The consolidated entity reassesses whether it is reasonably certain to exercise an extension option, or not exercise a termination option, if there is a significant event or significant change in circumstances.

Incremental borrowing rate

Where the interest rate implicit in a lease cannot be readily determined, an incremental borrowing rate is estimated to discount future lease payments to measure the present value of the lease liability at the lease commencement date. Such a rate is based on what the consolidated entity estimates it would have to pay a third party to borrow the funds necessary to obtain an asset of a similar value to the right-of-use asset, with similar terms, security and economic environment.

Research and development tax incentive

The consolidated entity exercised judgements and assumptions when measuring its research and development tax incentive ('RDTI'). The estimates for RDTI are based on the preparation of the income tax return for the year. Therefore, assumptions are involved in determining whether some costs are appropriated to RDTI. The consolidated entity engages tax and RDTI consultants during the year to help comply with the regulations and rules set out by regulatory bodies.

Note 4. Operating segments

Identification of reportable operating segments

The consolidated entity is organised in two main operating segments, namely the orthopaedics and the innovation division. Corporate costs which cannot be allocated to a segment are listed separately. These operating segments are based on the internal reports that are reviewed and used by the Board of Directors (who are identified as the Chief Operating Decision Makers ('CODM')) in assessing performance and in determining the allocation of resources. There is no aggregation of operating segments.

The CODM reviews earnings before interest, tax, depreciation and amortisation ('EBITDA'). The accounting policies adopted for internal reporting to the CODM are consistent with those adopted in the financial statements.

The information reported to the CODM is on a monthly basis.

The consolidated entity operates predominantly in one geographical region being Australia.

Note 4. Operating segments (continued)

Types of products and services

The principal products and services of each of these operating segments are as follows:

Orthopaedics division	This division has an extensive and well-established range of orthopaedic implant products and surgical instrumentation from Australian and international suppliers covering all specialities from foot and ankle, primary hip and knee, to complex lower limb revision arthroplasty and tumour solutions. The division constantly seeks out leading-edge products to include in its product offering for its customers and their patients.
Innovation division	The consolidated entity has an Innovation Division engaging a dedicated engineering team and a US-based Innovation & Technology Manager, with a mandate to explore and develop innovative early-stage technologies into commercially viable products available for manufacture by the company. Currently, the major project underway is the commercialisation of a cervical spinal fusion cage developed from the biocompatible ceramic material, Sr-HT-Gahnite. The Sr-HT-Gahnite is a highly porous and biocompatible calcium silicate. It has many advantages over existing synthetic bone materials, including strength and the ability to be 3D printed. Further applications for the Sr-HT-Gahnite include fixation screws that secure ligaments to the bone, a coating material along with a novel coating manufacturing process for existing and new implants to deposit the company's proprietary bioceramic material onto orthopaedic implants.
Corporate costs (unallocated)	Relates to the corporate running costs of the consolidated entity such as director and company secretary fees, audit fees, tax fees, annual reports, ASIC and ASX fees, as well as AGM costs and director insurance costs.

Intersegment transactions

Intersegment transactions were made at market rates. The orthopaedics division allocates a percentage of its overhead salaries to the innovation division. Intersegment transactions are eliminated on consolidation.

Major customers

During the year ended 30 June 2022 approximately 50% (\$1,468,602) (30 June 2021: 60.71% (\$2,732,594)) of the consolidated entity's external revenue was derived from sales to two major hospital groups.

Operating segment information

	Orthopaedics division \$	Innovation division \$	Corporate costs (unallocated) \$	Total \$
Consolidated - 2022				
Revenue				
Sale of goods	2,853,179	-	-	2,853,179
Commissions revenue	79,665	-	-	79,665
Total sales revenue	2,932,844	-	-	2,932,844
Government grants	-	63,000	-	63,000
Sundry income	48,296	-	-	48,296
Research and development tax offset	-	884,774	-	884,774
Total revenue	2,981,140	947,774	-	3,928,914
EBITDA	(481,481)	(938,085)	(401,393)	(1,820,959)
Depreciation and amortisation	(404,766)	(175,169)	-	(579,935)
Interest revenue	8	-	-	8
Finance costs	(5,666)	(128,776)	-	(134,442)
Loss before income tax expense	(891,905)	(1,242,030)	(401,393)	(2,535,328)
Income tax expense	-	-	-	-
Loss after income tax expense				(2,535,328)

Note 4. Operating segments (continued)

	<i>Orthopaedics division</i> \$	<i>Innovation division</i> \$	<i>Corporate costs (unallocated)</i> \$	<i>Total</i> \$
Consolidated - 2021				
Revenue				
Sale of goods	4,341,996	-	-	4,341,996
Commissions revenue	159,222	-	-	159,222
Total sales revenue	4,501,218	-	-	4,501,218
Government grants	-	224,622	-	224,622
Sundry income	61,083	327,500	-	388,583
Research and development tax offset	-	1,186,948	-	1,186,948
Total revenue	4,562,301	1,739,070	-	6,301,371
EBITDA	809,873	(453,119)	(405,289)	(48,535)
Depreciation and amortisation	(421,320)	(96,298)	-	(517,618)
Interest revenue	536	-	-	536
Finance costs	(6,837)	(6,391)	-	(13,228)
Profit/(loss) before income tax expense	382,252	(555,808)	(405,289)	(578,845)
Income tax expense				-
Loss after income tax expense				(578,845)

