

FORM: Preliminary final report

Name of issuer

Beroni Group Limited

ACN or ARBN

606 066 059

Half yearly
(tick)

☐

Preliminary
final (tick)

☒

Half year/financial year ended
(‘Current period’)

Financial year ended 31
December 2021

For announcement to the market

Extracts from this statement for announcement to the market (see note 1).

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				\$A,000
Revenue (item 1.1)	Up	37.63%	to	2,667
Profit (loss) for the period (item 1.9)	Up	70.77%	to	(2,883)
Profit (loss) for the period attributable to members of the parent (item 1.11)	Up	72.72%	to	(2,663)
Dividends	Current period		Previous corresponding period	
Franking rate applicable:	-		-	
Final dividend (preliminary final report only)(item 10.13-10.14)	-		-	
Amount per security				
Franked amount per security				
Interim dividend (Half yearly report only) (item 10.11 – 10.12)	-		-	
Amount per security				
Franked amount per security				
Short details of any bonus or cash issue or other item(s) of importance not previously released to the market:				
N/A				

Consolidated income statement *(The figures are not equity accounted)**(see note 3)**(as per paragraphs 81-85 and 88-94 of AASB 101: Presentation of Financial Statements)*

	Current period - \$A'000	Previous corresponding period - \$A'000 Restated*
1.1 Revenues <i>(item 7.1)</i>	2,667	1,938
1.2 Expenses, excluding finance costs <i>(item 7.2)</i>	5,468	11,662
1.3 Finance costs	40	60
1.4 Share of net profits (losses) of associates and joint ventures <i>(item 15.7)</i>	-	(80)
1.5 Profit (loss) before income tax	(2,840)	(9,865)
1.6 Income tax expense <i>(see note 4)</i>	43	1
1.7 Profit (loss) from continuing operations	(2,883)	(9,866)
1.8 Profit (loss) from discontinued operations <i>(item 13.3)</i>	-	3
1.9 Profit (loss) for the period	(2,883)	(9,863)
1.10 Profit (loss) attributable to minority interests	(220)	(100)
1.11 Profit (loss) attributable to members of the parent	(2,663)	(9,763)
1.12 Basic earnings per <i>security</i> <i>(item 9.1)</i>	(3.51)	(13.10)
1.13 Diluted earnings per <i>security</i> <i>(item 9.1)</i>	(3.51)	(13.10)
1.14 Dividends per <i>security</i> <i>(item 9.1)</i>	-	-

Comparison of half-year profits*(Preliminary final statement only)*

	Current period - \$A'000	Previous corresponding period - \$A'000 Restated*
2.1 Consolidated profit (loss) after tax attributable to members reported for the 1st half year <i>(item 1.11 in the half yearly statement)</i>	(1,455)	(4,273)
2.2 Consolidated profit (loss) after tax attributable to members for the 2nd half year	(1,209)	(5,490)

* The Group has restated the comparative information to rectify a previous year error being the incorrect classification of the convertible notes which were originally included in equity instead of liability.

Consolidated balance sheet

(See note 5)

(as per paragraphs 68-69 of AASB 101: Financial Statement Presentation)

Current assets		Current period - \$A'000	Previous corresponding period - \$A'000 Restated*
3.1	Cash and cash equivalents	5,745	4,769
3.2	Trade and other receivables	1,683	1,172
3.3	Inventories	316	113
3.4	Prepayments	478	130
3.5	Total current assets	8,222	6,184
Non-current assets			
3.6	Available for sale investments	-	-
3.7	Other financial assets	-	-
3.8	Investments in other entities	-	1,303
3.9	Equity-accounted investment	-	-
3.10	Deferred tax assets	-	-
3.11	Exploration and evaluation expenditure capitalised (see para. 71 of AASB 1022 – new standard not yet finalised)	-	-
3.12	Development properties (mining entities)	-	-
3.13	Property, plant and equipment (net)	165	244
3.14	Investment properties	-	-
3.15	Goodwill	1,993	1,993
3.16	Other intangible assets	1,260	1,349
3.17	Other (provide details if material)	270	500
3.18	Total non-current assets	3,688	5,389
3.19	Total assets	11,909	11,573
Current liabilities			
3.20	Trade and other payables	65	346
3.21	Short term borrowings	-	-
3.22	Current tax payable	87	35
3.23	Short term provisions	-	-
3.24	Current portion of long term borrowings	-	-
3.25	Convertible notes - liability	2,858	2,489
3.26	Other current liabilities (provide details if material)	575	843
		3,585	3,713
3.27	Liabilities directly associated with non-current assets classified as held for sale (para 38 of AASB 5)	-	-
3.28	Total current liabilities	3,585	3,713

