

28 February 2025

ABN 97 084 464 193

The Company Announcements Office  
Australian Securities Exchange Limited  
Sydney NSW

## Appendix 4D – Half Year Report

### 1. Name of Entity

**Bioxyne Limited**

**ABN 97 084 464 193**

Half year ended

31 December 2024

Reporting period

1 July 2024 to 31 December 2024

Previous period

1 July 2023 to 31 December 2023

### 2. Results for announcement to the market

	31 December 2024	31 December 2023	% Change Up (Down)
2.1 Revenues from continuing operations	12,563,277	4,641,216	171%
2.2 Profit/(loss) from operations after tax attributable to members*	3,277,468	(12,284,661)	100% +
2.3 Net profit/(loss) attributable to members	3,277,468	(12,284,661)	100% +
2.4 Proposed dividends	Nil	Nil	
2.5 Record date for determining dividend	N/A	N/A	
2.6 An explanation of the above figures is contained in the "Review of Operations" included within the attached directors' report.			

\*The loss in 2023 is after the write down of goodwill in the amount of \$11,568,010, a non-cash adjustment. The result before the write down in 2023 is a loss of \$716,651.

	31 December 2024	31 December 2023	% Change Up (Down)
3. Net tangible asset per security	0.34 cent	0.14 cent	143%



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4. Details of entities over which control has been gained or lost during the period.  
NIL
5. There were no payments of dividends during the reporting period.
6. There is no dividend reinvestment plan in operation.
7. There are no associates or joint venture entities.
8. The Company is not a foreign entity.
9. The accounts are not subject to any audit dispute or qualification.

The Company's half year report follows.

**For more information, please contact:**

**Bioxyne Limited**  
**Mr Samuel Watson | Managing Director**  
[sam@breathelifesciences.com](mailto:sam@breathelifesciences.com)

**Mr Guy Robertson | Company Secretary**  
[Guy.robertson@bioxyne.com](mailto:Guy.robertson@bioxyne.com)



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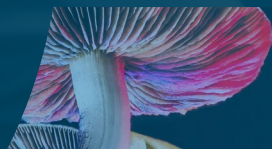
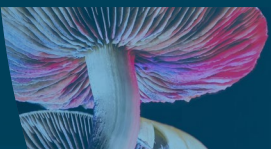


ABN 97 084 464 193

# INTERIM FINANCIAL REPORT

For the Half-year Ended 31 December 2024

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# Bioxyme

## CORPORATE INFORMATION

Bioxyne Limited

This half-year report covers Bioxyne Limited and its controlled entities. The Group's functional and presentation currency is Australian dollars (AUD).

A description of the Group's operations is included in the review of operations and activities in the Directors' report on page 3. The Directors' report has not been reviewed by the auditors and does not form part of the financial report.

### Directors

Anthony Ho	Independent Non-Executive Chairman
Samuel Watson	Managing Director, Chief Executive Officer
Jason Hine	Executive Director

### Chief Financial Officer | Company Secretary

Guy Robertson

### Auditors

RSM Australia Partners  
Level 13, 60 Castlereagh Street  
Sydney NSW 2000

### Banker

National Australia Bank Limited  
255 George Street  
Sydney NSW 2000

### Share Registry

Automic Pty Limited  
Level 35, 477 Collins Street  
Melbourne VIC 3000

### Registered Office

Level 5, 50 Clarence Street  
Sydney NSW 2000

### Website

[www.bioxyne.com](http://www.bioxyne.com)

Bioxyne Limited shares (ASX Code: BXN) are listed on the Australian Securities Exchange.

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# DIRECTORS REPORT

# DIRECTORS' REPORT

Bioxyne Limited

Your directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'consolidated entity') consisting of Bioxyne Limited (referred to as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year ended 31 December 2024.

## DIRECTORS

The following persons were directors who held office during the whole of the financial half-year and up to the date of this report, unless otherwise stated:



**Anthony Ho**  
Independent Non-Executive Chairman



**Samuel Watson**  
Managing Director, Chief Executive Officer



**Jason Hine**  
Executive Director, Chief Operating Officer

## CHIEF FINANCIAL OFFICER | COMPANY SECRETARY



**Guy Robertson**

## OVERVIEW

### *Redefining medicine for a healthier tomorrow.*

Bioxyne Limited is an Australian life sciences company headquartered in Sydney, operating in Australia, Europe, the United Kingdom, and Japan. Bioxyne is the 100% owner of the Breathe Life Sciences Group (together "The Group"). Breathe Life Sciences ("BLS") is the Australian market leader in the manufacture of medicinal cannabis, MDMA, and Psilocybin products, supplying pharmaceutical and consumer products to Australian and international distributors, clinics, pharmacies, and customers.

Our mission is to revolutionise the way the world approaches healthcare. Our focus is on investigational & psychotropic medicines, healthcare technology, and novel consumer health products.

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## PRINCIPLE ACTIVITIES

In the first half of the 2025 financial year (“H1 FY25”), Bioxyne’s principal activities included: operating the Breathe Life Sciences medicinal cannabis manufacturing business; supplying pharmaceutical manufacturing and distribution services to Australia’s largest medicinal cannabis companies; distributing its own-brand Dr Watson® products to patients via authorised prescribers in Australia; wholesaling bulk raw materials including cannabis active pharmaceutical ingredients (“API”) in Australia, the UK, Europe, and Japan; supply of Lactobacillus Fermentum PCC® products to clients in the USA; and the importation of MDMA and Psilocybin API into Australia for manufacture and supply to authorised prescribers and clinical trials.