Note 5. Revenue from contracts with customers

	Consolidated 2022 \$	2021 \$
Sale of goods	2,853,179	4,341,996
Commissions revenue	79,665	159,222
Revenue from contracts with customers	<u>2,932,844</u>	<u>4,501,218</u>

Note 5. Revenue from contracts with customers (continued)

Disaggregation of revenue

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

	Consolidated 2022 \$	2021 \$
<i>Major customer groups</i>		
Government	420,948	1,257,952
Non-government	2,511,896	3,243,266
	<u>2,932,844</u>	<u>4,501,218</u>
<i>Geographical regions</i>		
Australia	2,891,157	4,409,340
New Zealand	41,687	91,878
	<u>2,932,844</u>	<u>4,501,218</u>
<i>Timing of revenue recognition</i>		
Goods transferred at a point in time	2,932,844	4,501,218
Services transferred over time	-	-
	<u>2,932,844</u>	<u>4,501,218</u>

Note 6. Other income

	Consolidated 2022 \$	2021 \$
Government grants	63,000	224,622
Subsidies and grants	-	327,500
Sundry income	48,296	61,083
Research and development tax offset	884,774	1,186,948
	<u>996,070</u>	<u>1,800,153</u>

Note 7. Expenses

	Consolidated 2022 \$	2021 \$
Loss before income tax includes the following specific expenses:		
<i>Depreciation</i>		
Plant and equipment	58,777	81,370
Fixtures and fittings	8,941	11,684
Leasehold improvements	-	2,045
Instrument sets	220,217	204,228
Land and buildings - right-of-use assets	153,295	172,487
Total depreciation	441,230	471,814
<i>Amortisation</i>		
Website	3,640	3,640
Patents and trademarks	91,484	8,148
New product line set-up costs	17,120	19,559
Regulatory costs	26,461	14,457
Total amortisation	138,705	45,804
Total depreciation and amortisation	579,935	517,618
<i>Impairment</i>		
Inventory - expense	526,481	281,544
<i>Finance costs</i>		
Interest and finance charges paid/payable on borrowings	130,329	8,410
Interest and finance charges paid/payable on lease liabilities	4,113	4,818
Finance costs expensed	134,442	13,228
<i>Net foreign exchange gain</i>		
Net foreign exchange gain	(5,296)	(2,827)
<i>Leases</i>		
Short-term lease payments	3,054	23,392
<i>Write off of assets</i>		
Patents and trademarks	46,489	-
<i>Employee benefits expense</i>		
Wages and salaries	1,722,348	1,886,347
Defined contribution superannuation expense	133,247	133,709
Share-based payments expense	94,249	117,903
Total employee benefits expense	1,949,844	2,137,959

Note 8. Income tax expense

	Consolidated 2022 \$	2021 \$
<i>Numerical reconciliation of income tax expense and tax at the statutory rate</i>		
Loss before income tax expense	(2,535,328)	(578,845)
Tax at the statutory tax rate of 25% (2021: 26%)	(633,832)	(150,500)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Concessional research and development expenditure treatment	485,380	579,725
Research and development tax incentive	(221,193)	(308,606)
Write-off of assets	11,622	-
	(358,023)	120,619
Prior year tax losses not recognised now recouped	262,268	(151,175)
Current year temporary differences and tax losses not recognised	95,755	30,556
Income tax expense	-	-

	Consolidated 2022 \$	2021 \$
<i>Tax losses not recognised</i>		
Unused tax losses for which no deferred tax asset has been recognised	1,315,435	266,365
Potential tax benefit @ 25%	328,859	66,591

The above potential tax benefit for tax losses has not been recognised in the statement of financial position. These tax losses can only be utilised against future taxable income if the continuity of ownership test is passed, or failing that, the same business test is passed.

Note 9. Trade and other receivables

	Consolidated 2022 \$	2021 \$
<i>Current assets</i>		
Trade receivables	343,627	464,847
Research and development tax receivable	853,902	809,131
	1,197,529	1,273,978

Allowance for expected credit losses

The consolidated entity has recognised a provision \$nil in impairment of assets (30 June 2021: \$nil) in profit or loss, in respect of impairment of receivables for the year ended 30 June 2022.

Note 10. Inventories

	Consolidated 2022 \$	2021 \$
<i>Current assets</i>		
Finished goods - at lower of cost or net realisable value	3,265,567	3,219,528
Less: Provision for impairment	(419,804)	(200,733)
	<u>2,845,763</u>	<u>3,018,795</u>

Impairment of inventory from prior periods to net realisable value recognised as a expense during the year ended 30 June 2022 amounted to \$526,481 (30 June 2021: \$281,544). The expense has been included in cost of sales and purchase of consumables in profit or loss.