	Current period - \$A'000	Previous corresponding period - \$A'000 Restated*
Non-current liabilities		
3.29 Long-term borrowings	-	-
3.30 Deferred tax liabilities	-	-
3.31 Long term provisions	-	-
3.32 Other (provide details if material)	34	289
3.33 Total non-current liabilities	34	289
3.34 Total liabilities	3,619	4,002
3.35 Net assets	8,291	7,571
Equity		
3.36 Share capital	30,766	26,973
3.37 Other reserves	259	(724)
3.38 Retained earnings	(23,204)	(20,541)
3.39 Convertible notes - equity	-	1,173
3.40 Parent interest	7,820	6,881
3.41 Minority interest	470	690
3.42 Total equity	8,291	7,571

* The Group has restated the comparative information to rectify a previous year error being the incorrect classification of the convertible notes which were originally included in equity instead of liability.

Consolidated statement of changes in equity

(as per paragraphs 96-97 of AASB 101: Presentation of Financial Statements)

	Current period – A\$'000	Previous corresponding period – A\$'000 Restated*
Revenues recognised directly in equity:	-	-
Expenses recognised directly in equity:	-	-
4.1 Net income recognised directly in equity	-	-
4.2 Profit for the period	(2,883)	(9,863)
4.3 Total recognised income and expense for the period		
Attributable to:		
4.4 Members of the parent	(2,663)	(9,763)
4.5 Minority interest	(220)	(100)
Effect of changes in accounting policy (as per AASB 108: Accounting Policies, Changes in Accounting Estimates and Errors):		
4.6 Members of the parent entity	-	(218)
4.7 Minority interest	-	-

* The Group has restated the comparative information to rectify a previous year error being the incorrect classification of the convertible notes which were originally included in equity instead of liability.

Consolidated statement of cash flows

(See note 6)

(as per AASB 107: Cash Flow Statements)

		Current period - \$A'000	Previous corresponding period - \$A'000
	Cash flows related to operating activities		
5.1	Receipts from customers	2,933	2,486
5.2	Payments to suppliers and employees	(4,684)	(3,674)
5.3	Interest and other costs of finance paid	(33)	(53)
5.4	Income taxes paid	(218)	(107)
5.5	Other – receipts from government	-	-
5.6	Net cash generated from/(used in) operating activities	(2,001)	(1,348)
	Cash flows related to investing activities		
5.7	Payments for purchases of property, plant and equipment	(6)	(6)
5.8	Proceeds from sale of property, plant and equipment	3	-
5.9	Payment for purchases of intangible assets	(12)	(60)
5.10	Proceeds from sale of equity investments	-	-
5.11	Loans to other entities	-	-
5.12	Prepayment for investment	-	-
5.13	Investment in other entities	-	(650)
5.14	Interest and other items of similar nature received	-	-
5.15	Dividends received	-	-
5.16	Other (provide details if material)	-	(6)
5.17	Net cash used in investing activities	(15)	(722)
	Cash flows related to financing activities		
5.18	Proceeds from issues of securities (shares, options, etc.)	2,470	290
5.19	Proceeds from issues of convertible notes	526	3,879
5.20	Proceeds from borrowings	(7)	(43)
5.21	Principal component of lease payments	(218)	(237)
5.22	Repayment of borrowings	-	-
5.23	Dividends paid	-	-
5.24	Other (provide details if material)	-	-
5.25	Net cash provided by financing activities	2,771	3,890
5.26	Net increase in cash and cash equivalents	755	1,820
5.27	Cash at beginning of period (see <i>Reconciliations of cash</i>)	4,769	3,010
5.28	Exchange rate adjustments to item 5.23	221	(61)
5.29	Cash at end of period (see <i>Reconciliation of cash</i>)	5,745	4,769