Breathe Life Sciences is licensed by the Therapeutic Goods Administration (“TGA”) to manufacture medicinal cannabis, MDMA, and Psilocybin products, certified compliant with EU GMP (European Good Manufacturing Practices) standards. Breathe Life Sciences holds licenses to import, export, wholesale, deal with and manufacture Schedule 3, 4,8, and 9 controlled substances. Outside of Australia, the business has manufacturing and distribution centres in Japan, the UK, and Czechia (Europe), operating wholesale supply of API and starting materials and direct to consumer supply of its trademarked Dr Watson® brand.

Bioxyne has a global distribution agreement with Denmark’s Chr Hansen to manufacture, market, supply and distribute its proprietary probiotic strain of Lactobacillus Fermentum PCC® for over-the-counter gut health immune supplement products, primarily supplying these products to consumers in the United States of America.

## REVIEW OF OPERATIONS

Bioxyne’s vision is to become the “go to” manufacturer and wholesaler of novel medicines. The company has made significant strides in H1 FY2025 towards this, and during this time has refined its vision further: To build an Amazon-like hub for wholesale pharmaceutical services, providing end-to-end pharmaceutical infrastructure throughout the supply chain (from sourcing, manufacturing, controlled storage, distribution, import and export) in Australia, Europe, the UK, and

eventually (when regulations allow) Japan.

### Operations Report

The Bioxyne board is pleased to report record sales revenue for the half year ended 31 December 2024 of **\$12,563,277** (H1 FY24: \$4,641,216), a **strong 171% increase** on the prior corresponding period of H1 FY2024.

The increase in sales revenue follows the award of a comprehensive GMP manufacturing license for medicinal cannabis products, which BLS has capitalised on and commercialised rapidly. BLS’s GMP license is Australia’s first GMP license to manufacture Psilocybin and MDMA products for patient use outside of clinical trials. An historic milestone for both the Company and Australia, and permits BLS to manufacture cannabis, MDMA (3,4-methylenedioxymethamphetamine) and psilocybin active pharmaceutical ingredients as well as final dose form products for supply to authorised prescribers and clinical trials.

Since gaining GMP certification in February 2024, Bioxyne rapidly developed and scaled manufacturing capabilities of final dose form products including cannabis flower, oral mucosal oils, inhalable delivery systems (vapes), medicated pastilles (gummies), psilocybin and MDMA capsules.

The Company has also expanded its pharmaceutical services business, which includes import, export, storage, and distribution of controlled drugs and medical products for its clients, increasing its secured warehousing and storage capacity by 200% in H1 FY2025.

In H1 FY2025 Bioxyne invested in more than doubling manufacturing capacity of medicated cannabis pastilles and is the clear market leader in this product with annualised output capacity of ~\$57m. This represents approximately 50% of the Company’s total current Australian manufacturing output capacity.

Bioxyne’s rapid growth in H1 FY2025 has been underpinned in wholesale of medicinal cannabis starting materials, Dr Watson® and Breathe Life Sciences (BLS) final dose form products. Sales growth by BLS has been underpinned by:

- Several major contracts for manufacture

of key products with a total of \$47.5m in contracted pipeline of purchase orders from key clients;

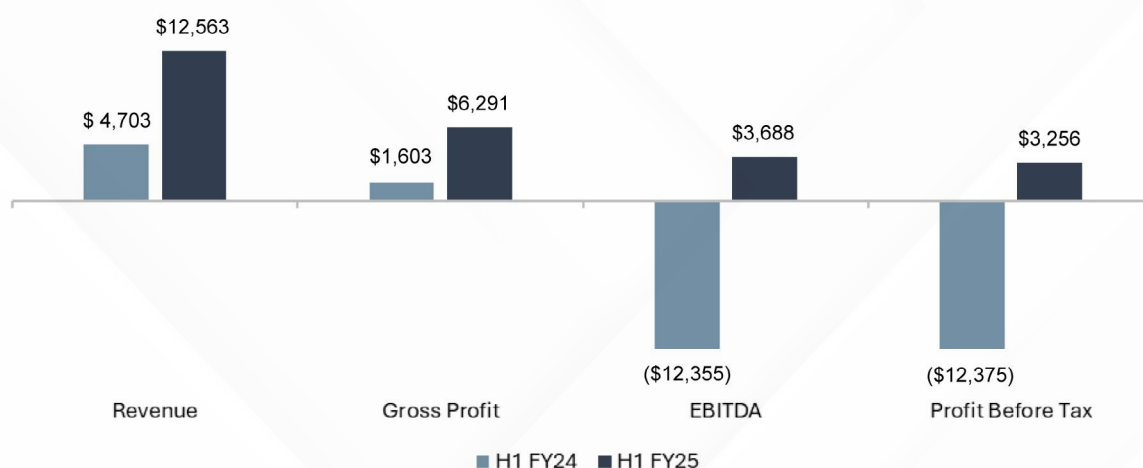
- Substantial demand growth in pastilles, being driven by consumers favouring the ease of use of pastilles, as opposed to flower and oils;
- Several of BLS's existing flower and oil customers being cross-sold pastille products, resulting in growth in the revenue generation of existing customer contracts;
- An expanding customer base in Australia and overseas in promising growth markets such as the UK and Europe, where BLS is already established and operational; and
- Further expansion of the Company's product range.