Note 11. Property, plant and equipment

	Consolidated 2022 \$	2021 \$
<i>Non-current assets</i>		
Plant and equipment - at cost	335,497	335,497
Less: Accumulated depreciation	(247,496)	(188,719)
	<u>88,001</u>	<u>146,778</u>
Fixtures and fittings - at cost	115,535	112,328
Less: Accumulated depreciation	(105,483)	(96,542)
	<u>10,052</u>	<u>15,786</u>
Leasehold improvements - at cost	65,561	65,561
Less: Accumulated depreciation	(65,561)	(65,561)
	<u>-</u>	<u>-</u>
Instrument sets - at cost	1,686,501	1,598,266
Less: Accumulated depreciation	(1,338,548)	(1,118,331)
	<u>347,953</u>	<u>479,935</u>
	<u>446,006</u>	<u>642,499</u>

Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

Consolidated	Plant and equipment \$	Fixtures and fittings \$	Leasehold improvements \$	Instrument sets \$	Total \$
Balance at 1 July 2020	218,175	21,883	2,045	661,364	903,467
Additions	10,392	5,587	-	22,799	38,778
Disposals	(419)	-	-	-	(419)
Depreciation expense	(81,370)	(11,684)	(2,045)	(204,228)	(299,327)
Balance at 30 June 2021	146,778	15,786	-	479,935	642,499
Additions	-	3,207	-	88,235	91,442
Depreciation expense	(58,777)	(8,941)	-	(220,217)	(287,935)
Balance at 30 June 2022	<u>88,001</u>	<u>10,052</u>	<u>-</u>	<u>347,953</u>	<u>446,006</u>

Note 12. Right-of-use assets

	Consolidated 2022 \$	2021 \$
<i>Non-current assets</i>		
Land and buildings - right-of-use	308,800	384,759
Less: Accumulated depreciation	(173,186)	(325,083)
	<u>135,614</u>	<u>59,676</u>

Additions to the right-of-use assets during the year were \$229,233.

The consolidated entity leases land and buildings for its offices under agreements of between one to three years with, in some cases, options to extend.

Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

Consolidated	Land and buildings - right- of-use \$
Balance at 1 July 2020	152,596
Additions	79,567
Depreciation expense	(172,487)
Balance at 30 June 2021	59,676
Additions	229,233
Depreciation expense	(153,295)
Balance at 30 June 2022	<u>135,614</u>

For other AASB 16 and lease related disclosures refer to the following:

- Refer to note 7 for interest on lease liabilities and other lease payments;
- Refer to note 16 for lease liabilities at 30 June 2022;
- Refer to note 21 for maturity analysis of lease liabilities; and
- Refer to the consolidated statement of cash flows for repayment of lease liabilities.

Note 13. Intangible assets

	Consolidated 2022 \$	2021 \$
<i>Non-current assets</i>		
Website - at cost	18,200	18,200
Less: Accumulated amortisation	(14,251)	(10,611)
	<u>3,949</u>	<u>7,589</u>
Patents and trademarks - at cost	1,117,341	1,168,815
Less: Accumulated amortisation	(620,250)	(547,357)
	<u>497,091</u>	<u>621,458</u>
New product line set-up costs - at cost	97,792	97,792
Less: Accumulated amortisation	(96,058)	(78,938)
	<u>1,734</u>	<u>18,854</u>
Regulatory costs - at cost	79,390	79,390
Less: Accumulated amortisation	(40,918)	(14,457)
	<u>38,472</u>	<u>64,933</u>
	<u><u>541,246</u></u>	<u><u>712,834</u></u>

Reconciliations

Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

Consolidated	Website \$	Patents and trademarks \$	New product line set-up costs \$	Regulatory costs \$	Total \$
Balance at 1 July 2020	11,229	130,011	38,413	-	179,653
Additions	-	499,595	-	79,390	578,985
Amortisation expense	(3,640)	(8,148)	(19,559)	(14,457)	(45,804)
Balance at 30 June 2021	7,589	621,458	18,854	64,933	712,834
Additions	-	13,606	-	-	13,606
Write off of assets	-	(46,489)	-	-	(46,489)
Amortisation expense	(3,640)	(91,484)	(17,120)	(26,461)	(138,705)
Balance at 30 June 2022	<u><u>3,949</u></u>	<u><u>497,091</u></u>	<u><u>1,734</u></u>	<u><u>38,472</u></u>	<u><u>541,246</u></u>

Note 14. Trade and other payables

	Consolidated 2022 \$	2021 \$
<i>Current liabilities</i>		
Trade payables	656,299	904,609
Accrued expenses	245,611	279,434
Other payables	12,363	22,409
	<u><u>914,273</u></u>	<u><u>1,206,452</u></u>

Refer to note 21 for further information on financial instruments.

Note 15. Borrowings

	Consolidated 2022 \$	2021 \$
<i>Current liabilities</i>		
Bank loans	220,601	108,336
Insurance loans	105,794	103,118
	<u>326,395</u>	<u>211,454</u>
<i>Non-current liabilities</i>		
Bank loans	369,316	83,327
Related party loans	1,500,000	-
	<u>1,869,316</u>	<u>83,327</u>

Refer to note 21 for further information on financial instruments.

Bank loans

The consolidated entity has two bank loans with Commonwealth Bank of Australia ('CBA'):

Loan one was acquired under the Government Coronavirus SME Guarantee Scheme and entered into in November 2020. The loan limit is \$250,000 with a variable rate of 4.5% pa and a term of three years with principal and interest repayments. Monthly repayments are \$9,028. As of 30 June 2022, this loan is fully drawdown, and the remaining loan balance is \$87,195.

Loan two was acquired under the Government SME Recovery Loan Scheme and entered into in April 2022. The loan limit is \$800,000 with a variable rate of 5.24% pa and a term of five years with interest-only repayment for the first six months, followed by monthly principal and interest repayments for the remaining term of the loan. Monthly principal and interest repayments are \$16,676. As of 30 June 2022, the consolidated entity has drawdown \$500,000 of the loan limit.

