

ASX Announcement

31 July 2023

Quarterly Cashflow Report & Business Update – Period ending 30 June 2023

Regeneus Ltd (ASX: RGS) (Regeneus or the Company), a clinical-stage regenerative medicine company, today released its quarterly cash flow report and business update for the period ending 30 June 2023 (the quarter).

Global search for partners for co-development and commercialisation of Progenza™

The Company is searching for strategic partners to co-develop Progenza™ for knee osteoarthritis around the globe. Regeneus entertains strategic discussions with potential partners in the United States, Japan, China, and South Korea.

Strategic transaction

Regeneus has signed a non-binding indicative offer letter to merge with Cambium Medical Technologies, LLC (CMT). CMT is a United States-based, clinical-stage regenerative medicine company developing a Phase 3-ready biologic therapeutic, Elate Ocular®, to treat dry eye disease. Please refer to the ASX announcement on 28 April 2023 for more details about the proposed transaction. The negotiation of binding merger documentation is ongoing. Subject to agreement on binding merger documentation and shareholder approval, Regeneus expects to complete the merger transaction with Cambium Medical Technologies in September 2023.

Termination of partnership with Kyocera Corporation

Regeneus has received a notice of termination dated 27 January 2023 (**Notice**) from Kyocera under the Licence and Collaboration Agreement (**Agreement**). The Company is currently considering its rights and the enforcement of those rights under the Agreement.

Completion of collaboration programme with Australian Department of Defence

Regeneus has concluded the collaboration programme with the Australian Department of Defence further to the grant funding announced in December 2020. The Company is exploring the next steps to develop a topical product for military and other applications.

Settlement of Paddington St Finance loan facility

Regeneus has reached an agreement to settle the \$2.0 million outstanding loan and interest payable to Paddington St Finance in exchange for the transfer from Regeneus to Paddington St Finance of 700,000 shares in Sangui Bio Pty Ltd (**Sangui Bio**) and payment of \$400,000 in cash. Further details are available in the 28 February 2023 ASX announcement.

The Company engaged RSM Australia to prepare an Independent Expert Report (IER) concerning this transaction. The IER will be provided to shareholders together with a proposed resolution to approve this transaction.

Financial update

Regeneus had \$303k in cash as of 30 June 2023. During the quarter, the Company obtained prefinancing of \$347k from Radium Capital representing 80% of the Research & Development Tax Incentive Rebate for the first 9 months of the year. The Company is expecting a total FY2023 Research & Development Tax Incentive rebate of approximately \$480k. This amount is expected to be received in September 2023. After repayment of the Radium Capital loan, this will provide the Company with additional cash of approximately \$140k. Additionally, Regeneus is involved in discussions to dispose of non-core assets, primarily donor material in excess of its needs to raise additional non-dilutive funding. These measures are expected to provide a sufficient runway to consummate a strategic transaction in CY 2023.

Aggregate payments to related parties of \$65k include:

- payments to Mr. Karolis Rosickas consulting CEO role, and
- rent paid to a company associated with one of the Directors.

-ENDS-

About Regeneus

Regeneus Ltd (ASX:RGS) is a Sydney-based clinical-stage regenerative medicine company using stem cell technologies to develop a portfolio of novel cell-based therapies. The regenerative therapies seek to address unmet medical needs in human health markets, focusing on osteoarthritis, neuropathic pain, and various skin conditions, with its platform technologies Progenza™ and Sygenus. Visit www.regeneus.com.au for more information.

Authorisation & Additional information

This announcement was authorised by the Board of Directors of Regeneus Ltd

Investor Contact

Helen Leung, Corporate Secretary
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Appendix 4C

Quarterly cash flow report for entities subject to Listing Rule 4.7B

Name of entity

Regeneus Ltd

ABN

13 127 035 358

Quarter ended ("current quarter")
30th June 2023

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (.....months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	2	123
1.2 Payments for		
(a) research and development	(20)	(278)
(b) product manufacturing and operating costs	-	-
(c) advertising and marketing	-	-
(d) leased assets	(4)	(19)
(e) staff costs (including Directors)	(139)	(751)
(f) administration and corporate costs	(73)	(715)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	-	-
1.5 Interest and other costs of finance paid	-	(98)
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	28	1,078
1.8 Other (provide details if material)	-	-
1.9 Net cash from / (used in) operating activities	(206)	(660)
1.2 (a) Research and development costs in relation to the production of Progenza and Sygenus technologies		
2. Cash flows from investing activities		
2.1 Payments to acquire or for:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	-	-
(d) investments	-	-
(e) intellectual property	-	-
(f) other non-current assets	(77)	(77)