Since 2018, BLS has developed a significant

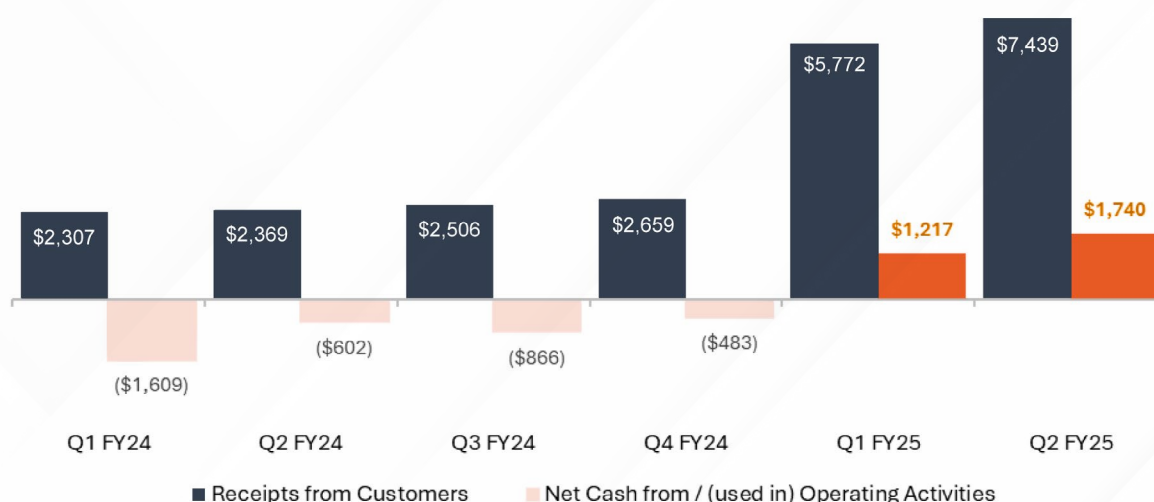
consumer database of nearly ~78,000 customers in the UK and Europe through its consumer health products (cannabidiol "CBD" is a novel food in the UK and EU markets, and as such is not a controlled drug) and lifestyle divisions, which include wholesale and direct to consumer sales of its Dr Watson® range.

In H1 FY2025 BLS lodged applications for the ARTG listing of its Dr Watson® medical cannabis range with the TGA for supply to the UK and European medical markets. The company expects significant growth from supply to the UK and German markets of both its wholesale pharmaceutical and manufacturing services and own-branded product lines.

### BIOXYNE HALF YEAR RESULTS (000's)<sup>1</sup>



### CASH RECEIPTS & NET CASH USED IN OPERATING ACTIVITIES (\$000's)



(1) THE H1 FY24 profit result above is after a non-cash goodwill write off of \$11,568,010 in that period.

Bioxyne's PCC™ probiotics wholesale business improved over the prior half year with sales growing 27% YOY.

Summary financial results are as outlined below:

<b>Profit &amp; Loss (\$000's)</b>	<b>H1FY25</b>	<b>H1FY24</b>
Revenue	12,563	4,703
COGS	(6,272)	(3,100)
<b>Gross Profit</b>	<b>6,291</b>	<b>1,603</b>
Gross Profit Margin	49%	34%
Other Income	3	246
Overheads	(2,522)	(2,636)
Impairment	(84)	(11,568)
<b>EBITDA</b>	<b>3,688</b>	<b>(12,355)</b>
Interest, Depreciation & Amortisation	(432)	(20)
<b>Profit Before Tax</b>	<b>3,256</b>	<b>(12,375)</b>

The Company achieved a record result for the half year of \$3,255,716 (H1 FY24: Loss \$12,375,348 or loss of \$807,338 before goodwill write off).

This result took into account final costs of \$44,393 (H1 FY24: \$219,971) incurred on withdrawing from our direct selling business in Malaysia and Indonesia.

Operating cash was a positive inflow for the half-year of \$2,957,363 (H1 FY24: Outflow \$2,211,184). The Company invested ~\$1.3 million, in H1 FY2025, in operating plant & equipment, security vaults and leasehold improvements to increase its manufacturing capacity. The increased capacity will drive further revenue growth in the second half of FY2025.

## SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

The Company accelerated its manufacturing operations in Australia during the half year ended 31 December 2024, following the award of its comprehensive GMP licence in February 2024. There were no other significant changes in the state of affairs of the consolidated entity during the half-year.

## EVENTS SUBSEQUENT TO BALANCE DATE

On 23 January 2025, the Company provided revenue guidance to the ASX for the FY30 June 2025 to be \$25 million.

The guidance was based on revenue achieved to date and from:

- Growing its manufacturing and pharmaceutical services business customer base;
- Growing market share for its Dr Watson® branded pharmaceutical products in Australia;
- Launching Dr Watson® and BLS branded medicinal cannabis products in the UK and European markets; and
- Signing long term contracts with market leading distributors of medicinal cannabis products.

No other matter or circumstance has arisen since 31 December 2024 that has significantly affected, or may significantly affect:

- The Company's operations in future financial periods; or
- The results of those operations in future financial periods; or
- The Company's state of affairs in future financial periods.

## AUDITOR'S INDEPENDENCE DECLARATION

The auditor's independence declaration is included on page 11 of the half-year report.

Signed in accordance with a resolution of directors made pursuant to s306 (3) of the Corporations Act 2001.