Related party loans

The consolidated entity has a related party loan facility with Robinwood Investment Pty. The facility limit is \$2,000,000 with a fixed interest rate of 13% pa. The loan term is two years from the first drawdown (30 July 2021) with interest-only repayment, and the loan repayment date is 24 months from the first drawdown date with an option to be converted into equity. As of 30 June 2022, the consolidated entity has drawdown \$1,500,000 of the loan limit. Robinwood Investment Pty Ltd is an entity associated with Nicholas Hartnell, a consolidated entity director.

Note 15. Borrowings (continued)

Financing arrangements

Unrestricted access was available at the reporting date to the following lines of credit:

	Consolidated	
	2022	2021
	\$	\$
Total facilities		
Bank overdraft	500,000	500,000
Business card facility	15,000	15,000
Insurance loans	176,383	171,923
Business loans	889,917	250,000
Related party loans	2,000,000	2,000,000
	<u>3,581,300</u>	<u>2,936,923</u>
Used at the reporting date		
Bank overdraft	-	-
Business card facility	1,464	70
Insurance loans	176,383	171,923
Business loans	589,917	250,000
Related party loans	1,500,000	-
	<u>2,267,764</u>	<u>421,993</u>
Unused at the reporting date		
Bank overdraft	500,000	500,000
Business card facility	13,536	14,930
Insurance loans	-	-
Business loans	300,000	-
Related party loans	500,000	2,000,000
	<u>1,313,536</u>	<u>2,514,930</u>

Note 16. Lease liabilities

	Consolidated	
	2022	2021
	\$	\$
Current liabilities		
Lease liability	<u>136,268</u>	<u>60,341</u>

Refer to note 21 for further information on financial instruments.

Note 17. Provisions

	Consolidated	
	2022	2021
	\$	\$
Non-current liabilities		
Lease make-good	<u>10,000</u>	<u>10,000</u>

Lease make good

The provision represents the present value of the estimated costs to make good the premises leased by the consolidated entity at the end of the respective lease terms.

Note 18. Issued capital

	2022 Shares	Consolidated 2021 Shares	2022 \$	2021 \$
Ordinary shares - fully paid	<u>104,459,203</u>	<u>104,459,203</u>	<u>15,366,235</u>	<u>15,366,235</u>
<i>Movements in ordinary share capital</i>				
Details	Date	Shares	Issue price	\$
Balance	1 July 2020	99,559,052		14,875,788
Issue of shares on exercise of options	6 July 2020	27,484	\$0.125	3,436
Issue of shares for the acquisition of patents	6 July 2020	4,806,000	\$0.100	480,600
Issue of shares on exercise of options	22 October 2020	66,667	\$0.125	8,333
Share issue transaction costs				(1,922)
Balance	30 June 2021	<u>104,459,203</u>		<u>15,366,235</u>
Balance	30 June 2022	<u>104,459,203</u>		<u>15,366,235</u>

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company does not have a limited amount of authorised capital.

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.

Share buy-back

There is no current on-market share buy-back.

Capital risk management

The consolidated entity's objectives when managing capital are to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Capital is regarded as total equity, as recognised in the statement of financial position, plus net debt. Net debt is calculated as total borrowings less cash and cash equivalents.

In order to maintain or adjust the capital structure, the consolidated entity may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The consolidated entity would look to raise capital when an opportunity to invest in a business or company was seen as value adding relative to the current parent entity's share price at the time of the investment. The consolidated entity is not actively pursuing additional investments in the short term as it continues to integrate and grow its existing businesses in order to maximise synergies.

The capital risk management policy remains unchanged from the 30 June 2021 Annual Report.

Note 19. Share-based payments reserve

	Consolidated	
	2022	2021
	\$	\$
Share-based payments reserve	858,453	764,204

Share-based payments reserve

The reserve is used to recognise the value of unexercised options provided to employees and directors as part of their remuneration, and other parties as part of their compensation for services.

Note 20. Dividends

Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Franking credits

	Consolidated	
	2022	2021
	\$	\$
Franking credits available for subsequent financial years based on a tax rate of 25% (2021: 26%)	320,477	320,477

The above amounts represent the balance of the franking account as at the end of the financial year, adjusted for:

- franking credits that will arise from the payment of the amount of the provision for income tax at the reporting date
- franking debits that will arise from the payment of dividends recognised as a liability at the reporting date
- franking credits that will arise from the receipt of dividends recognised as receivables at the reporting date

Note 21. Financial instruments

Financial risk management objectives

The consolidated entity's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The consolidated entity's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the consolidated entity. The consolidated entity uses different methods to measure different types of risk to which it is exposed. These methods include sensitivity analysis in the case of interest rate, foreign exchange and other price risks and ageing analysis for credit risk.

Risk management is carried out by senior finance executives ('finance') under policies approved by the Board of Directors ('the Board'). These policies include identification and analysis of the risk exposure of the consolidated entity and appropriate procedures, controls and risk limits. Finance identifies, evaluates and hedges financial risks within the consolidated entity's operating units. Finance reports to the Board on a monthly basis.

Market risk

Foreign currency risk

The consolidated entity is not exposed to any significant foreign exchange risk.

Price risk

The consolidated entity is not exposed to any significant price risk, except for the Federal Governments decisions relating to reductions in prosthesis rebates which impact the sale price of hip, knee and other related products.

Interest rate risk

The consolidated entity's main interest rate risk arises from long-term borrowings and lease liabilities. Those issued at variable rates expose the consolidated entity to interest rate risk. Those issued at fixed rates expose the consolidated entity to fair value interest rate risk.