Reconciliation of cash provided by operating activities to profit or loss

(as per paragraph Aus20.1 of AASB 107: Cash Flow Statements)

	Current period \$A'000	Previous corresponding period \$A'000 Restated*
6.1 Profit <i>(item 1.9)</i>	(2,883)	(9,863)
Adjustments for non-cash items:		
6.2 Depreciation & amortisation	620	769
6.3 Foreign exchange impact	551	(263)
6.4 Investment loss	-	80
6.5 Gain on fair value remeasurement of associate upon acquisition of control	-	(240)
6.6 Consulting fee, director's fee and employee benefit related to share issued	150	2,440
Movements in assets and liabilities:	-	-
6.7 Increase/decrease in receivables	(1,019)	1,192
6.8 Increase/decrease in prepayments	(347)	3,605
6.9 Increase/decrease in inventory	(203)	715
6.10 Increase/decrease in payables	3	(135)
6.11 Increase/decrease in other liabilities	1,127	352
6.10 Net cash from operating activities <i>(item 5.6)</i>	(2,001)	(1,348)

* The Group has restated the comparative information to rectify a previous year error being the incorrect classification of the convertible notes which were originally included in equity instead of liability.

Notes to the financial statements

Details of revenues and expenses

(see note 16)

(Where items of income and expense are material, disclose nature and amount below in accordance with paragraphs 86-87 of AASB 101: Presentation of Financial Statements)

		Current period - \$A'000	Previous corresponding period - \$A'000 Restated*
	Revenue		
	Services and commissions	2,197	1,794
	Interest	7	6
	Government subsidies	463	130
	Others	-	9
7.1	Total Revenue	2,667	1,938
	Expenses		
	Wages and salaries	724	649
	Depreciation and amortisation	620	769
	Accounting and Audit	230	461
	R&D expenses	555	405
	IPO & listing expenses	516	326
	Share-based payment expenses	1,363	2,390
	Others	1,500	6,803
7.2	Total Expenses	5,508	11,803
	Profit (loss) before tax	(2,840)	(9,865)

Ratios

		Current period	Previous corresponding period Restated*
	Profit before tax / revenue		
8.1	Consolidated profit (loss) before tax (item 1.5) as a percentage of revenue (item 1.1)	(106.5%)	(509.0%)
	Profit after tax / equity interests		
8.2	Consolidated profit (loss) after tax attributable to members (item 1.11) as a percentage of equity (similarly attributable) at the end of the period (item	(34.1%)	(141.9%)

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Earnings per Security

- 9.1 Provide details of basic and fully diluted EPS in accordance with paragraph 70 and Aus 70.1 of AASB 133: Earnings per Share below:

Basic earnings per share amounts are calculated by dividing profit after income tax by the weighted average number of ordinary shares outstanding during the year.		
Diluted earnings per share amounts are calculated by dividing profit after income tax by the weighted average number of ordinary share outstanding during the year (adjusted for the effects of any dilutive options or preference shares).		
The following reflects the income and share data used in the basic and diluted earnings per share computations;		
	Current period	Previous corresponding period Restated*
Profit (loss) after income tax expense	(\$2,663,302)	(\$9,762,405)
Weighted average number of ordinary shares for basic and diluted earnings per share	75,797,434	74,526,337

* The Group has restated the comparative information to rectify a previous year error being the incorrect classification of the convertible notes which were originally included in equity instead of liability.

Dividends

- 10.1 Date the dividend is payable N/A
- 10.2 Record date to determine entitlements to the dividend (i.e. on the basis of registrable transfers received up to 5.00 pm if paper based, or by 'End of Day' if a proper ASTC/CHESS transfer) N/A
- 10.3 If it is a final dividend, has it been declared? N/A
(Preliminary final report only)

- 10.4 The dividend or distribution plans shown below are in operation.