On behalf of the Directors,

Sam Watson  
Managing Director  
28 February 2025




**RSM Australia Partners**

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NSW 2000  
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**AUDITOR'S INDEPENDENCE DECLARATION**

As lead auditor for the review of the financial report of Bioxyne Limited for the half year ended 31 December 2024, I declare that, to the best of my knowledge and belief, there have been no contraventions of:

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

A handwritten signature in blue ink, appearing to read 'Rsm'.

**RSM AUSTRALIA PARTNERS**

A handwritten signature in blue ink, appearing to read 'Cameron Hume'.

**Cameron Hume**  
Partner

Sydney, NSW  
Dated: 28 February 2025

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# STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the half-year ended 31 December 2024

		Consolidated	
		Half-year ended 31 December 2024	Half-year ended 31 December 2023
		\$	\$
<b>Revenue from continuing operations</b>			
Sale of goods	3	12,563,277	4,641,216
Other income		3,400	239,669
<b>Cost of goods sold</b>		(6,272,425)	(3,040,555)
<b>Expenses</b>			
Research and development		(105,189)	(346,341)
Personnel costs		(852,225)	(967,844)
Marketing		(228,200)	(154,153)
Professional and legal fees		(401,110)	(486,792)
Compliance costs		(153,850)	(122,044)
Directors' fees		(44,292)	(86,395)
General and administration		(393,778)	(216,544)
Foreign exchange (loss)/gain		(88,595)	15,731
Share based payments		(210,750)	(57,624)
Borrowing costs		(55,294)	-
Depreciation and amortisation		(377,184)	(5,691)
Impairment	4	(83,676)	(11,568,010)
<b>Profit/(loss) before income tax from continuing operations</b>		<b>3,300,109</b>	<b>(12,155,377)</b>
Income tax benefit		-	-
<b>Profit/(loss) from continuing operations</b>		<b>3,300,109</b>	<b>(12,155,377)</b>
Loss from discontinued operations	5	(44,393)	(219,971)
<b>Profit/(loss) for the half year from continuing operations</b>		<b>3,255,716</b>	<b>(12,375,348)</b>
Profit/(loss) attributable to:			
<b>Owners of Bioxyne Limited</b>		<b>3,277,468</b>	<b>(12,284,661)</b>
<b>Non-controlling interests</b>		<b>(21,752)</b>	<b>(90,687)</b>
		<b>3,255,716</b>	<b>(12,375,348)</b>
<b>Exchange differences on translation of foreign operations</b>		<b>103,466</b>	<b>(14,985)</b>
<b>Other comprehensive profit/(loss) for the period, net of tax</b>		<b>103,466</b>	<b>(14,985)</b>
<b>Total comprehensive profit/(loss) for the period, net of tax</b>		<b>3,359,182</b>	<b>(12,390,333)</b>
<b>Total comprehensive profit/(loss) for the period is attributable to:</b>			
Owners of Bioxyne Limited		3,380,934	(12,299,646)
Non-controlling interests		(21,752)	(90,687)
		<b>3,359,182</b>	<b>(12,390,333)</b>
<b>Earnings per share, cents</b>	15	<b>0.16</b>	<b>(0.64)</b>
<b>Diluted earnings per share, cents</b>	15	<b>0.16</b>	<b>(0.64)</b>

The above Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

# STATEMENT OF FINANCIAL POSITION

As at 31 December 2024

		Consolidated	
		As at	As at
		31 December	30 June
		2024	2024
		\$	\$
<b>ASSETS</b>			
<b>Current Assets</b>			
		2,678,633	1,027,989
Cash and cash equivalents			
Trade receivables	6	2,259,589	978,443
Current tax receivables		419,145	544,604
Other current assets	7	2,635,783	892,126
Inventories	8	3,673,694	2,141,923
<b>Total Current Assets</b>		<b>11,666,844</b>	<b>5,585,085</b>
<b>Non-Current Assets</b>			
Intangible assets	9	237,056	288,476
Plant and equipment	10	1,798,910	169,104
Right to use assets	11	1,225,682	654,969
<b>Total Non-Current Assets</b>		<b>3,261,648</b>	<b>1,112,549</b>
<b>Total Assets</b>		<b>14,928,492</b>	<b>6,697,634</b>
<b>LIABILITIES</b>			
<b>Current Liabilities</b>			
Trade and other payables	12	6,236,463	2,654,871
Lease liability	11	377,894	182,996
Borrowings	13	58,039	-
Provisions		89,361	69,484
<b>Total Current Liabilities</b>		<b>6,761,757</b>	<b>2,907,351</b>
<b>Non-current liabilities</b>			
Lease liability	11	992,955	490,727
Borrowings	13	304,292	-
<b>Total non-current liabilities</b>		<b>1,297,247</b>	<b>490,727</b>
<b>Total liabilities</b>		<b>8,059,004</b>	<b>3,398,078</b>
<b>Net Assets</b>		<b>6,869,488</b>	<b>3,299,556</b>
<b>EQUITY</b>			
Contributed equity	14	19,023,584	18,997,751
Reserves		500,604	212,221
Accumulated losses		(12,326,280)	(15,603,748)
Capital and reserves attributable to the owners of Bioxyne Limited		7,197,908	3,606,224
Non-controlling interests		(328,420)	(306,668)
<b>Total Equity</b>		<b>6,869,488</b>	<b>3,299,556</b>

The above Statement of Financial Position should be read in conjunction with the accompanying notes.