Note 21. Financial instruments (continued)

The consolidated entity is not exposed to any significant interest rate risk.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the consolidated entity. The consolidated entity has a strict code of credit, including obtaining agency credit information, confirming references and setting appropriate credit limits. The consolidated entity obtains guarantees where appropriate to mitigate credit risk. The maximum exposure to credit risk at the reporting date to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements. The consolidated entity does not hold any collateral.

The consolidated entity has adopted a lifetime expected loss allowance in estimating expected credit losses to trade receivables through the use of a provisions matrix using fixed rates of credit loss provisioning. These provisions are considered representative across all customers of the consolidated entity based on recent sales experience, historical collection rates and forward-looking information that is available.

Generally, trade receivables are written off when there is no reasonable expectation of recovery. Indicators of this include the failure of a debtor to engage in a repayment plan, no active enforcement activity and a failure to make contractual payments for a period greater than 1 year.

Liquidity risk

Vigilant liquidity risk management requires the consolidated entity to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The consolidated entity manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

Financing arrangements

Unused borrowing facilities at the reporting date:

	Consolidated	
	2022	2021
	\$	\$
Bank overdraft	500,000	500,000
Business card facility	13,536	14,930
Business loans	300,000	-
Related party loans	500,000	2,000,000
	<u>1,313,536</u>	<u>2,514,930</u>

Note 21. Financial instruments (continued)

Remaining contractual maturities

The following tables detail the consolidated entity's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid and therefore these totals may differ from their carrying amount in the statement of financial position.

	Weighted average interest rate %	1 year or less \$	Between 1 and 2 years \$	Between 2 and 5 years \$	Over 5 years \$	Remaining contractual maturities \$
Consolidated - 2022						
Non-derivatives						
<i>Non-interest bearing</i>						
Trade payables	-	656,299	-	-	-	656,299
Other payables	-	12,363	-	-	-	12,363
<i>Interest-bearing - variable</i>						
Lease liability	4.50%	136,268	-	-	-	136,268
Bank loan 1	4.50%	89,917	-	-	-	89,917
Bank loan 2	5.24%	142,708	200,112	203,601	-	546,421
<i>Interest-bearing - fixed rate</i>						
Related party loan	13.00%	195,020	1,500,000	-	-	1,695,020
Insurance funding agreement	3.80%	105,794	-	-	-	105,794
Total non-derivatives		1,338,369	1,700,112	203,601	-	3,242,082
Consolidated - 2021						
Non-derivatives						
<i>Non-interest bearing</i>						
Trade payables	-	904,609	-	-	-	904,609
Other payables	-	22,409	-	-	-	22,409
<i>Interest-bearing - variable</i>						
Lease liability	4.50%	60,341	-	-	-	60,341
Bank loans	4.50%	108,336	83,327	-	-	191,663
<i>Interest-bearing - fixed rate</i>						
Insurance funding agreement	3.80%	103,118	-	-	-	103,118
Total non-derivatives		1,198,813	83,327	-	-	1,282,140

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

Note 22. Fair value measurement

Fair value hierarchy

There are no amounts either measured or disclosed at fair value in these financial statements.

The carrying values of financial assets and financial liabilities within the statement of financial position represent a reasonable approximation of fair value.

Note 23. Key management personnel disclosures

Compensation

The aggregate compensation made to directors and other members of key management personnel of the consolidated entity is set out below:

	Consolidated	
	2022	2021
	\$	\$
Short-term employee benefits	477,252	529,520
Post-employment benefits	23,568	21,694
Long-term benefits	4,997	4,997
Share-based payments	17,677	26,268
	<u>523,494</u>	<u>582,479</u>

Note 24. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by Crowe Sydney, the auditor of the company:

	Consolidated	
	2022	2021
	\$	\$
<i>Audit services - Crowe Sydney</i>		
Audit or review of the financial statements	<u>70,125</u>	<u>70,650</u>

There were no other services provided by Crowe Sydney.

Note 25. Contingent liabilities

The consolidated entity has a bank guarantee totalling \$105,615 at 30 June 2022 (30 June 2021: \$105,607) in relation to support office rental commitments.

Note 26. Related party transactions

Parent entity

Allegra Orthopaedics Limited is the parent entity.

Subsidiaries

Interests in subsidiaries are set out in note 28.

Key management personnel

Disclosures relating to key management personnel are set out in note 23 and the remuneration report included in the directors' report.

Transactions with related parties

The following transactions occurred with related parties:

	Consolidated	
	2022	2021
	\$	\$
Payment for goods and services:		
Surgeon advisory fees paid and payable to Dr Nicholas Hartnell, a director	80,000	80,000

Note 26. Related party transactions (continued)

Receivable from and payable to related parties

The following balances are outstanding at the reporting date in relation to transactions with related parties:

	Consolidated	
	2022	2021
	\$	\$
Current payables:		
Surgeon advisory fees payable to Dr Nicholas Hartnell, a director	20,000	20,000

At the 28 October 2020 AGM, shareholders of the consolidated entity approved the issue of 3,000,000 share options to Dr Nicholas Hartnell. The share options awarded to Dr Nicholas Hartnell are for the surgeon advisory services provided to the consolidated entity, not for his role as a company director. The consolidated entity incurred a non-cash expenditure of \$67,000 in the current year for issuing the above share options.

On 31 December 2020, 1,500,000 of the issued share options have vested.

On 31 December 2021, the remaining 1,500,000 of the issued share options have vested.