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (.....months) \$A'000
2.2	Proceeds from disposal of:		
	(a) entities	-	-
	(b) businesses	-	-
	(c) property, plant and equipment	20	28
	(d) investments	-	-
	(e) intellectual property	-	-
	(f) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (Loan repayment from shareholders)	-	-
2.6	Net cash from / (used in) investing activities	(57)	(49)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5	Proceeds from borrowings	347	947
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	(1)	(30)
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	Net cash from / (used in) financing activities	346	917

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	220	95
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(206)	(660)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(57)	(49)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	346	917

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (.....months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	303	303

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	303	220
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	303	220

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to related parties and their associates included in item 1	65
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-

Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.

6.1 Aggregate payments to related parties of \$65k includes

- payments to Mr. Karolis Rosickas consulting CEO role
- rent paid to a company associated with one of the directors

Quarterly cash flow report for entities subject to Listing Rule 4.7B

7. Financing facilities <i>Note: the term "facility" includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.</i>	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
7.1 Loan facilities	1,947	1,947
7.2 Credit standby arrangements	-	-
7.3 Other (please specify)	-	-
7.4 Total financing facilities	1,947	1,947
7.5 Unused financing facilities available at quarter end		-
7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.	<p>Regeneus Ltd entered into a loan facility agreement with Paddington St Finance Pty Ltd on 25 February 2022. The loan interest rate is 1.0% per month and the arrangement fee is 3.0% of the amount drawn.</p> <p>On 28 February 2023 Regeneus Ltd and Paddington St Finance Pty Ltd agreed to settle the outstanding loan principal and accrued interest amount in exchange for the transfer from Regeneus Ltd to Paddington St Finance Pty Ltd of 700,000 shares in Sangui Bio Pty Ltd and payment of \$400,000 in cash. The \$400,000 cash payment occurred in the quarter ended 31 March 2023. The transfer of Sangui Bio Pty Ltd shares is subject to the required shareholder approval.</p> <p>Regeneus Ltd entered into a loan facility agreement with Radium Capital Pty Ltd on 4 June 2023 against the ATO R&D tax incentive for FY2023 Regeneus will claim. The loan interest rate is 16% per annum and the arrangement fee is \$769. Maturity date is 31 Dec 2023. \$347k funding amount represents 80% of the expected RDTI rebate amount for the first 9 months of FY 2022/23. An additional \$140k RDTI rebate is expected in September 2023.</p>	

8. Estimated cash available for future operating activities	\$A'000
8.1 Net cash from / (used in) operating activities (item 1.9) (net of receipt)	(206)
8.2 Cash and cash equivalents at quarter end (item 4.6)	303
8.3 Unused finance facilities available at quarter end (item 7.5)	-
8.4 Total available funding (item 8.2 + item 8.3)	303
8.5 Estimated quarters of funding available (item 8.4 divided by item 8.1)	1.5
<i>Note: if the entity has reported positive net operating cash flows in item 1.9, answer item 8.5 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.5.</i>	
8.6 If item 8.5 is less than 2 quarters, please provide answers to the following questions:	
8.6.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?	
Answer: No. Regeneus Ltd took further restructuring steps during the quarter to reduce an underlying quarterly cash burn rate to c. \$200,000 after one-off restructuring costs are accounted for.	

8.6.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

Answer: Yes. Regeneus Ltd received \$347k prefinancing of R&D tax incentive rebate for FY 2022/23. An additional \$140k RDTI rebate is expected in September 2023. Secondly, the company is exploring opportunities to dispose non-core assets to raise additional capital.

8.6.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: Yes, based on expected cash inflow from investing and financing activities and reduced net operating cash outflow the Company expects to have sufficient cash to consummate a merger transaction with Cambium Medical Technologies in September 2023.

Note: where item 8.5 is less than 2 quarters, all of questions 8.6.1, 8.6.2 and 8.6.3 above must be answered.

Compliance statement

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

Date:31 July 2023.....

Authorised by:By the Board.....
(Name of body or officer authorising release – see note 4)

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [*name of board committee – eg Audit and Risk Committee*]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.