N/A

The last date(s) for receipt of election notices to the dividend or distribution plans

N/A

10.5 Any other disclosures in relation to *dividends or distributions*

N/A

Dividends paid or provided for on all securities

(as per paragraph Aus126.4 AASB 101: Presentation of Financial Statements)

	Current period - \$A'000	Previous corresponding period - \$A'000	Franking rate applicable
Dividends paid or provided for during the reporting period			
10.6 Current year interim	-	-	-
10.7 Franked dividends	-	-	-
10.8 Previous year final	-	-	-
10.9 Franked dividends	-	-	-
Dividends proposed and not recognised as a liability			
10.10 Franked dividends			-

Dividends per security

(as per paragraph Aus126.4 of AASB 101: Presentation of Financial Statements)

	Current year	Previous year	Franking rate applicable
Dividends paid or provided for during the reporting period			
10.11 Current year interim	-	-	-
10.12 Franked dividends – cents per share	-	-	-
10.13 Previous year final	-	-	-
10.14 Franked dividends – cents per share	-	-	-
Dividends proposed and not recognised as a liability			
10.15 Franked dividends – cents per share	-	-	-

Exploration and evaluation expenditure capitalised

To be completed only by issuers with mining interests if amounts are material. Include all expenditure incurred regardless of whether written off directly against profit

	Current period \$A'000	Previous corresponding period \$A'000
11.1 Opening balance	-	-
11.2 Expenditure incurred during current period	-	-
11.3 Expenditure written off during current period	-	-
11.4 Acquisitions, disposals, revaluation increments, etc.	-	-
11.5 Expenditure transferred to Development Properties	-	-
11.6 Closing balance as shown in the consolidated balance sheet (item 3.10)	-	-

Development properties

(To be completed only by issuers with mining interests if amounts are material)

	Current period \$A'000	Previous corresponding period \$A'000
12.1 Opening balance	-	-
12.2 Expenditure incurred during current period	-	-
12.3 Expenditure transferred from exploration and evaluation	-	-
12.4 Expenditure written off during current period	-	-
12.5 Acquisitions, disposals, revaluation increments, etc.	-	-
12.6 Expenditure transferred to mine properties	-	-
12.7 Closing balance as shown in the consolidated balance sheet (item 3.11)	-	-

Discontinued Operations

(see note 18)

(as per paragraph 33 of AASB 5: Non-current Assets Held for Sale and Discontinued Operations)

	Current period – A\$'000	Previous corresponding period – A\$'000
13.1 Revenue	-	-
13.2 Expense	-	200,713
13.3 Profit (loss) from discontinued operations before income tax	-	(200,713)
13.4 Income tax expense <i>(as per para 81 (h) of AASB 112)</i>	-	-
13.5 Gain (loss) on sale/disposal of discontinued operations	-	3
13.6 Income tax expense <i>(as per paragraph 81(h) of AASB 112)</i>	-	-

Movements in Equity

(as per paragraph 97 of AASB 101: Financial Statement Presentation)

		Number issued	Number listed	Paid-up value (cents)	Current period – A\$'000	Previous corresponding period – A\$'000
14.1	Preference securities <i>(description)</i>	-	-	-	-	-
14.2	Balance at start of period	-	-	-	-	-
14.3	a) Increases through issues	-	-	-	-	-
14.4	a) Decreases through returns of capital, buybacks etc.	-	-	-	-	-
14.5	Balance at end of period	-	-	-	-	-
14.6	Ordinary securities <i>(description)</i>	-	-	-	-	-
14.7	Balance at start of period	75,722,348	75,722,348	-	26,973	24,223
14.8	a) Increases through issues	896,024	896,024	-	3,793	2,750
14.9	b) Decreases through returns of capital, buybacks etc.	-	-	-	-	-
14.10	Balance at end of period	76,618,372	76,618,372	-	30,766	26,973
14.11	Convertible Debt Securities <i>(description & conversion factor)</i>	-	-	-	-	-
14.12	Balance at start of period	8,986	-	-	1,173	-
14.13	a) Increases through issues	20,000	-	-	2,470	1,173
14.14	b) Decreases through maturity, converted.	(28,986)	-	-	(3,643)	-
14.15	Balance at end of period	-	-	-	-	1,173