Loans to/from related parties

The following balances are outstanding at the reporting date in relation to loans with related parties:

	Consolidated	
	2022	2021
	\$	\$
Non-current borrowings:		
Loan from Robinwood Investment Pty Ltd, an entity associated with director Nicholas Hartnell	1,500,000	-

Terms and conditions

All transactions were made on normal commercial terms and conditions. The loan term is two years with an annual interest rate of 13% with an equity conversion feature at the repayment date.

Note 27. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	2022	2021
	\$	\$
Loss after income tax	(2,488,837)	(578,435)
Total comprehensive income	(2,488,837)	(578,435)

Note 27. Parent entity information (continued)

Statement of financial position

	Parent	
	2022	2021
	\$	\$
Total current assets	4,502,579	4,940,632
Total assets	5,731,061	6,414,759
Total current liabilities	1,575,623	1,600,427
Total liabilities	3,476,656	1,765,766
Equity		
Issued capital	15,366,235	15,366,235
Share-based payments reserve	858,453	764,204
Accumulated losses	(13,970,283)	(11,481,446)
Total equity	2,254,405	4,648,993

Contingent liabilities

The parent entity had no contingent liabilities as at 30 June 2022 and 30 June 2021.

The parent entity has a bank guarantee totalling \$105,615 at 30 June 2022 (30 June 2021: \$105,607) in relation to support office rental commitments.

Capital commitments - Property, plant and equipment

The parent entity had no capital commitments for property, plant and equipment as at 30 June 2022 and 30 June 2021.

Significant accounting policies

The accounting policies of the parent entity are consistent with those of the consolidated entity, as disclosed in note 2, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.
- Dividends received from subsidiaries are recognised as other income by the parent entity and its receipt may be an indicator of an impairment of the investment.

Note 28. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2:

Name	Principal place of business / Country of incorporation	Ownership interest	
		2022	2021
		%	%
Allegra Orthopaedics Holdings Pty Limited	Australia	100%	100%
Advanced Surgical Design & Manufacture (UK) Limited *	United Kingdom	100%	100%

* This entity is dormant.

Note 29. Cash flow information

Reconciliation of loss after income tax to net cash used in operating activities

	Consolidated 2022 \$	2021 \$
Loss after income tax expense for the year	(2,535,328)	(578,845)
Adjustments for:		
Depreciation and amortisation	579,935	517,618
Write off of inventory	526,481	281,544
Write off of intangibles	46,489	-
Net loss on disposal of property, plant and equipment	-	419
Share-based payments	94,249	117,903
Foreign exchange differences	-	2,828
Government grants - non-operating	(63,000)	(272,809)
Change in operating assets and liabilities:		
Decrease in trade and other receivables	76,441	159,385
Decrease/(increase) in inventories	(353,449)	213,429
Decrease/(increase) in prepayments	31,681	(79,433)
Decrease in trade and other payables	(292,179)	(429,085)
Decrease in contract liabilities - deferred income	-	(332,122)
Increase in employee benefits	26,213	37,197
Net cash used in operating activities	<u>(1,862,467)</u>	<u>(361,971)</u>

Changes in liabilities arising from financing activities

Consolidated	Bank loans \$	Insurance loans \$	Lease liability \$	Related party loans \$	Total \$
Balance at 1 July 2020	-	7,943	158,595	-	166,538
Net cash from/(used in) financing activities	191,663	95,175	(177,821)	-	109,017
Acquisition of leases	-	-	79,568	-	79,568
Balance at 30 June 2021	191,663	103,118	60,342	-	355,123
Net cash from/(used in) financing activities	398,254	2,676	(153,306)	1,500,000	1,747,624
Acquisition of leases	-	-	229,233	-	229,233
Balance at 30 June 2022	<u>589,917</u>	<u>105,794</u>	<u>136,269</u>	<u>1,500,000</u>	<u>2,331,980</u>

Note 30. Earnings per share

	Consolidated 2022 \$	2021 \$
Loss after income tax attributable to the owners of Allegra Orthopaedics Limited	<u>(2,535,328)</u>	<u>(578,845)</u>
	Number	Number
Weighted average number of ordinary shares used in calculating basic earnings per share	104,459,203	104,372,352
Weighted average number of ordinary shares used in calculating diluted earnings per share	<u>104,459,203</u>	<u>104,372,352</u>

Note 30. Earnings per share (continued)

	Cents	Cents
Basic earnings per share	(2.43)	(0.55)
Diluted earnings per share	(2.43)	(0.55)

Options issued during the year have been excluded from the above calculation of diluted earnings per share as their inclusion would be anti-dilutive. These options could potentially dilute basic earnings per share in the future.

Note 31. Share-based payments

Unlisted options

An Employee Share Option Plan ('ESOP') was approved at the Annual General Meeting on 25 October 2017. The options are awarded to certain employees ('participant') at the discretion of the Board. The options will not be listed.

The options are governed by the Rules of the Allegra Orthopaedics Limited Option Plan which can be found in detail at www.allegraorthopaedics.com. A summary of the terms of issue of the options are below.

Exercise

Under the option rules, the options may be exercised for the exercise price specified on grant of the option. The options may be exercised at any time between the date they vest and the last date before their expiry date.

Vesting

Vesting conditions will be specified in the letter of invitation to the participant, along with the relationship between various potential levels of performance and levels of vesting that may occur. Performance conditions may vary between different invitations and between different tranches of options described in an invitation.

For each measurement period, the Board will determine, for each tranche of options to which the measurement period applies, the extent to which they vest and the date of vesting. The Board may, at its discretion, also determine that any remaining options will be forfeited and lapse.