## STATEMENT OF CHANGES IN EQUITY

As at 31 December 2024

	Contributed equity	Accumulated losses	Reserves	Non-controlling interest	Total
<b>Consolidated 31 December 2024</b>					
At 1 July 2024	18,997,751	(15,603,748)	212,221	(306,668)	3,299,556
Profit after income tax for the half-year	-	3,277,468	-	(21,752)	3,255,716
Foreign exchange differences on translation	-	-	103,466	-	103,466
Total comprehensive loss for the half-year	-	3,277,468	103,466	(21,752)	3,359,182
Share Issued on award of performance rights	25,833	-	(25,833)	-	-
Share based payment expense	-	-	210,750	-	210,750
<b>As at 31 December 2024</b>	<b>19,023,584</b>	<b>(12,326,280)</b>	<b>500,604</b>	<b>(328,420)</b>	<b>6,869,488</b>
<b>Consolidated December 2023</b>					
At 1 July 2023	17,547,751	(2,483,750)	73,129	(130,995)	15,006,135
Loss after income tax for the half-year	-	(12,284,661)	-	(90,687)	(12,375,348)
Foreign exchange differences on translation	-	-	(14,985)	-	(14,985)
Total comprehensive loss for the half-year	-	(12,284,661)	(14,985)	(90,687)	(12,390,333)
Share based payment expense	-	-	57,624	-	57,624
<b>As at 31 December 2023</b>	<b>17,547,751</b>	<b>(14,768,411)</b>	<b>115,768</b>	<b>(221,682)</b>	<b>2,673,426</b>

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes.

# STATEMENT OF CASH FLOWS

As at 31 December 2024

	Consolidated	
	Half-year ended 31 December 2024 \$	Half-year ended 31 December 2023 \$
<b>Cash flows from operating activities</b>		
Receipts from customers (incl. of goods and services tax)	13,211,208	4,672,271
Payments to suppliers and employees (incl. of goods and services tax)	(10,198,576)	(6,909,581)
	3,012,632	(2,237,310)
Interest paid	(55,294)	-
Interest receipts	25	26,126
<b>Net cash from/(used in) in operating activities</b>	<b>2,957,363</b>	<b>(2,211,184)</b>
<b>Cash flows from investing activities</b>		
Purchase of property, plant, and equipment	(1,303,281)	(15,348)
<b>Net cash used in investing activities</b>	<b>(1,303,281)</b>	<b>(15,348)</b>
<b>Cash flows from financing activities</b>		
Proceeds from borrowing	162,266	-
Repayment of borrowing	(32,107)	-
Principal element of lease payments	(162,152)	-
<b>Net cash used in financing activities</b>	<b>(31,993)</b>	<b>-</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>1,622,089</b>	<b>(2,226,532)</b>
Cash and cash equivalents at the beginning of the period	1,027,989	3,845,969
Foreign exchange adjustment to cash balance	28,555	(93,925)
<b>Cash and cash equivalents at the end of the period</b>	<b>2,678,633</b>	<b>1,525,512</b>

The above Statement of Cash Flows should be read in conjunction with the accompanying notes.

# NOTES TO THE FINANCIAL STATEMENTS

For the half-year ended 31 December 2024

## 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### (a) Basis of preparation

These general-purpose financial statements for the interim half-year reporting period ended 31 December 2024 have been prepared in accordance with the requirements of the Corporations Act 2001 and Australian Accounting Standard AASB 134 Interim Financial Reporting, as appropriate for for-profit entities. Compliance with Australian Accounting Standards 134 ensures that the financial statements and notes comply with International Financial Reporting Standards IAS 34 'Interim Financial Reporting'.

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

The interim financial report is intended to provide users with an update on the latest annual financial statements of Bioxyne Limited. As such, it does not contain the information that represents relatively insignificant changes occurring during the half-year. It is recommended that this financial report be read in conjunction with the annual report for the year ended 30 June 2024 together with any public announcements made during the half-year.

The accounting policies and methods of computation have been consistently followed in this interim financial report as were applied in the previous annual financial statements.

### (b) Critical accounting estimates and judgements

There have been no significant changes to the critical accounting estimates and judgements applied and disclosed in the annual report for the year ended 30 June 2024.

### (c) New and revised accounting requirements applicable to the current half-year reporting period

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.

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

## 2. SEGMENT INFORMATION

Bioxyne Limited (ASX:BXN) is an Australian life sciences company incorporated in 2000 that operates pharmaceutical, health and wellness divisions. In May 2023 the Company acquired Breathe Life Sciences Pty Limited (BLS).

The Bioxyne group operates in several high growth markets, including psychedelics, medicinal cannabis, preventative medicine and novel foods with three core areas of business.

The operating segments are based on the internal reports that are reviewed and used by Management (who are identified as the Chief Operating Decision Makers ('CODM') in assessing performance and in determining the allocation of resources. The CODM are Samuel Watson (CEO) and Jason Hine (COO). The operating segments are as follows:

1. **Pharmaceutical manufacture and wholesale supply (business to business) of novel medicines, cannabis, Psilocybin, and MDMA under BLS**, which is licensed by the Therapeutic Goods Administration (TGA), Office of Drug Control (ODC), and Queensland Health.
2. **Manufacture and distribution (wholesale, online, and retail) of consumer health and novel food products (cannabidiol and functional mushrooms) under the**

company's Dr Watson® brand (regulated by FSA, EFSA) in the UK, Europe, and Japan.

**3. Wholesale of patented Probiotics for gastrointestinal health and immunity, primarily to the USA.**

Management have determined that it is appropriate to report by sales channel which correspondence with the business divisions outlined above.