		Number issued	Number listed	Paid-up value (cents)	Current period – A\$'000	Previous corresponding period – A\$'000
14.16	Options <i>(description & conversion factor)</i>	-	-	-	-	-
14.17	Balance at start of period	-	-	-	-	-
14.18	Issued during period	21,351,000	-	-	-	-
14.19	Exercised during period	-	-	-	-	-
14.20	Expired during period	-	-	-	-	-
14.21	Balance at end of period	21,351,000	-	-	-	-
14.22	Debentures <i>(description)</i>	-	-	-	-	-
14.23	Balance at start of period	-	-	-	-	-
14.24	a) Increases through issues	-	-	-	-	-
14.25	b) Decreases through maturity, converted	-	-	-	-	-
14.26	Balance at end of period	-	-	-	-	-
14.27	Unsecured Notes <i>(description)</i>	-	-	-	-	-
14.28	Balance at start of period	-	-	-	-	-
14.29	a) Increases through issues	-	-	-	-	-
14.30	b) Decreases through maturity, converted	-	-	-	-	-
14.31	Balance at end of period	-	-	-	-	-
14.32	Total Securities	76,618,372	76,618,372	-	30,766	26,973

		Current period – A\$'000	Previous corresponding period – A\$'000
Reserves			
14.33	Balance at start of period	(724)	(220)
14.34	Transfers to/from reserves	982	(504)
14.35	Balance at end of period	258	(724)
14.36	Total reserves	258	(724)
Retained earnings			
14.37	Balance at start of period	(20,758)	(10,686)
14.38	Changes in accounting policy	217	(92)
14.39	Restated balance	(20,541)	(10,778)
14.40	Profit for the balance	-	-
14.41	Total for the period	(2,663)	(9,980)
14.42	Dividends	-	-
14.43	Balance at end of period	(23,205)	(20,758)

* The Group has restated the comparative information to rectify a previous year error being the incorrect classification of the convertible notes which were originally included in equity instead of liability.

Details of aggregate share of profits (losses) of associates and joint venture entities*(equity method)**(as per paragraph Aus 37.1 of AASB 128: Investments in Associates and paragraph Aus 57.3 of AASB 131: Interests in Joint Ventures)*

Name of associate or joint venture entity

Reporting entities percentage holding

		Current period - \$A'000	Previous corresponding period - \$A'000
15.1	Profit (loss) before income tax	-	-
15.2	Income tax	-	-
15.3	Profit (loss) after tax	-	-
15.4	Impairment losses	-	-
15.5	Reversals of impairment losses	-	-
15.6	Share of non-capital expenditure contracted for (excluding the supply of inventories)	-	-
15.7	Share of net profit (loss) of associates and joint venture entities	-	-

Control gained over entities having material effect*(See note 8)*16.1 Name of *issuer* (or *group*)16.2 Consolidated profit (loss) after tax of the *issuer* (or *group*) since the date in the current period on which control was acquired16.3 Date from which profit (loss) in *item 16.2* has been calculated16.4 Profit (loss) after tax of the *issuer* (or *group*) for the whole of the previous corresponding period

	\$A'000
16.2	-
16.3	-
16.4	-

Loss of control of entities having material effect*(See note 8)*

17.1 Name of issuer (or group)

-

17.2 Consolidated profit (loss) after tax of the entity (or group) for the current period to the date of loss of control

\$A'000

-

17.3 Date from which the profit (loss) in item 17.2 has been calculated

-

17.4 Consolidated profit (loss) after tax of the entity (or group) while controlled during the whole of the previous corresponding period

-

17.5 Contribution to consolidated profit (loss) from sale of interest leading to loss of control

-

Material interests in entities which are not controlled entities*The economic entity has an interest (that is material to it) in the following entities.*

		Percentage of ownership interest (ordinary securities, units etc) held at end of period or date of disposal		Contribution to profit (loss) (item 1.9)	
18.1	Equity accounted associated entities	Current period	Previous corresponding period	Current period \$A'000	Previous corresponding period \$A'000
		-	-	<i>Equity accounted</i>	
		-	-	-	-
		-	-	-	-
		-	-	-	-
18.2	Total	-	-	-	-
18.3	Other material interests			Non equity accounted (i.e. part of item 1.9)	
		-	-	-	-
18.4	Total	-	-	-	-

Reports for industry and geographical segments

Information on the industry and geographical segments of the entity must be reported for the current period in accordance with AASB 114: Segment Reporting. Because of the different structures employed by entities, a pro forma is not provided. Segment information should be completed separately and attached to this statement. However, the following is the personation adopted in the Appendices to AASB 114 and indicates which amount should agree with items included elsewhere in this statement.