Lapse

The options lapse automatically:

- if the participant ceases to be employed by the company; or
- at the end of the designated exercise period for the options, unless extended in accordance with the option rules; or
- in the event that the Board forms the opinion that a participant has committed an act of fraud, defalcation or gross misconduct in relation to the company. The company may also recover damages from vested options and restricted shares held by or for the benefit of the participant; or
- if any other incident occurs as disclosed in the Rules of the Allegra Orthopaedics Limited Option Plan.

Transfer/Dealing

The participant cannot dispose, encumber or otherwise deal with its options without the prior written approval of the Board.

Set out below are summaries of options granted under the plan:

2022							
Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercise	Expired/ forfeited/ other	Balance at the end of the year
09/11/2017	09/11/2023	\$0.125	219,872	-	-	(54,968)	164,904
08/12/2017	08/11/2023	\$0.125	1,372,538	-	-	(200,000)	1,172,538
31/01/2020	31/01/2026	\$0.160	1,700,000	-	-	(200,000)	1,500,000
10/11/2020	10/11/2024	\$0.150	3,000,000	-	-	-	3,000,000
			6,292,410	-	-	(454,968)	5,837,442
Weighted average exercise price			\$0.146	\$0.000	\$0.000	\$0.137	\$0.140

Note 31. Share-based payments (continued)

2021

<i>Grant date</i>	<i>Expiry date</i>	<i>Exercise price</i>	<i>Balance at the start of the year</i>	<i>Granted</i>	<i>Exercise</i>	<i>Expired/ forfeited/ other</i>	<i>Balance at the end of the year</i>
09/11/2017	09/11/2023	\$0.125	247,356	-	(27,484)	-	219,872
08/12/2017	08/11/2023	\$0.125	1,472,538	-	-	(100,000)	1,372,538
31/01/2020	31/01/2026	\$0.160	1,900,000	-	-	(200,000)	1,700,000
10/11/2020	10/11/2024	\$0.150	-	3,000,000	-	-	3,000,000
			<u>3,619,894</u>	<u>3,000,000</u>	<u>(27,484)</u>	<u>(300,000)</u>	<u>6,292,410</u>
Weighted average exercise price			\$0.143	\$0.150	\$0.125	\$0.148	\$0.146

The weighted average share price during the financial year was \$0.191 (30 June 2021: \$0.256).

The weighted average remaining contractual life of options outstanding at the end of the financial year was 2.16 (30 June 2021: 3.18) years.

Note 32. Events after the reporting period

No matter or circumstance has arisen since 30 June 2022 that has significantly affected, or may significantly affect the consolidated entity's operations, the results of those operations, or the consolidated entity's state of affairs in future financial years.

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;
- the attached financial statements and notes give a true and fair view of the consolidated entity's financial position as at 30 June 2022 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors



Peter Kazacos
Director

26 August 2022
Sydney

Independent Auditor's Report to the Members of Allegra Orthopaedics Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Allegra Orthopaedics Limited (the Company) and its subsidiaries (the Consolidated entity), which comprise the statement of financial position as at 30 June 2022, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the Consolidated entity is in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the Consolidated entity's financial position as at 30 June 2022 and of its financial performance for the year then ended; and
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Consolidated entity in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

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Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How we addressed the Key Audit Matter
<p>Revenue Recognition Refer to Note 2 and Note 5</p> <p>The sale of goods are recognised as revenue when the goods have been utilised by, or delivered to, the customer. As revenue from the sale of goods is a significant balance in the financial report, and impacts the reported results for the year, we have focused particular audit attention on revenue recognition.</p>	<p>We performed the following key procedures:</p> <ul style="list-style-type: none"> • Obtained an understanding of the key controls management have in place to ensure appropriate recognition of revenue in accordance with AASB 15: <i>Revenue from Contracts with Customers</i> ("AASB 15"). • Performed testing of controls and tests of detail, validating the appropriate controls exist to ensure revenue is recognised in line with the satisfaction of performance obligations under AASB 15. • Tested a sample of invoices raised in the months of June 2022 and July 2022 to assess revenue cut off, ensuring that revenue was recognised in the correct period. • Performed analytical review procedures on revenue and gross margin. Assessed the movement of individual revenue line items to ensure that the movements were reasonable and within our expectations.
<p>Research and Development Tax Offset Refer to Note 2, Note 3, Note 6 and Note 9</p> <p>Under the research and development (R&D) tax incentive scheme, the Consolidated entity is entitled to receive a 43.5% refundable tax offset of eligible expenditure if its turnover is less than \$20 million per annum, and it is not controlled by income tax exempt entities.</p> <p>The R&D plan is filed with AusIndustry in the following financial year, and based on this filing, the Consolidated entity receives the incentive in cash. The Consolidated entity prepared an estimate of its total R&D expenditure to determine the potential claim under the R&D tax incentive legislation.</p> <p>As at 30 June 2022, the Consolidated entity had an estimated claim of \$853,902 for the year which has been disclosed as a receivable.</p> <p>The R&D tax incentive is a key audit matter due to the size of the balance and because judgement and</p>	<p>We performed the following key procedures:</p> <ul style="list-style-type: none"> • Agreed the estimate made in the previous year to the amount of cash received after lodgement of the 2021 R&D tax claim. • Compared the nature of R&D expenditure included in the current year estimate to the prior year estimate. • Tested a sample of R&D expenses for eligibility under the R&D Tax Incentive scheme. • Compared the amount of eligible expenditure used to calculate the estimate to the expenditure recorded in the general ledger. • Inspected copies of relevant documents lodged with the ATO related to historic claims. • Reviewed the related financial statement disclosures.