In the prior year reporting was by geographical areas as follows:

1. **PCC Wholesale** – contract manufactured in Denmark and sold to NuSkin in USA.

2. **BLS – plant-based wellness products** sold in UK, Europe and Japan.

3. **Functional food products contract** manufactured in New Zealand and direct sales in Asia (now withdrawn from Malaysia and Indonesia).

The following table presents revenue and profit information and certain asset and liability information regarding geographical segments for the periods ended 31 December 2024 and 31 December 2023.

	Wholesale PCC/USA	Consumer Health Products UK/EU/JPN/AUS	Pharmaceuticals	Unallocated*	Total
<b>For the half-year ended 31 December 2024</b>					
Sales	551,108	1,315,657	10,696,512	-	12,563,277
Cost of sales	(265,402)	(895,115)	(5,111,908)	-	(6,272,425)
Gross margin	285,706	420,542	5,584,604	-	6,290,852
Other income	-	-	-	3,400	3,400
Impairment	-	(83,676)	-	-	(83,676)
Overhead expenses	-	(1,062,499)	(884,642)	(963,326)	(2,910,467)
Profit/(loss) before tax	285,706	(725,633)	4,699,962	(959,926)	3,300,109
Taxation	-	-	-	-	-
Profit/(loss) after tax	285,706	(725,633)	4,699,962	(959,926)	3,300,109
Loss from discontinued operations	-	-	-	(44,393)	(44,393)
Profit/(loss) for the half year	285,706	(725,633)	4,699,962	(1,004,319)	3,255,716
	Wholesale PCC/USA	Consumer Health Products UK/EU/JPN/AUS	Pharmaceuticals	Unallocated*	Total
<b>As at 31 December 2024</b>					
Total assets	258,768	1,317,110	12,974,086	378,528	14,928,492
Total liabilities	93,012	1,122,257	6,053,726	790,009	8,059,004
Cash and cash equivalents	-	102,015	2,499,898	76,720	2,678,633
Trade receivables	258,768	144,977	1,847,908	7,936	2,259,589
Current tax receivables	-	-	419,145	-	419,145
Other current assets	-	141,273	2,190,439	304,071	2,635,783
Inventories	-	631,149	3,042,545	-	3,673,694
Trade and other payables	93,012	1,270,714	4,583,465	289,272	6,236,463
Borrowings and lease liabilities	-	296,993	1,436,187	-	1,733,180

	Wholesale PCC/USA	Consumer Health Products UK/EU/JPN/AUS	Pharmaceuticals	Unallocated*	Total
<b>For the half-year ended 31 December 2023</b>					
Sales	432,588	3,041,633	1,166,995	-	4,641,216
Cost of sales	(311,254)	(2,024,014)	(705,287)	-	(3,040,555)
Gross margin	121,334	1,017,619	461,708	-	1,600,661
Other income	-	-	-	239,669	239,669
Impairment	-	-	-	(11,568,010)	(11,568,010)
Overhead expenses	-	(952,359)	(643,789)	(831,549)	(2,427,697)
Profit/(loss) before tax	121,334	65,260	(182,081)	(12,159,890)	(12,155,377)
Taxation	-	-	-	-	-
Profit/(loss) after tax	121,334	65,260	(182,081)	(12,159,890)	(12,155,377)
Loss for discontinued operations	-	-	-	(219,971)	(219,971)
Profit/(loss) for the half year	121,334	65,260	(182,081)	(12,379,861)	(12,375,348)
	Wholesale PCC/USA	Consumer Health Products UK/EU/JPN/AUS	Pharmaceuticals	Unallocated*	Total

**As at 30 June 2024**

Total assets	417,963	1,758,641	4,055,250	465,780	6,697,634
Total liabilities	162,155	650,034	1,250,389	1,335,500	3,398,078
Cash and cash equivalents	-	132,851	340,755	554,383	1,027,989
Trade and other receivables	417,963	257,786	295,366	7,328	978,443
Inventories	-	712,600	1,428,560	763	2,141,923
Trade and other payables	162,155	521,957	857,231	1,113,528	2,654,871
Borrowings and lease liabilities	-	-	-	-	-

\*Discontinued operations are included in the unallocated segment. Refer to Note 5 for the results on discontinued operations.

Identification of reportable segments

The Group has identified its operating segments based on the internal reports that are reviewed and used by the board of directors in assessing performance and in determining the allocation of resources.

Segment revenues and results

Segment revenue reported above represents revenue generated from external customers.

Segment profit represents the profit earned by each segment without allocation of central administration costs and directors' salaries, share of profits of associates, gain recognised on disposal of interest in former associate, investment income, gains and losses, finance costs and income tax expense. This is the measure reported to the CODM for the purposes of resource allocation and assessment of segment performance.

### 3. REVENUE

#### Timing of revenue recognition

All goods are transferred at a point in time, with revenue being recognised when goods are shipped.