		Current period - \$A'000	Previous corresponding period - \$A'000 Restated*
Segments			
Revenue:			
19.1	External sales	2,197	1,794
19.2	Inter-segment sales	-	-
19.3	Elimination	-	-
19.4	Other income	470	145
19.5	Total (consolidated total equal to <i>item 1.1</i>)	2,667	1,939
19.6	Segment result	1,796	713
19.7	Unallocated expenses	(5,107)	(10,723)
19.8	Operating profit (equal to <i>item 1.5</i>)	(2,840)	(9,865)
19.9	Interest expense		
19.10	Interest income		
19.11	Share of profits of associates		
19.12	Income tax expense	43	1
19.13	Net profit (consolidated total equal to <i>item 1.9</i>)	(2,882)	(9,866)
Other information			
19.14	Segment assets	-	-
19.15	Investments in equity method associates		
19.16	Unallocated assets	-	-
19.17	Total assets (equal to <i>item 3.18</i>)	-	-
19.18	Segment liabilities	-	-
19.19	Unallocated liabilities	-	-
19.20	Total liabilities (equal to <i>item 3.32</i>)	-	-
19.21	Capital expenditure		
19.22	Depreciation		
19.23	Other non-cash expenses		

* The Group has restated the comparative information to rectify a previous year error being the incorrect classification of the convertible notes which were originally included in equity instead of liability.

NTA Backing

(see note 7)

20.1	Current period	Previous corresponding period Restated*
Net tangible asset backing per ordinary security	\$0.07	\$0.06

Non-cash financing and investing activities

Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows are as follows. If an amount is quantified, show comparative amount.

21.1	N/A
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International Financial Reporting Standards

Under paragraph 39 of AASB 1: First –time Adoption of Australian Equivalents to International Financial Reporting Standards, an entity's first Australian-equivalents-to-IFRS's financial report shall include reconciliations of its equity and profit or loss under previous GAAP to its equity and profit or loss under Australian equivalents to IFRS's. See IG63 in the appendix to AASB 1 for guidance.

22.1	N/A
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Under paragraph 4.2 of AASB 1047: Disclosing the Impacts of Adopting Australian Equivalents to International Financial Reporting Standards, an entity must disclose any known or reliably estimable information about the impacts on the financial report had it been prepared using the Australian equivalents to IFRSs or if the aforementioned impacts are not known or reliably estimable, a statement to that effect.

22.2	N/A
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* The Group has restated the comparative information to rectify a previous year error being the incorrect classification of the convertible notes which were originally included in equity instead of liability.

Comments by directors

Comments on the following matters are required by the Exchange or, in relation to the half yearly statement, by AASB 134: Interim Financial Reporting. The comments do not take the place of the directors' report and statement (as required by the Corporations Act) but may be incorporated into the directors' report and statement. For both half yearly and preliminary final statements, if there are no comments in a section, state NIL. If there is insufficient space in comment, attach notes to this statement.

Basis of accounts preparation

If this statement is a half yearly statement, it is a general purpose financial report prepared in accordance with the listing rules and AASB 134: Interim Financial Reporting. It should be read in conjunction with the last annual report and any announcements to the market made by the issuer during the period. This report does not include all notes of the type normally included in an annual financial report [Delete if inapplicable.]

A description of each event since the end of the current period which has had a material effect and is not related to matters already reported, with financial effect quantified (if possible). In a half yearly report, provide explanatory comments about any seasonal or irregular factors affecting operations (*as per paragraphs 16(b), 16(b) and Aus 16.1 of AASB 134: Interim Financial Reporting*)

(a) In late December 2021, Beroni submitted the public application to the US Securities and Exchange Commission (SEC) for the listing on the Nasdaq stock exchange. The application is pending review by the SEC and Nasdaq. If approved, the Company aims to be listed on the Nasdaq stock exchange in the second quarter of 2022.

(b) In January 2022, Beroni signed a contract to build a new Research & Development ("R&D") centre in the Zhuhai National High-Tech Industrial Development Zone in China. Beroni aspires to build a state-of-the-art facility with new preclinical research labs, manufacturing process development labs, and a GMP pilot manufacturing plant.