Key Audit Matter	How we addressed the Key Audit Matter
interpretation of the R&D tax legislation is required by the Consolidated entity to assess the eligibility of the R&D expenditure under the scheme.	

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Consolidated entity's Annual Report for the year ended 30 June 2022 but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors 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 preparing the financial report, the directors are responsible for assessing the ability of the Consolidated entity to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Consolidated entity or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Consolidated entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Consolidated entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Consolidated entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Consolidated entity to express an opinion on the Consolidated entity financial report. The auditor is responsible for the direction, supervision and performance of the Consolidated entity audit. The auditor remains solely responsible for the audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during the audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in the auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in the auditor's report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the remuneration report included in the directors' report on pages 8 to 13 of the annual report for the year ended 30 June 2022.

In our opinion, the remuneration report of Allegra Orthopaedics Limited, for the year ended 30 June 2022, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

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.



Crowe Sydney



Barbara Richmond
Partner

26 August 2022
Sydney

The shareholder information set out below was applicable as at 23 August 2022.

Distribution of equitable securities

Analysis of number of equitable security holders by size of holding:

	Ordinary shares	
	Number of holders	% of total shares issued
1 to 1,000	43	0.02
1,001 to 5,000	172	0.53
5,001 to 10,000	102	0.79
10,001 to 100,000	171	4.60
100,001 and over	51	94.06
	539	100.00
Holding less than a marketable parcel	93	0.11

Equity security holders

Twenty largest quoted equity security holders

The names of the twenty largest security holders of quoted equity securities are listed below:

	Ordinary shares	
	Number held	% of total shares issued
ROBINWOOD INVESTMENTS PTY LTD	38,274,948	36.64
NETWEALTH INVESTMENTS LIMITED (WRAP SERVICES A/C)	9,447,356	9.04
WELSH SUPERANNUATION PTY LIMITED	6,600,000	6.32
MARIE CAROLL & DAWSON CAROLL	5,636,285	5.40
BNP PARIBAS NOMINEES PTY LTD ACF CLEARSTREAM	4,958,074	4.75
THE UNIVERSITY OF SYDNEY	4,806,000	4.60
DR ANDREW WILLIAM LEICESTER & MRS SKYE CHRISTINE LEICESTER (LEICESTER SUPER FUND A/C)	3,353,123	3.21
4 HOLES-IN-ONE PTY LTD (NUMBER 5 A/C)	3,000,000	2.87
DUGAL DIAGNOSTICS PTY LTD (THE DUGAL FAMILY A/C)	3,000,000	2.87
DR ANDREW WILLIAM LEICESTER & MRS SKYE CHRISTINE LEICESTER	2,272,270	2.18
CHEW INVESTMENTS PTY LTD (CHEW INVESTMENTS A/C)	1,333,333	1.28
MR NICHOLAS HARTNELL	1,224,090	1.17
MR THOMAS JAMES CARROLL	1,000,000	0.96
MERGIN INVESTMENTS PTY LTD (M & V CROSS SUPER FUND A/C)	1,000,000	0.96
MR KENNETH CAMPBELL	1,000,000	0.96
DESTIN PTY LIMITED	946,470	0.91
MISTY HILLS NOMINEES PTY LTD	892,857	0.85
SANPEREZ PTY LTD (P CHALMERS PARTNERSHIP A/C)	762,524	0.73
MR FENTON PAUL HEALY (CHEEKY MONKEY A/C)	545,000	0.52
MR RICHARD ULRICK & MRS WENDY ULRICK (ULRICK SUPER FUND A/C)	540,318	0.52
	90,592,648	86.74

Unquoted equity securities

	Number on issue	Number of holders
Options exercisable at \$0.125 each expiring 9 November 2023	164,904	2
Options exercisable at \$0.125 each expiring 8 December 2023	1,172,538	2
Options exercisable at \$0.150 each expiring 28 October 2024	3,000,000	1
Options exercisable at \$0.160 each expiring 31 January 2026	1,500,000	4

The following persons hold 20% or more of unquoted equity securities:

	Options exercisable at \$0.16, expiring 31 Jan 2026 %	Options exercisable at \$0.125, expiring 9 Nov 2023 %	Options exercisable at \$0.125, expiring 8 Nov 2023 %	Options exercisable at \$0.15, expiring 10 Nov 2024 %
MR NICHOLAS HARTNELL	-	-	-	100.00%
MS JENNIFER SWAIN	66.67%	-	79.53%	-
CHRIS WILLIAM CALAMOS	20.00%	-	20.47%	-
DESTIN PTY LIMITED	-	50.00%	-	-
MR SEAN ST CLAIR MULHEARN	-	50.00%	-	-

Substantial holders

Substantial holders in the company are set out below:

	Ordinary shares Number held	% of total shares issued
Andrew and Skye Leicester	5,019,790	5.71
CLJE Investments Pty Ltd	8,883,579	10.11
Nicholas Hartnell*	39,499,038	37.81

* Combined holdings of Mr Nicholas Hartnell and Robinwood Investments Pty Ltd

The above is the information disclosed in the most recent substantial holding notices given to the company.

Voting rights

The voting rights attached to ordinary shares are set out below:

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.

There are no other classes of equity securities with attaching voting rights.