### 4. EXPENSES

	Half-year ended 31 December 2024	Half-year ended 31 December 2023
	\$	\$
<b>Asset write-offs</b>		
Provision for goodwill impairment (Note 9)	-	11,568,010
Inventories	<b>83,676</b>	-
	<b>83,676</b>	11,568,010

### 5. DISCONTINUED OPERATIONS

	Half-year ended 31 December 2024	Half-year ended 31 December 2023
	\$	\$
<b>Sale of goods</b>	-	61,519
Other income	22	6,168
Cost of goods sold	<b>(17)</b>	(59,762)
<b>Expenses</b>		
Personnel costs	<b>(4,637)</b>	(102,298)
Marketing	<b>(151)</b>	(6,162)
Professional and legal fees	<b>(650)</b>	(3,203)
Compliance costs	-	(525)
Directors' fees	<b>(4,104)</b>	(33,548)
General and administration	<b>(6,112)</b>	(36,040)
Foreign exchange gain/(loss)	<b>(28,744)</b>	4,062
Borrowing costs	-	(777)
Depreciation and amortisation	-	(13,747)
Impairment	-	(35,658)
Loss before income tax expense	<b>(44,393)</b>	(219,971)
Income tax expense	-	-
Loss after income tax expense from discontinued expenses	<b>(44,393)</b>	(219,971)
<b>Cash flow information</b>		
Net cash from operating activities	<b>(44,393)</b>	(184,313)
Net decrease in cash and cash equivalents from discontinued operations	<b>(44,393)</b>	(184,313)

## 5. DISCONTINUED OPERATIONS (CONTINUED)

	31 December 2024 \$	31 June 2024 \$
<b>Carrying amounts of assets and liabilities on discontinued business</b>		
Total assets		
Cash and cash equivalents	60,503	50,185
Trade and other receivables	9,498	15,658
Total Assets	70,001	65,843
<b>Total liabilities</b>		
Trade and other payables	9,474	21,748
Intergroup payable	891,281	874,762
Total Liabilities	900,755	896,510
Net Liabilities	(830,754)	(830,667)

The discontinued operation relates to the direct selling business.

## 6. TRADE AND OTHER RECEIVABLES

	Half-year ended 31 December 2024 \$	Half-year ended 30 June 2024 \$
Trade receivables	2,359,589	1,091,137
Less: Allowance for expected credit losses	(100,000)	(112,694)
	2,259,589	978,443

## 7. OTHER CURRENT ASSETS

	Half-year ended 31 December 2024 \$	Half-year ended 30 June 2024 \$
Other debtors	122,143	132,378
Short term loan to third party	150,000	-
Prepayments	2,363,640	759,748
	2,635,783	892,126

## 8. CURRENT ASSETS - INVENTORIES

	31 December 2024	30 June 2024
	\$	\$
Raw materials	2,245,432	1,339,170
Work in progress	663,330	98,071
Finished goods	764,932	704,682
	<b>3,673,694</b>	2,141,923

During the half-year ended 31 December 2024, \$83,676 (31 December 2023: \$Nil) was recognised as an expense for inventories written down to their net realisable value.

## 9. INTANGIBLE ASSETS

	31 December 2024	30 June 2024
	\$	\$
Goodwill	-	11,568,010
Provision for impairment	-	(11,568,010)
Capitalised development costs	288,476	514,185
Less related research and development tax offset claim	-	(200,000)
Less amortisation	(51,420)	(25,709)
	<b>237,056</b>	288,476

On 19 May 2023, Bioxyne Limited acquired Breathe Life Sciences Pty Ltd. The acquisition was treated as a reverse acquisition as per AASB3 Business Combinations.

At the time of the acquisition of BLS, the implied value of goodwill attributable to Bioxyne under reverse acquisition accounting was \$11,568,010. The performance of the original Bioxyne business post-acquisition as outlined in the December 2023 operations report provided an indicator of impairment, and a determination by the Company resulted in a provision for full impairment of goodwill as at 31 December 2023.

Accordingly, during the half-year ended 31 December 2023, \$11,568,010 was recognised as a provision for impairment of goodwill.

## 10. PLANT & EQUIPMENT

	31 December 2024	30 June 2024
	\$	\$
Office equipment – at cost	86,855	51,263
Less: Accumulated depreciation	(36,131)	(26,585)
	<b>50,724</b>	24,678
Plant and equipment – at cost	2,015,340	328,261
Less: Accumulated depreciation	(267,154)	(183,835)
	<b>1,748,186</b>	144,426
	<b>1,798,910</b>	169,104

### Reconciliation

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

	Office equipment	Plant and equipment	Total
	\$	\$	\$
Balance at 1 July 2024	24,678	144,426	169,104
Additions	35,592	1,687,079	1,722,671
Depreciation expense	(9,546)	(83,319)	(92,865)
Balance at 31 December 2024	<b>50,724</b>	1,748,186	1,798,910

## 11. RIGHT TO USE ASSETS

	31 December 2024	30 June 2024
	\$	\$
<b>Lease assets</b>		
Carrying amount of lease assets, by class of underlying assets		
Building under lease arrangements		
At cost	1,659,190	838,803
Accumulated depreciation	(433,508)	(183,834)
	<b>1,225,682</b>	654,969
<b>Lease liabilities</b>		
Current	377,894	182,996
Non-current	992,955	490,727
	<b>1,370,849</b>	673,723

## 11. RIGHT TO USE ASSETS (CONTINUED)

	Building
	\$
Carrying amount as at 1 July 2024	654,969
Lease modification	809,535
Depreciation	(238,822)
	1,225,682

On 2 October 2024, the Company entered into an amended lease agreement for the premise in Meadowbrook. The annual rent was renegotiated to \$266,359 per annum for the remainder of the lease period. The expiry date of the lease remains unchanged.