The new R&D centre will help the Company develop new drugs and medicines to cater for the vast needs of the Chinese market. Construction of the new R&D facilities is expected to be completed towards the end of the second quarter of 2022, and the entire R&D centre is expected to be ready in the second half of 2022. Beroni intends to commit US\$10 million to support the clinical trials in the new R&D facility. A new company, Beroni Pharmaceutical (Guangdong) Co., Ltd, has been established for this new venture with Beroni owning 80% of the entity's shares and a local investor owning the other 20% shares.

(c) On 31 January 2022, the Company raised US\$0.5 million from the issue of convertible notes to an investor in China. The funds raised were used to fund the construction of the new R&D centre in China.

Any other factors which have affected the results in the period, or which are likely to affect results in the future, including those where the effect could not be quantified.

NIL

Franking credits available and prospects for paying fully or partly franked dividends for at least the next year

The franking credit balance as at 31 December 2021 was NIL

The Board will determine the ability of the Company to pay dividends in the future on an annual basis.

Changes in accounting policies, estimation methods and measurement bases since the last annual report are disclosed as follows.

(Disclose changes in the half yearly statement in accordance with paragraph 16(a) of AASB 134: Interim Financial Reporting. Disclose changes in the preliminary final statement in accordance with paragraphs 28-29 of 108: Accounting Policies, Changes in Accounting Estimates and Errors.)

Prior year error

The Group rectified a previous year error and restated the comparatives in this year. Convertible notes amounting to \$2,488,649 were incorrectly classified in equity instead of liability in the previous year. These convertible notes have been reclassified as part of liability and the related issuance costs of \$217,774 which were previously offset against equity were charged to the profit and loss.

An issuer shall explain how the transition from previous GAAP to Australian equivalents to IFRS' affected its reported financial position, financial performance and cash flows. *(as per paragraph 38 of AASB 1: First-time Adoption of Australian Equivalents to International Financial Reporting Standards)*

NIL

Revisions in estimates of amounts reported in previous periods. For half yearly reports the nature and amount of revisions in estimates of amounts reported in previous annual reports if those revisions have a material effect in this half year *(as per paragraph 16(d) of AASB 134: Interim Financial Reporting)*

NIL

Changes in contingent liabilities or assets. For half yearly reports, changes in contingent liabilities and contingent assets since the last annual report *(as per paragraph 16(j) of AASB 134: Interim Financial Reporting)*

NIL

The nature and amount of items affecting assets, liabilities, equity, profit or loss, or cash flows that are unusual because of their nature, size or incidence *(as per paragraph 16(c) of AASB 134: Interim Financial Reporting)*

NIL

Effect of changes in the composition of the entity during the interim period, including business combinations, acquisition or disposal of subsidiaries and long-term investments, restructurings and discontinued operations *(as per paragraph 16(i) of AASB 134: Interim Financial Reporting)*

NIL

Annual meeting*(Preliminary final statement only)*

The annual meeting will be held as follows:

Place

Level 16, 175 Pitt Street
Sydney NSW 2000

Date

To Be Determined

Time

To Be Determined

Approximate date the annual report will be available

30 April 2022

Compliance statement

1. This statement has been prepared under accounting policies which comply with accounting standards as defined in the *Corporations Act* or other standards acceptable to the Exchange (see note 13).

Identify other standards used

Not Applicable

2. This statement, and the financial statements under the *Corporations Act* (if separate), use the same accounting policies.
3. This statement does give a true and fair view of the matters disclosed (see note 2).
4. This statement is based on financial statements to which one of the following applies:
- | | |
|--|---|
| <input type="checkbox"/> The financial statements have been audited. | <input type="checkbox"/> The financial statements have been subject to review by a registered auditor (or overseas equivalent). |
| <input checked="" type="checkbox"/> The financial statements are in the process of being audited or subject to review. | <input type="checkbox"/> The financial statements have <i>not</i> yet been audited or reviewed. |
5. If the accounts are being audited and the audit report is not attached, details of any qualifications will follow immediately they are available* (*delete one*). (*Half yearly statement only - the audit report must be attached to this statement if the statement is to satisfy the requirements of the Corporations Act.*)
6. The *issuer* has a formally constituted audit committee.

Sign here:
(Director/Company secretary)

Date:16 March 2022.....

Print name:Peter Wong.....