## 12. TRADE AND OTHER PAYABLES

	31 December 2024	30 June 2024
	\$	\$
Trade creditors	3,049,981	1,192,864
Accrued Expenses	1,521,871	818,019
Loan payables	-	36,699
GST/VAT payable	226,808	55,293
Customer deposits	987,197	373,503
Other payables	450,606	178,493
	6,236,463	2,654,871

## 13. BORROWINGS

	31 December 2024	30 June 2024
	\$	\$
Chattel Mortgage – Current	58,039	-
Chattel Mortgage – Non-current	304,292	-
	362,331	-

In August 2024, the Company entered into an agreement to refinance the purchase of a vault with monthly repayment of \$3,673 for 60 months. The borrowing is secured against the asset being financed.

In October 2024, the Company entered into an agreement to finance the purchase of the pastille manufacturing machine with monthly repayment of \$5,249 for 60 months. The borrowing is secured against the asset being financed.

## 14. CONTRIBUTED EQUITY

### (a) Share Capital

	31 December 2024	31 December 2024	30 June 2024	30 June 2024
	Shares	\$	Shares	\$
Ordinary Shares Fully Paid	2,049,228,732	19,023,584	2,046,645,398	18,997,751

### (b) Movements in ordinary share capital

	No. Shares	\$
Opening balance 1 July 2024	2,046,645,398	18,997,751
Shares issued	2,583,334	25,833
Closing balance 31 December 2024	2,049,228,732	19,023,584

On 21 November 2024, 5,000,000 options and 30,000,000 performance rights were issued to key management personnel at an exercise price of \$0.02 and \$nil per option and performance right and a total transactional value of \$23,000 and \$198,000.

## 15. EARNINGS PER SHARE

	31 December 2024	31 December 2024
	\$	\$
Earnings per share		
Profit/(loss) after tax	3,255,716	(12,375,348)
Non-controlling interest	(21,752)	(90,687)
Profit/(loss) after income tax attributable to the owners of Bioxyne Limited	3,277,468	(12,284,661)
	Cents	Cents
Earnings per share from profit/(loss) from continuing operations attributable to the owners of Bioxyne Limited		
Basic earnings per share	0.16	(0.65)
Diluted earnings per share	0.16	(0.65)
Earnings per share from loss from discontinued operations attributable to the owners of Bioxyne Limited		
Basic earnings per share	0.00	(0.01)
Diluted earnings per share	0.00	(0.01)
Earnings per share from profit/(loss) attributable to the owners of Bioxyne Limited		
Basic earnings per share	0.16	(0.64)
Diluted earnings per share	0.16	(0.64)
Weighted average number of ordinary shares		
Weighted average number of ordinary shares used in calculating basic earnings per share	2,047,492,393	1,901,645,398
Adjustments for calculation of diluted earnings per share		
Options and performance rights on issue	48,977,688	-
	2,096,470,081	1,901,645,398

## 16. COMMITMENTS

As at 31 December 2024, the Company had no capital expenditure commitments (31 December 2023: Nil).

## 17. CONTINGENCIES

At 31 December 2024, the Company did not have any contingent liabilities (31 December 2023: Nil).

## 18. EVENTS SUBSEQUENT TO BALANCE DATE

On 23 January 2025, the Company provided revenue guidance to the ASX for the FY 30 June 2025 to be \$25 million.

The guidance was based on revenue achieved to date and from,

- growing its manufacturing and pharmaceutical services business customer base,
- growing market share for its Dr Watson® branded pharmaceutical products in Australia,
- launching Dr Watson® and BLS branded medical cannabis products in the UK and European markets, and
- signing long term contracts with market leading distributors of medical cannabis products.

No other matter or circumstance has arisen since 31 December 2024 that has significantly affected, or may significantly affect:

- a) The Company's operations in future financial periods; or
- b) The results of those operations in future financial periods; or
- c) The Company's state of affairs in future financial periods.

## 19. DIVIDENDS

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

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# DIRECTORS DECLARATION

## Directors' Declaration

For the half-year ended 31 December 2024

The directors of the company declare that:

1. The financial statements and notes, as set out on pages 12 to 25, are in accordance with the Corporations Act 2001 including:
  - (a) compliance with Accounting Standard AASB 134 Interim Financial Reporting, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
  - (b) giving a true and fair view of the company's financial position as at 31 December 2024 and of its performance for the half-year ended on that date.
2. In the directors' opinion, there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.  
This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the directors by:

Sam Watson  
Managing Director  
28 February 2025



**INDEPENDENT AUDITOR'S REVIEW  
REPORT**  
To the Members of Bioxyne Limited

**Report on the Half-Year Financial Report**

*Conclusion*

We have reviewed the accompanying half-year financial report of Bioxyne Limited which comprises the consolidated statement of financial position as at 31 December 2024, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Bioxyne Limited is not in accordance with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the consolidated entity's financial position as at 31 December 2024 and of its performance for the half-year ended on that date; and
- (b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and *Corporations Regulations 2001*.

*Basis for Conclusion*

We conducted our review in accordance with ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity. Our responsibilities are further described in the Auditor's Responsibilities for the Review of the Financial Report section of our report. We are independent of the Company 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 annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Bioxyne Limited, would be in the same terms if given to the directors as at the time of this auditor's report.

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### *Directors' Responsibility for the Half-Year Financial Report*

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

### *Auditor's Responsibility for the Review of the Financial Report*

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the consolidated entity's financial position as at 31 December 2024 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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



**RSM AUSTRALIA PARTNERS**



**Cameron Hume**  
Partner

Sydney, NSW

Dated: 28 February 2025

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